

Berkeley Lights, Inc.

Code of Business Conduct and Ethics

The Berkeley Lights Code of Business Conduct and Ethics is a summary of the standards that govern how we conduct our business. This Code is meant to be a common-sense guide to help you make ethical business decisions, raise your awareness of legal and ethical issues that you may encounter on the job, and understand the process in place for dealing with those issues.

This Code offers a summary of many of the regulations, laws and policies that govern our work. While this Code may not provide an answer to every ethical dilemma, it will guide you in identifying potential ethical violations or concerns and direct you how to get help from an appropriate source.

We start with an understanding of how to use this Code.

Using the Code

To conduct your work with integrity, you must first understand the process for identifying and addressing ethics concerns. That process starts by doing the following:

- Read, understand, and comply with this Code and all other Company policies, laws, and regulations applicable to your job;
- Understand that the rules, laws, and policies that govern your work may differ slightly from other employees; for example, geographic regions may have different rules and regulations that govern certain matters;
- Ask questions and obtain guidance for resolving a compliance concern;
- Raise possible violations of the Code, policies, and legal and regulatory requirements;
- Be truthful and cooperate fully in any ethics review or investigation; and
- Complete annual training on the Code and when completed, attest to your understanding of and commitment to the Code.

Speaking Up

Key to ensuring our Company fosters an ethical culture is a commitment to speaking up when we see potential violations or concerns. We all have an obligation to say something when we have a good faith belief that the Company's standards of conduct are not being met. When you have a question, need guidance, or suspect a violation of the Code has occurred, speaking up is the right thing to do.

1. The most immediate resource for reporting good faith concerns of suspected ethics violations is your immediate supervisor or any member of management. If you prefer not to go to your supervisor, or your concern is not adequately addressed by your supervisor or management, other options are available.
2. Reports, concerns, and questions relating to this Code may also be made directly to any of the following:
 - a. Human Resources Department
 - b. Legal Department
 - c. Ethics/Compliance Officer

d. Ethics Hotline

The Berkeley Lights Ethics Hotline is managed by an outside, third-party provider and is available all day, every day online at:

Website: www.lighthouse-services.com/berkeleylights
Hotline: English-speaking USA and Canada: 833.210.9907
Spanish-speaking USA and Canada: 800.216.1288
French-speaking Canada: 855.725.0002
Spanish-speaking Mexico: 01.800.681.5340

Any reports submitted via the Ethics Hotline will be reviewed by the Ethics Officer and subsequently reported to the Audit Committee. You may remain anonymous and will not be required to reveal your identity in reports to the Ethics Hotline, although providing your identity may assist the Company in addressing your questions or concerns.

Responding to Concerns

All concerns that are reported in good faith are taken seriously. We have an ethics investigation process that we use to guide how we resolve ethics concerns. If your concern results in an ethics investigation, a trained ethics investigator will be assigned to conduct an impartial and thorough investigation in compliance with applicable law.

Regardless of how you choose to report (manager, HR, Legal, Ethics Office, or Hotline), the appropriate people will carefully investigate the report and take appropriate and necessary action.

Everyone has a responsibility to cooperate with an ethics investigation. During an investigation, you should be truthful, cooperative and should preserve all relevant documents and information (including electronic documents and emails) as instructed by the investigator.

Note: Some countries prohibit anonymous reporting of complaints. If you work outside of the United States, please refer to your local laws regarding whether you can legally make an anonymous complaint.

No Retaliation

Berkeley Lights will not tolerate retaliation against anyone who speaks up in good faith to ask a question, report a concern, or participate in an ethics investigation. Retaliation would be a violation of this Code and various laws.

Consequences for Not Following the Code

Violations of legal requirements, our policies, or this Code may have severe consequences for you and Berkeley Lights, such as significant fines, penalties, and a damaged reputation. Violations may jeopardize our relationships with customers and suppliers and could impair our ability to do business. Anyone who violates laws, regulations, our policies, or this Code may be subject to disciplinary actions up to and including termination.

Now that you know the importance of this Code, our commitment to speaking up, how to report a suspected violation or get assistance, how investigations are conducted, and the consequences for violating the Code, let's review some of the rules, laws, and ethics issues that you may encounter on the job.

We will start by examining the rules surrounding how we interact with each other. Then we'll discuss the laws, rules and policies that govern our work. Finally, we'll address how we use our resources and assets responsibly and how we protect our Company's information.

Fostering a Workplace that is Respectful and Safe

Respectful Culture

We are committed to working together respectfully. We each play a role in creating and maintaining this type of environment. In our relationships with each other, we strive to be open, honest, and respectful in sharing our ideas and in listening to the ideas of others.

Always remember that your communications should be professional and work-related. We do not create, access, store, print, request or send any material that is intimidating, violent, harassing, threatening, sexually explicit or otherwise offensive or inappropriate in the workplace. We also do not send false, derogatory, or hateful communications to anyone.

Diversity and Inclusion

We understand that attracting and retaining a diverse workforce is critical to business success. Berkeley Lights is committed to providing employment and professional development opportunities to all qualified employees and applicants in compliance with applicable law. We value the diversity of background, culture, and beliefs that our employees bring to Berkeley Lights, and we are proud that our workplace offers equal opportunity for advancement, personal development, and professional growth.

Harassment, Discrimination and Retaliation

We all have the right to work in an environment free from harassment, discrimination, intimidation, and retaliation. “Harassment” is generally a form of discrimination that consists of unwelcome behavior, based on a person’s protected characteristic or status, which has the purpose or effect of creating an intimidating, hostile or offensive work environment. Harassment can come in many forms, including physical actions, verbal or written remarks or visual depictions. Berkeley Lights strictly prohibits any acts of harassment, whether done by an employee or a non-employee.

Each of us is responsible for understanding all applicable workplace laws against discrimination, harassment, and retaliation, and for using good judgment in our decision making and for treating others with professionalism and respect.

Creating and Maintaining a Safe Environment

Berkeley Lights is firmly committed to providing a safe and healthy work environment. We comply with applicable workplace safety and health regulations in operating our business.

To help us to meet this commitment, you should:

- Take responsibility for your personal safety as well as the safety of your fellow employees
- Promptly identify and report all potential hazards in the work environment
- Follow all policies, procedures, work instructions and safety protocols
- Identify any possible changes or improvements to your supervisor
- Stop operations if you are unsure of the work instructions or see something that is unsafe
- Eliminate distractions and maintain focus on the task at hand
- Only perform work tasks that you are trained and authorized to perform

Working safely is everyone's responsibility. If you become aware of a safety concern, please bring it to the attention of your supervisor.

Substance Abuse

Employees are prohibited from distributing, dispensing, possessing, using or being under the influence of illegal drugs in the workplace. Employees are prohibited from abusing alcohol in the workplace, including at a company-sponsored event or industry event where alcohol may be served.

Bullying and Workplace Violence

Berkeley Lights does not tolerate bullying, intimidation, threats, or physical violence in the workplace. Berkeley Lights takes very seriously any conduct or behavior that threatens the safety of our employees. Anyone engaging in conduct that is unsafe or violent will be immediately removed from the workplace and subject to disciplinary action up to and including termination.

Complying with Laws and Regulations

There are many laws, regulations and policies that govern our daily work. These laws address our interactions with each other, with our customers, partners, suppliers, and distributors, as well as with our investors, regulators, and other external stakeholders. It is important to know and understand the rules that govern your work and to be fully compliant. Below are some of the critical laws and rules that impact all of us and contribute to our status as an ethical Company.

Antitrust, Sales Practices and Fair Dealings

At Berkeley Lights, we seek to outperform our competitors fairly and ethically, achieving competitive advantages through outstanding performance, innovative technology, and quality products – never through unethical or illegal business practices.

While antitrust and competition laws can be complex, there are several basic principles that we should always follow. At a minimum, you should never:

- Make any agreement, formal or informal, with a competitor regarding pricing of our products in the marketplace, pricing practices, bids, bidding practices, terms of sale or marketing practices
- Agree with a competitor to divide customers, markets, or territories
- Agree with a competitor not to deal with another company
- Attempt to control a customer's resale price
- Force a customer to buy one product to get another product
- Unreasonably restrict a customer's ability to deal with other companies
- Engage in price discrimination that unreasonably restrains competition or creates a monopoly
- Misrepresent our products or services or misrepresent the products or services of a competitor

Consequences for failure to comply with the antitrust and competition laws are extremely serious and include imprisonment for individuals and significant fines, penalties, and expenses for the Company. You should consult with the Legal Department if you have any questions about these laws.

Gifts, Hospitality and Entertainment

Berkeley Lights requires the use of good judgement, discretion and moderation when giving or accepting gifts or hospitality in business settings. We recognize that gift giving, and hospitality practices may vary in different cultures; however, any gifts and hospitality given or received must always be in compliance with the law, not violate the policies of the giver or recipients, and be consistent with local custom and practice.

Employees may not give or receive gifts or hospitality from current or potential vendors, suppliers, customers, or other business associates unless all the following conditions are met:

- The gift is of a reasonable and nominal value
- Has a legitimate business purpose
- Does not interfere with the exercise of independent judgement in the best interests of Berkeley Lights
- Complies with the law
- Is consistent with local custom and practice
- Does not violate the givers or receiver's policies on the matter

Please note that the following gifts are always prohibited:

- Money or cash equivalents
- A bribe, kickback or anything with corrupt intent or intent to influence
- Using your personal funds to accomplish what is otherwise prohibited by policy
- Gifts or hospitality to a public official's friend or family
- Anything of value that could create the appearance of impropriety or result in embarrassment to you or Berkeley Lights

Intellectual Property

We comply with the laws and regulations that govern the rights to, and protection of, our own and others' intellectual property including copyrights, trademarks, patents and trade secrets.

Responding to Inquiries from the Media and the Investment Community

We all have a responsibility to protect Berkeley Lights' reputation through our behavior and performance. We also need to make sure that any legal obligations relating to Berkeley Lights' communications are met. Because of this, Berkeley Lights has authorized certain individuals – and only those individuals – to speak on behalf of Berkeley Lights. All media inquiries must be referred to the Company's Corporate Communications function. And, all contacts with stockholders, prospective investors and securities analysts, or request for information related to Berkeley Lights financial performance, must be referred to the Company's Investor Relations function.

No Bribery or Corruption

At Berkeley Lights, we do not engage in any form of bribery or kickbacks. You must never offer, give, solicit, or accept any form of bribe or kickback in any aspect of our business, including our commercial transactions as well as our dealings with public officials (defined below) and employees. A bribe or kickback involves accepting or providing (directly or indirectly) money, gifts, or anything of value in order to obtain or retain business, direct business to any other person or entity or secure an improper advantage for the Company. Favorable treatment may appear innocent, but it is illegal when offered in exchange for a bribe or kickback. You should never offer or accept anything of value if you have the slightest doubt about the transaction.

Many anti-bribery laws like the U.S. Foreign Corrupt Practices Act (FCPA) and UK Bribery Act of 2010 specifically prohibit bribes to or for the benefit of public officials. The term "public official" is broadly defined and includes government officials including but not limited to:

- an officer,
- employee or consultant of a government or governmental department or agency,
- officer or employee of a state-owned enterprise or partially state-owned enterprise,
- political party or official,
- candidate for political office,
- officer or employee of a public international organization such as the World Health Organization or World Bank, or
- the spouse or immediate family member or any of the persons mentioned above.

We comply with the standards of conduct set forth in the FCPA and the applicable anti-corruption and anti-money laundering laws of all the countries in which we operate. We never offer or accept a payment or gift that may be construed as illegal or improper regardless of local law or custom.

In certain parts of the world, it is common for low-level foreign government employees to ask for small payments to expedite or secure the performance of a routine governmental action, such as to obtain a visa or to schedule an inspection. Berkeley Lights prohibits such “facilitation payments” without the review and express written approval of Legal, no matter how common or ordinary the payment may appear.

Remember that simply offering a bribe or kickback to anyone is enough to violate Berkeley Lights policy and the law. Bribery and kickbacks are very serious crimes, and it is important that Berkeley Lights does not allow even the appearance of impropriety. You should consult with the Legal function if you have questions or require further information.

To comply with anti-corruption laws, follow some basic rules:

- Do not offer to pay bribes to anyone
- Transactions should be transparent
- Gifts and hospitality for officials should be infrequent, reasonable, and pre-approved
- Facilitating payments are prohibited
- Keep accurate books and records
- Immediately report actual or suspected violations

No Berkeley Lights employee or Berkeley Lights representative will suffer adverse consequences for refusing to pay or take a bribe or kickback, even if this results in the loss of business to Berkeley Lights.

Insider Trading and Tipping

If you are aware of material nonpublic information (“inside information”) relating to Berkeley Lights or our business, you may not buy, sell, or trade Berkeley Lights stock or securities. In addition, you may not trade in stock or securities of another company (for example, Berkeley Lights’ customers, suppliers, distributors, and business partners) if you have material nonpublic information about that company that you obtained at Berkeley Lights. It is also unlawful for you to “tip” others, or pass along inside information to friends, family, or others to help them make a profit, avoid a loss or suggest that they trade when you are not permitted to do so.

What is material information? It depends on the facts and circumstances, but it is information that would be important to an investor in deciding whether to buy, sell or hold stock of a company. Material information includes:

- Earnings results or estimates, or other important financial information
- A proposal, negotiations or agreement for a significant merger, acquisition, divestiture, or joint venture
- A significant new contract or change in a significant contract
- A significant new product or development
- Significant litigation

You may not trade in Berkeley Lights stock or securities (or the other company’s stock or securities) when you have material inside information until this information is publicly announced. If you have a question about whether information is material nonpublic information or any other questions about your securities trading, please check with Berkeley Lights’ Legal Department.

Using Our Resources and Assets Responsibly and in the Best Interest of Berkeley Lights

Conflicts of Interest

When conducting business on behalf of Berkeley Lights, you must be careful to avoid situations that could create a conflict of interest, or even the appearance of one. A “conflict of interest” occurs when your interest conflicts with your ability to perform your job responsibilities or to act in the best interest of Berkeley Lights. You do not need a direct personal conflict for there to be a potential conflict of interest. It is possible that the indirect interests of a family member could be sufficient to create a potential conflict of interest. Such competing interest may limit your ability to perform your job objectively and without bias.

When a family or romantic relationship exists between employees, it may appear as though one of them is receiving preferential treatment over the other. Therefore, no employee should have direct decision-making authority over a family member or a romantic partner.

A perceived conflict of interest is also created if you, or your family member or a close friend holds a substantial financial interest in an actual or potential supplier, customer, or competitor of Berkeley Lights.

Investing can become a conflict of interest if you invest in a company that does business with or competes with Berkeley Lights.

Recognizing a Conflict of Interest

A conflict of interest exists when your circumstances would lead a reasonable person to question whether you are acting in the best interest of Berkeley Lights. A conflict of interest can arise in many situations, including:

- Family and romantic relationships with other employees or the employees of our suppliers, partners, or customer
- Giving or receiving gifts, hospitality, or travel
- Dealing with family members employed by a vendor or partner
- Dealing with a vendor or partner in which you or a family member have a financial interest
- Outside work activities

Promptly report any actual or potential conflict of interest to your Supervisor and Berkeley Lights’ Legal department. Work with your Supervisor to remove yourself from the conflicting situation.

Outside Employment

Before you accept outside employment or even a volunteer position, consider carefully whether the outside activity will create a conflict of interest with your work at Berkeley Lights. Generally speaking, working for or providing services to any Berkeley Lights customer, subcontractor, distributor, competitor, or supplier will pose a personal conflict of interest and must be approved by your supervisor. Even where outside employment or activities are approved, they must never interfere with your job responsibilities at Berkeley Lights. Putting Berkeley Lights first means giving your work at Berkeley Lights your full attention.

Business Opportunities

If you become aware of a business opportunity that may be of interest to Berkeley Lights, you may not divert that opportunity for your own personal gain or for the benefit of another company. Also, you may not use

your position with Berkeley Lights, or Berkeley Lights customer information or property in competition with Berkeley Lights, either directly or indirectly.

Product Quality and Safety

We must ensure that all our products are designed and manufactured in compliance with all applicable safety laws and regulations, quality requirements and specifications. Our customers depend upon us for reliable, safe, and quality products. It is never acceptable to cut corners, falsify documentation, skip an inspection, or use an undocumented process. Our customers depend on each of us to get it right and do it right, every time, all the time.

Access, Use and Protection of Proprietary Information

Berkeley Lights' proprietary information must be used only for legitimate Berkeley Lights business purposes.

- Do not use Berkeley Lights' proprietary information for your own personal benefit or to benefit someone else
- Do not share Berkeley Lights' proprietary information with friends, family members or anyone either inside or outside of Berkeley Lights without authorization
- Do not assume that a co-worker has authorization to all information that you possess
- Do not discuss proprietary information in public places, including Company common areas like lobbies, hallways, or breakrooms
- Do discuss proprietary information with other Berkeley Lights employees only on a need-to-know basis; seek guidance from your supervisor if you are unsure
- Do not work with documents containing proprietary information in public places or leave such documents unattended in public places

Competitive Information

Just as Berkeley Lights values and protects our own proprietary information and that of our partners, customers, and suppliers, we also respect the proprietary information of our competitors.

Here are some basic rules to follow:

- Do not bring any material from a prior employer to Berkeley Lights
- Do not accept or use anyone else's proprietary information
- Do not solicit proprietary information from another company's employees, former employees, suppliers, distributors or customers

Know that we do have an obligation to keep up with developments in our industry and we should have an intimate understanding of our markets. We obtain information about our competitors through honest, transparent and legal methods.

Accurate Recordkeeping

Each of us has the responsibility to ensure that all of Berkeley Lights' records are accurate, timely and complete. Proper authorization must be obtained before incurring, paying, or transferring Berkeley Lights funds and assets. Forecasts and assessments provided to management must be done in a timely manner.

If you see a recordkeeping error or omission in a Berkeley Lights document, report it immediately to your supervisor, Berkeley Lights' Finance Department or the Ethics Hotline. You should never direct anyone to prepare or approve a misleading record. It is no defense to say someone else directed you to create a record that you knew or had reason to suspect was false or misleading.

Accuracy in Financial Reporting

All disclosures made in financial reports and public documents filed with the U.S. Securities and Exchange Commission, or other regulatory authority and other public communications must be full, fair, accurate, timely and understandable. If you are involved in the preparation of these filings, you must work to ensure that the information contained in these filings accurately reflects Berkeley Lights' operations and financial condition.

Truth and accuracy in reporting is required. Berkeley Lights will not tolerate the creation or approval of records that are inaccurate, false, or misleading. Prohibited conduct includes:

- Inaccurately recording time for reporting purposes
- Falsifying quality, environmental or safety reports
- Processing or submitting false or inaccurate invoices
- Recording false revenue
- Understating or overstating known liabilities or assets
- Submitting inaccurate expense reports
- Altering, removing, or destroying documents except in accordance with Berkeley Lights' policies
- Approving inaccurate information for publication or other use

Consequences for providing false or misleading financial reporting are extremely serious and include imprisonment for individuals and significant fines, penalties, and expenses for the Company. You should consult with the Legal Department if you have any questions.

Social Media

We recognize that social media plays an important role in how people communicate and interact in society. When using social media and networks, we will protect proprietary and other controlled information and use good judgment.

Here are some basic rules to follow:

- If you reveal yourself as a Berkeley Lights employee, make it clear that the views expressed are yours alone and not the views of Berkeley Lights
- Do not post or discuss proprietary information, trade secrets, or confidential data
- Do not disclose nonpublic information regarding Berkeley Lights' financial performance or that might affect the price of Berkeley Lights stock or other securities
- Use common sense and always be honest, accurate and ethical
- Do not make misleading or defamatory statements about Berkeley Lights or its employees, customers, partners, or affiliates
- If you comment on any of Berkeley Lights' products or services, ensure your comments reflect your honest beliefs, identify yourself as a Berkeley Lights employee, and state that the views expressed are yours alone and do not necessarily reflect the view of Berkeley Lights

CONCLUSION:

This Code contains general guidelines for conducting the business of Berkeley Lights consistent with the highest standards of business ethics and in compliance with all applicable laws. If you have any questions about these guidelines, please contact your supervisor, the Legal Department, or the Ethics Hotline that is available 24 hours a day, 7 days a week at:

Website: www.lighthouse-services.com/berkeleylights

Hotline: English-speaking USA and Canada: 833.210.9907
Spanish-speaking USA and Canada: 800.216.1288
French-speaking Canada: 855.725.0002
Spanish-speaking Mexico: 01.800.681.5340

The Company expects all of its employees, officers, directors, consultants, and scientific advisors to adhere to these standards. This Code, as applied to the Company's principal financial officers, shall be the Company's "Code of Ethics" within the meaning of Section 406 of the Sarbanes-Oxley Act of 2002 and the rules promulgated thereunder.

This Code and the matters contained herein are not a contract of employment. The Company reserves the right to amend, supplement or discontinue this Code and the matters addressed herein, without prior notice, at any time. The most current version of this Code is available on the Company's website.