

Code of Business Conduct and Ethics

Our Board of Directors has adopted this Code of Business Conduct and Ethics ("Code"), which applies to every director, officer, employee ("AbCellerite"), and independent contractor. This Code summarizes the values of AbCellera Biologics Inc. ("AbCellera" or the "Company") and the high standards we hold ourselves to every day. This Code is intended to serve as a guide to help you answer potential legal and ethical questions that may arise and is not intended to be a comprehensive rulebook.

Making the right decision

Because this Code is not a comprehensive rulebook, a helpful framework for evaluating a situation or making a decision may be to ask the following questions:

- **Purpose**
 - Why am I doing this? Will this advance our mission?
 - Is it legal? Even if it is legal, is it the right thing to do?
- **Process**
 - Did I follow the right steps?
 - Did I consult the right experts and/or teammates?
 - Did I review all related guidelines or policies? Am I aware of the requirements for making this decision/change?
- **Perception**
 - How would this look to your peers, other AbCellerites, officers, directors, regulators, collaborators, vendors, scientific community, or the media?
 - How would this look in three to four years in the future?

If you are ever uncomfortable or doubt whether a situation is consistent with our ethical standards or complies with the law, please seek help from your supervisor, People Partner, and/or our Compliance Officer. Procedures for bringing matters to the company's attention are described below.

Standards of conduct

Compliance with laws, rules, and regulations

Everyone at AbCellera is expected to comply with the law. Of course, laws can be complex and even counterintuitive. While no one expects you to know every law, you should understand the major laws and rules



and regulations that apply to your work. Please consult our Compliance Officer if you need clarification or have any questions or concerns about your work.

While the Company desires to address matters internally, nothing in this Code should discourage you from reporting any illegal activity, including violations of securities, antitrust, environmental, or other laws and regulations, to the appropriate regulatory authority.

Conflicts of interest

We respect the rights of all AbCellerites to manage their personal affairs and investments and do not wish to intrude on their personal lives. At the same time, AbCellerites should avoid conflicts of interest when their interests may interfere with performing their duties or the Company's best interests. A conflicting personal interest could result from an expectation of personal gain now or in the future or from a need to satisfy a prior or concurrent personal obligation. We expect AbCellerites to be free from influences that conflict with the Company's best interests or might deprive the Company of its undivided loyalty in business dealings. Even the appearance of a conflict of interest where none exists can be damaging and should be avoided. Whether or not a conflict of interest exists or will exist can be unclear. Conflicts of interest are prohibited unless specifically authorized, as described below.

To help with understanding conflicts of interest, any of the following could result in a reviewable conflict of interest:

- **Conflicting employment:** You or a family member is working or consulting for a competitor or potential competitor.
- **Nepotism in employment responsibilities:** Hiring or supervising family members or others with whom you have a close, personal relationship.
- **Nepotism in business transactions:** Awarding Company business to a company owned or controlled by an AbCellerite or a member of his or her family.
- **Board Service:** As a board member or advisor for an outside company or organization.
- **Investments:** Owning or having a substantial interest in a competitor, supplier, contractor, or collaborator.
- **Gifts:** Accepting gifts, discounts, favors or services from someone from the medical community, a vendor or supplier, a contract research organization ("CRO"), a regulator, a collaborator or a competitor, unless equally available to all AbCellerites.
- **Financial donations:** Soliciting contributions for any charity or for any political candidate from any person or entity that does business or seeks to do business with AbCellera.
- **Interested-party transactions:** Taking personal advantage of AbCellera's business opportunities.

Keep in mind that these are guidelines. Conflicts of interest are fact-specific. For example, you may accept an approved gift from a vendor (as detailed herein), but if you decide to do business with that vendor without evaluating others, there could be a potential conflict of interest. When in doubt about any potential conflict of interest, contact our Compliance Officer.



If you have any questions about a potential conflict or become aware of an actual or potential conflict, and you are not an officer or director of the Company, you must discuss the matter with your supervisor or the Compliance Officer. Supervisors may only authorize conflict of interest matters or make determinations as to whether a problematic conflict of interest exists after first seeking the approval of the Compliance Officer and providing the Compliance Officer with a written description of the activity. If the supervisor is involved in a potential or actual conflict, you should discuss the matter directly with the Compliance Officer. Officers and directors must seek any authorizations and determinations from the Company's Audit Committee (the "Audit Committee") of the Board, depending on the nature of the conflict of interest. Factors that may be considered in evaluating a potential conflict of interest are, among others:

- whether it may interfere with job performance, responsibilities, or morale;
- whether the individual has access to confidential information;
- whether it may interfere with the job performance, responsibilities, or morale of others within the Company;
- any potential adverse or beneficial impact on our business;
- any potential adverse or beneficial impact on our relationships with our customers or suppliers or other service providers;
- whether it would enhance or support a competitor's position;
- the extent to which it would result in financial or other benefit (direct or indirect) to the individual;
- the extent to which it would result in financial or other benefit (direct or indirect) to one of our customers, suppliers, or other service providers; and
- the extent to which it would appear improper to an outside observer.

Loans to, or guarantees of obligations of, AbCellerites or their family members or significant others by the Company could constitute an improper personal benefit to the recipients of these loans or guarantees, depending on the facts and circumstances. Loans to Officers and Directors are prohibited. Some loans are expressly prohibited by law, and applicable law requires that the Board approve all loans and guarantees to AbCellerites. As a result, all loans and guarantees by the Company must be approved in advance by the Compliance Officer, who shall consult with the Company's Audit Committee and Board of Directors as necessary.

Scientific integrity

Our business is based on science and technology. Our business requires processes, laboratory techniques, scientific methods, and other technology that demand attention to detail, safety, and high standards of professional care. Falsification, fabrication, or plagiarism in connection with the proposal, performance or review of research, or in reporting its results, amounts to scientific misconduct when committed intentionally or with reckless disregard of accepted practices. No knowingly false, inaccurate, or misleading data should ever be recorded or reported in connection with the conduct of the Company's business including your work



for the Company. In addition, the Company's business must be conducted without knowing misappropriation or infringement of any third party's rights or intellectual property or confidential information.

Protecting information and intellectual property (IP)

The innovations you create every day are vital to our success. We expect you to understand their value and to take appropriate steps to protect them. This means disclosing to AbCellera all inventions and other IP created or improved as part of your work for us, assisting with the preparation and prosecution of patent applications, protecting confidential information, and avoiding the improper use of third-party confidential information or IP.

Animal welfare

AbCellera is committed to conducting animal research responsibly, humanely, and ethically and is dedicated to reducing, replacing, and refining animal use in in vivo applications. All animal research is performed in full accordance with institutional and applicable local and federal laws and regulations.

Clinical trial participants' rights, safety, and well-being

AbCellera is committed to conducting clinical trials that deliver safe, promising new medicines to participants. We comply with all laws and regulations related to the conduct of clinical trials. We also disclose and communicate our scientific data and results promptly and accurately, including listing clinical trial protocols on the www.ClinicalTrials.gov website. The information you disclose and review must be accurate. If you become aware of any inaccuracies or other factors that could make the disclosed information misleading, please immediately notify your supervisor and our Compliance Officer. Similarly, if you become aware of any misconduct or non-compliance with applicable laws concerning our studies or trials, please notify your supervisor and our Compliance Officer.

Manufacturing and supplier quality

Applicable local and federal laws and regulations and Good Manufacturing Practices (GMP) are the guiding principles of our manufacturing operations. AbCellera is committed to manufacturing our products with the highest quality standards. In addition, we demand that suppliers operate in compliance with local and federal laws and regulations and GMP standards, as applicable. The quality and safety of our products are ensured through regular audits and oversight activities of our supply chain.

Confidentiality

All AbCellerites must maintain the confidentiality of confidential information entrusted to them by the Company or other companies, including our suppliers and customers. We sometimes must disclose our confidential information while performing our jobs. If you need to disclose confidential information belonging to AbCellera, you first must ask our Chief Legal Officer to work with the other party to sign an approved non-disclosure agreement (NDA). In addition, you should not discuss sensitive matters or confidential information in any public place.



If a third party has disclosed confidential information to you or AbCellera under an NDA, you must comply with the terms of the NDA and limit your use of the confidential information to the specific purpose for which it was intended.

You should never attempt to obtain a competitor's confidential information improperly. This includes asking another AbCellerite to disclose confidential information they obtained while working at another company.

If you accidentally obtain another company's confidential information or from an unknown source, using the information may be unethical or illegal. You should immediately contact our Compliance Officer to determine how to proceed.

Third parties may ask you for information concerning the Company. Subject to the exceptions noted in the preceding paragraph, AbCellerites (other than the Company's authorized spokespersons) must not discuss internal Company matters with, or disseminate internal Company information to, anyone outside the Company, except as required in the performance of their Company duties and, if appropriate, after a confidentiality agreement is in place. All responses to inquiries on behalf of the Company must be made only by the Company's authorized spokespersons. If you receive any inquiries of this nature, you must decline to comment and refer the inquirer to one of the Company's authorized spokespersons. The Company's policies with respect to public disclosure of internal matters are described more fully in the Company's [Corporate Communications Policies and Procedures](#), which you will find on the AbCelleverse.

You must also abide by any lawful obligations you have to any former employer(s). These obligations may include restrictions on the use and disclosure of confidential information, restrictions on soliciting former colleagues to work at the Company, and non-competition obligations.

Retaining records

Our records and information are important assets that comprise our corporate memory and contain information critical to the continuity of our business. These documents or records include not only transaction records, but other electronic records such as e-mail, voicemail, messaging apps, and computer drives. You must manage business records and dispose of them only in the manner and timeframe established by our data retention policies. Please be especially cautious with records and information that are subject to a legal hold which may be imposed under certain circumstances such as litigation or government investigations to suspend all document- destruction procedures to preserve appropriate records. When a "legal hold" is in place, you may not alter, destroy, or discard documents relevant to the lawsuit or investigation. You will be informed directly by our Chief Legal Officer if a "legal hold" is in place.

Privacy

Protecting the privacy and security of personal information is a growing global concern. Disclosing confidential medical information is strictly prohibited in most countries, including Canada, the U.S., and Australia. During the regular course of business, you may be exposed to a person's personal medical or otherwise confidential information. You are strictly prohibited from disclosing this information other than in the narrowest way required to perform your job responsibilities.

We are accountable for protecting personal information and processing it only within the boundaries of applicable law. You must help protect the privacy of personal information, including personal health information, by following these principles:



- Comply with applicable laws and regulations of the jurisdictions in which personal information is collected and used;
- Collect and use the minimum amount of personal information necessary to achieve legitimate business purposes and keep the information only as long as necessary to achieve those purposes; and;
- Share personal information only with individuals who have a legitimate need for it and will protect it properly.

More information regarding the use and treatment of private information can be found in our Privacy Policy on the AbCelleverse, or you can contact the Privacy Officer.

Insider trading

AbCellerites who have or have access to material non-public information about the Company or other companies, including our partners because of their relationship with the Company, are prohibited by law and AbCellera policy from trading in securities of the Company or such other companies, as well as from communicating such information to others who might trade based on that information. To help ensure that all AbCellerites do not engage in prohibited insider trading and avoid even the appearance of an improper transaction, the Company has adopted an [Insider Trading Policy](#), which is available to you and can be found in the AbCelleverse or by contacting the Compliance Officer.

If you are uncertain about the constraints on your purchase or sale of Company securities or the securities of any other company that you are familiar with by your relationship with the Company, consult with the Compliance Officer before making any such purchase or sale.

Fair employment practices and anti-harassment

We are committed to providing employment opportunities for all AbCellerites and those applying to work at AbCellera. We do not discriminate in employment opportunities (such as hiring or promotions) or practices (such as discipline, compensation, or benefits) based on race, color, religion, sex, gender identity or expression, transgender status, genetics, marital or veteran status, age, national origin, ancestry, physical disability, mental disability, medical condition, pregnancy or child-birth (including breast-feeding), sexual orientation, or any other grounds protected by law. Additionally, every AbCellerite has a right to a work environment free from harassment. Harassment can include any behavior (verbal, visual, or physical) that creates an intimidating, abusive, or hostile work environment.

We will promptly address reports of discrimination or harassment. If you believe you've observed or been subjected to discrimination or harassment, you should immediately contact our Compliance Officer and your People Partner. If you wish to report these violations anonymously, please follow the procedures in our whistleblower procedures below. We will not retaliate against any AbCellerite for bringing a complaint in good faith or participating in any discussion or investigation in good faith. We will not tolerate retaliation by others. You should immediately report any concerns about retaliation to your People Partner and the Compliance Officer. See "No retaliation" below.



Honest and ethical conduct and fair dealing

All AbCellerites should endeavor to deal honestly, ethically, and fairly with the Company's suppliers, customers, competitors, and AbCellerites. Statements regarding the Company's products and services must not be untrue, misleading, deceptive, or fraudulent. You must not take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other unfair-dealing practice.

Bribery or corruption

We do not tolerate bribery or corruption, and we will not buy market access, regulatory approvals, or business or policy outcomes with money, gifts, or other perks. No potential benefit can justify damaging our integrity and reputation or the trust others place in us. All bribery is prohibited.

All AbCellerites and our business partners must comply fully with the Foreign Corrupt Practices Act (FCPA) and other applicable laws prohibiting the bribing of public officials or individuals in the private sector. These laws and our [Anti-Corruption Policy](#) prohibit offering anything of value to government officials, including people who work at the Food and Drug Administration (FDA) and other regulatory agencies, to obtain regulatory approval or to secure some other improper advantage. Also prohibited is the payment of "kickbacks," meaning offering or accepting corrupt payments and other advantages between nongovernmental persons and entities. We may not do these things directly or indirectly through a partner or third party.

That doesn't mean that all gifts are prohibited—providing or accepting occasional meals or tickets to sporting and cultural events may sometimes be appropriate. But frequent or substantial gifts can create an actual or apparent conflict of interest or illicit payment. Please refer to our [Expense, Gift, and Entertainment Guidelines](#) for more information.

Protection and proper use of corporate assets

All AbCellerites must protect the Company's assets at all times. Theft, carelessness, waste, and security breaches directly impact the Company's performance. We work hard towards a common goal, which will benefit everyone. Limited, reasonable, and customary personal use of Company assets and resources, devices and technology, including computers, telephones, email, networks, and internet access is appropriate and acceptable, provided that such Company assets are always used ethically and legally. If you use any AbCellera equipment at a location outside of our offices, you need to take precautions to protect the equipment from loss, theft, or damage. Please refer to our [Acceptable IT Use and General Information Systems Security Policy](#). All AbCellera equipment must be fully accessible to us and remains Company property, even in your possession. You have no right to privacy on Company personal equipment (including laptop computers provided to you) or to any personal information stored on that equipment. You may not use your own equipment for AbCellera work without advance permission from your supervisor and only in compliance with all policies relating to the use of such equipment.



Corporate opportunities

AbCellerites owe a duty to the Company to advance its legitimate business interests when the opportunity arises. Each AbCellerite is prohibited from:

- diverting to yourself or others any opportunities that are discovered through the use of the Company's property or information or as a result of his or her position with the
- Company unless that opportunity has first been presented to, and rejected by, the Company;
- using the Company's property or information or your position for improper personal gain; or competing with the Company.

Political contributions/gifts

Business contributions to political campaigns are regulated by federal, state, provincial, and local law in Canada, the U.S., and many other jurisdictions. All political contributions proposed using the Company's funds must be coordinated through and approved by the Compliance Officer. AbCellerites may not, without the approval of the Compliance Officer, use any Company funds for political contributions of any kind to any political candidate or holder of any national, state, or local government office. AbCellerites may make personal contributions but should not represent that they are making contributions on the Company's behalf. Specific questions should be directed to the Compliance Officer.

Gifts and entertainment

Business gifts and entertainment are meant to create goodwill and sound working relationships and not to gain improper advantage with current or potential suppliers, vendors, or partners or facilitate approvals from government officials. The exchange, as a normal business courtesy, of meals or entertainment (such as tickets to a game or the theatre or a round of golf) is a common and acceptable practice as long as it is not extravagant. Acceptance of individual gifts or entertainment greater than US\$300, needs to be cleared and reported using the Company's reporting process (further described in the Company's [Expense, Gifts, & Entertainment Guidelines](#)). This principle applies to our transactions worldwide, even where the practice is widely considered "a way of doing business." AbCellerites should not accept gifts or entertainment that may reasonably be deemed to affect their judgment or actions in the performance of their duties.

Lobbying

You must obtain approval from our Compliance Officer and our Chief Financial Officer for any work activity that requires lobbying communication with any member or employee of a legislative body or with any government official or employee in the formulation of legislation. This includes meetings with legislators or members of their staffs or with senior executive branch officials on behalf of the Company. Preparation, research, and other background activities that are done in support of such lobbying communication also require approval even if the communication ultimately is not made.



Bribes, kickbacks, and other improper payments

The Company prohibits bribes, kickbacks, or other improper payments, transfers, or receipts. No AbCellerite may offer, give, solicit, or receive any money or other item of value to obtain, retain, or direct business or bestow or receive any kind of favored treatment.

Sanctions

Sanctions can be applied to countries, government authorities, or individuals subject to embargoes imposed by applicable authorities. The Company's policy is to comply with these regulations and prohibitions even if compliance may result in losing business opportunities.

International trade controls

Many countries regulate international trade transactions, such as imports, exports, and international financial transactions and prohibit boycotts against countries or firms that may be "blacklisted" by certain groups or countries. The Company's policy is to comply with these regulations and prohibitions even if compliance may result in losing some business opportunities. AbCellerites, if applicable in their role, should learn and understand the extent to which international trade controls apply to transactions conducted by the Company. Questions may be brought to the Compliance Officer.

Accuracy of records

All AbCellerites must honestly and accurately report all business transactions. We are responsible for the accuracy of our records and reports. Accurate information is essential to the Company's ability to meet legal and regulatory obligations.

All Company books, records, and accounts shall follow all applicable regulations and standards and accurately reflect the true nature of the transactions they record. The Company's financial statements shall conform to generally accepted accounting rules and the Company's accounting policies. No undisclosed or unrecorded account or fund shall be established for any purpose. No false or misleading entries shall be made in the Company's books or records for any reason, and no disbursement of corporate funds or other corporate property shall be made without adequate supporting documentation.

Regulatory compliance

We operate in a highly regulated environment. The agencies that regulate our business include the US FDA, Health Canada, the U.S. Securities and Exchange Commission (SEC) and many other federal, provincial, and local agencies. You must comply with the regulatory requirements of these agencies to the extent applicable to our activities, and if appropriate in your role, you are expected to take an active role by being knowledgeable about all applicable laws and regulations, attending trainings, and requesting information. Please immediately report regulatory violations, suspected regulatory violations, or potentially harmful or dangerous conditions to our Compliance Officer.



Quality of public disclosures

Our periodic reports and other documents filed with the SEC, including all financial statements and other financial information, must comply with applicable federal securities laws and SEC rules. The company's policy is to provide full, fair, accurate, timely, and understandable disclosure in reports and documents filed with or submitted to the SEC and other agencies and in other public communications.

If you believe that any disclosure is materially misleading or if you become aware of any material information that you believe should be disclosed to the public, please bring this information to the attention of our Compliance Officer. If you believe that questionable accounting or auditing conduct or practices have occurred or are occurring, you should report this immediately to our Compliance Officer, or, if you wish to remain anonymous, to follow the Whistleblower procedures.

Modern slavery

Modern Slavery involves the deprivation of a person's liberty by another to exploit them for gain either personally or commercially. The Company is committed to a zero-tolerance approach towards modern slavery in its business dealings and relationships, within the Company or its supply chain.

Compliance procedures

Communication of Codes

All current AbCellerites are being given a copy of the Code. Future AbCellerites will be directed to a copy of the Code when beginning service at the Company. All AbCellerites will be expected to review and sign an acknowledgment regarding the Code annually. Updates of the Code, when adopted, will be promptly distributed. AbCellerites also can obtain a copy of the Code on the Company's website at www.abcellera.com or on the AbCelleverse.

Monitoring compliance and disciplinary action

The Company's management, under the supervision of its Board or a committee of the Board or, in the case of accounting, internal accounting controls, auditing or securities law matters, the Audit Committee, shall take reasonable steps to (i) monitor compliance with the Code, and (ii) when appropriate, impose and enforce appropriate disciplinary measures for violations of the Code.

Disciplinary measures for violations of the Code will be determined in the Company's sole discretion and may include, but are not limited to, advising, oral or written reprimands, warnings, probation or suspension with or without pay, demotions, reductions in salary, termination of employment or service, and restitution.

The Company's management shall periodically report to the Board or a committee of the Board on these compliance efforts including, without limitation, alleged violations of the Code and the actions taken with respect to violations.



Reporting concerns

We strive to maintain the highest ethical standards at AbCellera. Trust is the foundation of our team. We are committed to having a workplace in which AbCellerites can report an ethical concern free of any harassment, discrimination or retaliation. If you discover questionable, fraudulent or illegal behavior or other behavior that might violate this Code or our policies, please seek out the guidance of your supervisor or your people partner contact and report it immediately to our Compliance Officer. If you wish to report it anonymously, please refer to the [Whistleblower process](#). We will promptly investigate reports of violations of this Code or our other policies, and, if substantiated, take appropriate action to ensure consistent enforcement of this Code and our other policies.

Seeking guidance. The best starting point for AbCellerites seeking advice on ethics related issues or wishing to report potential violations of the Code will usually be a supervisor. However, if the conduct in question involves an officer or a supervisor, the matter should be raised directly with the Compliance Officer.

Communication alternatives. Any individual subject to this Code may communicate with the Compliance Officer, or report potential violations of the Code, by any of the following methods:

By e-mail to tryn.stimart@abcellera.com (the Compliance Officer) (anonymity cannot be maintained);

- In writing (which can be done anonymously as set forth below under “Anonymity”), addressed to the Compliance Officer, by mail to AbCellera Biologics Inc., 150 W 4th Ave, Vancouver, BC V5Y 1G6, Canada, Attn: Compliance Officer;
- Online at www.whistleblowerservices.com/ABCL (which may be done anonymously as set forth below under “Anonymity”); or
- By phoning and leaving a voicemail. The voicemail can be reached at (877) 458-7914 and messages can be left anonymously as set forth below under “Anonymity.”

Reporting accounting and similar concerns. Concerns or questions regarding potential violations of the Code, a Company policy or procedure or laws, rules or regulations relating to accounting, internal accounting controls, or auditing or securities law matters will be directed to the Audit Committee of the Board (the “Audit Committee”) or a designee of the Audit Committee in accordance with the procedures established by the Audit Committee for receiving, retaining, and treating complaints regarding accounting, internal accounting controls, or auditing matters. Officers and AbCellerites can also communicate directly with the Audit Committee or its designee regarding such matters by the same methods as listed above (which can be done anonymously as set forth below).

Cooperation. AbCellerites are expected to cooperate with the Company in any investigation of a potential violation of the Code, any other Company policy or procedure, or any law, rule, or regulation. Failure to cooperate, destroying evidence, providing false or misleading information, or not following instructions during the investigation (i.e. not sharing with others if directed not to share) may result in disciplinary action, including termination.

Misuse of reporting channels. AbCellerites should not use these reporting channels in bad faith or in a false or frivolous manner or to report grievances that do not involve the Code or other ethics-related issues.

Director communications. In addition to the foregoing methods, a Director can also communicate concerns or seek advice regarding this Code by contacting the Board through its Chairperson or the Chair of the Company’s Audit Committee.



Anonymity

The Company prefers that AbCellerites identify themselves when reporting suspected violations of the Code to facilitate the Company's ability to take steps to address the suspected violation, including conducting an investigation. However, the Company also recognizes that some people may feel more comfortable reporting a suspected violation anonymously.

An AbCellerite who wishes to remain anonymous may do so, and the Company will use reasonable efforts to protect confidentiality. However, if a report is made anonymously, the Company may not have sufficient information to investigate or evaluate the allegations. Accordingly, persons who report suspected violations anonymously should provide as much detail as possible to permit the Company to assess the allegation and, if deemed appropriate, conduct an investigation.

No retaliation

The Company forbids any retaliation against an AbCellerite who, acting in good faith based on a reasonable belief, reports suspected misconduct. Specifically, the Company will not discharge, demote, suspend, threaten, harass, or in any other manner discriminate against any such individual. Anyone who participates in any such conduct is subject to disciplinary action, including termination.

Safety and security

At AbCellera, we expect you to treat others fairly and respectfully and always be professional. We promote and provide a work environment free of violence, and we are committed to the safety and security of our AbCellerites and the property of the Company and of AbCellerites. We will not tolerate threats of violence, or acts of aggression, intimidation, or hostility. You may not possess firearms, other weapons, explosive devices, or dangerous substances or materials in the workplace.

You may only have legally approved drugs on the Company's premises. Alcohol consumption on the Company's premises is only allowed during Company-sponsored events. No AbCellerite may enter any laboratory or manufacturing location under the influence of alcohol or drugs. Any potentially dangerous situation must be reported immediately to our Compliance Officer. Violating safety and security procedures may lead to disciplinary action, including termination.

Waivers

No waiver of any provisions of the Code for the benefit of a director or an executive officer (which includes, without limitation, the Company's principal executive, financial, and accounting officers) shall be effective unless (i) approved by the Board or, if permitted, the Audit Committee, and (ii) if required, the waiver is promptly disclosed to the Company's security holders in accordance with applicable Canadian and U.S. securities laws and the rules and regulations of the exchange or system on which the Company's shares are traded or quoted, as the case may be.

The Compliance Officer, the Board, or, if permitted, the Audit Committee may waive the Code for others.



The Board must approve all amendments to the Code and, if required, must be promptly disclosed to the Company's securityholders in accordance with United States securities laws and NASDAQ rules and regulations.

Changes to this Code

The Company may modify or delete any part of this Code without prior notice, although we will attempt to provide AbCellerites with reasonable notice of any material change. However, your failure to read and/or acknowledge this Code doesn't exempt you from the responsibility to comply with the Code, as well as with applicable laws, regulations, and AbCellera policies. The Board must approve all changes to the Code and, if required, must be promptly disclosed to the Company's security holders in accordance with United States securities laws and NASDAQ rules and regulations.

Role of the Chief Compliance Officer

The Board has delegated day-to-day responsibility for administering and interpreting the Code to our Chief Legal Officer and Compliance Officer, or his designee (such officer or designee, the "Compliance Officer"). If the last-designated Compliance Officer has ceased to be employed by the Company, please contact the Company's Audit Committee Chairperson with any questions.

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Adopted by the Board of Directors on November 19, 2024.

Acknowledgement

I hereby acknowledge that I have read, understood, and agreed to comply with the Code of Business Conduct and Ethics of AbCellera Biologics Inc. (the "Company"). I also acknowledge that all references to "we" in this code represent all AbCellerites, including me. I also understand and agree that I will be subject to sanctions, including termination of employment, that may be imposed by the Company, in its sole discretion, for violating the Code of Business Conduct and Ethics.