



Core Documents Manual

Rev: 2021(v2)

Company Proprietary

Approvals:

A blue ink handwritten signature, appearing to be "Oliver Schacht", written over a horizontal line.

Oliver Schacht, CEO



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Please note:

This manual contains the important documents that guide daily life at OpGen across the globe. As such the documents apply to all persons associated with OpGen’s corporate entities, subsidiaries, and business units.

It is our policy that every OpGen associate acknowledge that you have received, read, and understand the contents of this manual, that you have had an opportunity to have any questions answered and that you understand the consequences of non-compliance.

Acknowledgement forms are available in the Appendix.

INTRODUCTION

OpGen (also “Company” hereinafter) is a multinational company headquartered in Rockville, Maryland USA with other major locations in Germany and Austria. Together we share a common vision that describes WHY we exist...

Our Vision: We see a world where no patient will die from life threatening, drug resistant infections and where antibiotics remain effective.

...and is focused on a common mission that defines WHAT we do ...

Our Mission: We harness the power of molecular microbiology and bioinformatics to develop diagnostic solutions that will guide clinicians how to best treat life-threatening resistant infections. We seek to dramatically improve patient outcomes by using precision medicine to guide antibiotic therapy selection and help improve antibiotic stewardship.

...and that shares and adheres to a common set of values that define HOW we work every day. These values are so intrinsic to our lives here that they literally spell our name:



Our Values

We hold ourselves to high standards based on a common purpose and shared beliefs. These values just so happen to spell our company name **O-P-G-E-N**.

OWNSHIP: We assume responsibility for our actions and are accountable for meeting commitments.

PERFORMANCE: We drive for results and impact. We seek to exceed expectations and deliver extraordinary high-quality outcomes.

GENEROSITY: We freely give of our time and resources to help others. We work best in teams where everyone contributes, and we appreciate the diversity of all people involved. We listen with an open mind, and we strive to always treat others with respect and dignity.

ENTHUSIASM: We are passionate about revolutionizing diagnostics. We thrive on innovation and strive for our pioneering solutions to be first and best-in-class.

NOW: We are empowered with a keen sense of urgency to do what our customers need. We do not embrace procrastination and inaction.

Our family is comprised of well over 100 highly educated professionals in three group companies: OpGen (USA) and its subsidiaries, Curetis GmbH (Germany) and Ares Genetics GmbH (Austria).

We develop and commercialize molecular microbiology solutions that help guide clinicians with more rapid and actionable information about life threatening infections to improve patient outcomes and decrease the spread of infections caused by multidrug-resistant microorganisms (MDROs). OpGen’s product portfolio includes Unyvero, Acuitas AMR Gene Panel and Acuitas Lighthouse, and the ARES Technology Platform including ARESdb, using NGS technology and AI-powered bioinformatics solutions for antibiotic response prediction.

This **Core Documents Manual** has been prepared to define the expected standards of behavior that are common across our company and that further define what our core values look like as they are brought to life in our day-to-day activities.

The Manual contains codes, policies, guidelines, and resources mandated by OpGen’s Board of Directors. These apply globally regardless of where in OpGen you happen to be. The documents “Proprietary Information, Inventions, Restrictive Covenants Agreement” and “The Background Check Policy” apply only to the US. Although at some points herein a US law only might be cited, your European or local law governing this matter still applies to you. But please also note that some of the US laws do apply to you as long as you are a member of the OpGen family, regardless of where in the world you are.

OpGen Core Documents	US	Germany	Austria
	Included in this Manual		
Code of Conduct	Common to all countries		
Acceptable Use of Information Systems	Common to all countries		
The Insider Trading Policy	Common to all countries		
The Whistleblower Policy	Common to all countries		
	Separate Documents		
Proprietary Information, Inventions, Restrictive Covenants Agreement	US only	Not applicable in the EU	
The Background Check Policy	US only	Not applicable in the EU	

The Appendix contains “Acknowledgement Forms” to be signed by you and placed in your HR file attesting that you have received, read, and understood each document and are aware of the



consequences of non-compliance. These forms could also be substituted by an electronic training record signed by you and placed in your HR file. If you have questions regarding your employment or any information contained in this manual, please contact your supervisor or Human Resources.

The terms of employment for our European staff are set out in your individual employment contract or 'Arbeitsverträge'. OpGen staff in the US are employed on an "at-will" basis and, as such, the employment of any of us in the US may be terminated at any time by either OpGen or the employee. In addition, no US-based employee of OpGen shall be regarded as having a contract of employment with the company unless the written contract is entered into by the Chief Executive Officer (hereinafter "CEO") of OpGen or a duly authorized representative of the CEO. This "employment at will" policy cannot be changed unless the change is specifically authorized in writing by the CEO of OpGen.

Similarly, no statement or action by OpGen, its employees or agents or any of the policies, procedures, programs, and practices of OpGen are intended to create an additional expressed or implicit contract with any of its employees beyond their current terms of employment. OpGen reserves the right to change, revise, amend, suspend, or eliminate any or all of its policies, practices, procedures, programs or benefits at any time and for any reason without notice. From time-to-time handbooks and guidelines may be issued at OpGen's discretion.

OpGen's Code of Business Conduct

I. Culture

At OpGen, as we saw above, we share a set of core values that guide how we treat others and operate as company. These values guide us so that we always do what is right in all of our interactions, communications, the way we do business, the way we treat our communities, etc. We adhere to a policy of open, direct, and informal communications, on a first name basis, always guided by the highest levels of respect for our colleagues, partners, clients, suppliers, shareholders, regulators, neighbors – anyone with whom we come in contact. Despite all of this, we are highly result and outcome oriented, and hold each other accountable for performing with excellence. We have a deep sense of urgency as well as a pioneering yet pragmatic spirit to achieve the best possible solutions for our customers and partners. We encourage calculated risk taking, recognize that honest failure is an inherent and indispensable component of an organization on the cutting edge of science and technology, and so we strive to learn from failures and share these lessons across the entire organization. Thus, we ensure that we optimize our capacity to learn and adapt, to continuously improve and attain optimal quality in all aspects of our company. This is how we create long-term value for all of our stakeholders.

II. Introduction

Desiring to see these values translated into behavior the Board of Directors (the "Board") together with the Management Team have agreed to this **Code of Business Conduct** ("Code") in order to set forth the more specific, detailed guidelines for conducting the Company's business.

This Code requires a degree of adherence that goes beyond mere legal or regulatory compliance. It calls us to the highest ethical standards in all business that we do.

The Code applies to everyone at OpGen – regardless of level, role, or location; all of our members of the Board of Directors, our officers and executives, managers and leaders, technical, operations, and support staff, sales and marketing personnel – every single one of us. It also applies to our consultants, independent contractors, and agents, and, where applicable, suppliers, third parties contracting with the Company – even visitors (when visiting more than just a day or two, as a general rule).

We will further incorporate applicable requirements from this Code in our contracts with covered suppliers and other third parties and, in such instances, the requirements imposed on employees under this Code will apply to such covered suppliers and other third parties as well.

A copy of this Code shall be given to each director, employee, consultant, and other pertinent personnel contracting with the Company.



This Code is an important part of the Company's overall compliance program as a US registered and publicly traded business. The broader OpGen compliance program contains additional compliance information, policies and procedures regarding the Company and the activities and conduct of its directors, officers, employees, consultants, and covered suppliers and other third parties.

III. Seeking Help and Information

This Code is not intended to be a comprehensive rulebook and cannot address every situation that you may face. If you feel uncomfortable about a situation or have any doubts about whether it is consistent with the Company's ethical standards or legal obligations or other expectations defined in the Code, seek help. We encourage you to contact your supervisor for help first. If your supervisor cannot answer your question, if you do not feel comfortable contacting your supervisor or you do not get a satisfactory response, contact your Human Resources executive, any of the Company officers or the Company's Whistleblower Hotline. Contact details are at the end of this Code.

IV. Reporting Violations

All directors, officers, and employees have an **affirmative duty** to report any known or suspected violation of the laws, rules, regulations, or policies that apply to the Company, this also includes violations of this Code. A failure to report may result in disciplinary action against the person(s) not reporting. Immediately report the questionable conduct to your supervisor, Human Resources executive or the Compliance Officer or via the Company's Whistleblower Hotline. Company commits to investigating your concern. All reports will be handled sensitively and with the utmost discretion. Everybody involved on Company's side will protect your confidentiality to the extent possible, consistent with law and the Company's need to investigate your concern.

It is our policy that anybody who violates this Code, or who directs or approves a violation of this Code, will be subject to appropriate discipline, which may include termination of employment or removal from the Board of Directors, as appropriate. This determination will be based upon the facts and circumstances of each particular situation. If you are accused of violating this Code, you will be given an opportunity to present your version of the events at issue prior to any determination of appropriate discipline.

V. Policy Against Retaliation

We strictly prohibit retaliation against any person who, in good faith, seeks help or reports known or suspected violations. Any reprisal or retaliation against any such person will be subject to disciplinary action, up to and including potential termination of employment or directorship.

VI. Waivers of the Code

Any waiver of this Code for our directors and executive officers may be made only by our Board of Directors and will be disclosed to the public as required by law or the rules of the NASDAQ Stock Market. Waivers of this Code for other employees, consultants, covered suppliers and other third parties may be made only by our CEO or Chief Financial Officer (hereinafter "CFO") and will be reported to the Audit Committee of our Board of Directors.

VII. Conflicts of Interest

A. Identifying Potential Conflicts of Interest

A conflict of interest can occur when your private interest interferes, or appears to interfere, with the interests of the Company as a whole. Although such conflicts of interest are not illegal or prohibited per se, we should prevent any such appearance. Therefore, you should try to avoid any private interest that influences your ability to act in the interests of the Company or that makes it difficult to perform your work objectively and effectively. Identifying potential conflicts of interest may not always be clear-cut. The following situations are examples of conflicts of interest:

- **Outside Employment.** Being employed by, serve as a director of, or provide any services to a company that you know or suspect to be a material customer, supplier, or competitor of the Company.
- **Improper Personal Benefits.** Obtaining any material as to your personal benefit or favor because of your position with the Company. Please see "Gifts and Entertainment" below (cf. XI, on page 12) for additional guidelines in this area.
- **Financial Interests.** Having a significant financial interest (ownership or otherwise) in any company that you know or suspect to be a material customer, supplier, or competitor of the Company. A "significant financial interest" means (i) ownership of greater than 1% of the equity of a material customer, supplier, or competitor or (ii) an investment in a material customer, supplier or competitor that represents more than 5% of your total assets.
- **Loans or Other Financial Transactions.** Obtaining loans or guarantees of personal obligations from, or enter into any other personal financial transaction with any company that you know or suspect to be a material customer, supplier, or competitor of the Company. This guideline does not prohibit arms-length transactions with banks, brokerage firms or other financial institutions in the ordinary course.

- **Service on Boards and Committees.** Serving on a board of directors or trustees or on a committee of any entity (whether for-profit or not-for-profit) whose interests reasonably would be expected to conflict with those of the Company.
- **Actions of Family Members.** The actions of your family members outside the workplace may also give rise to the conflicts of interest described above because they may influence your objectivity in making decisions on behalf of the Company. For purposes of this Code “family members” include your spouse or life-partner, brothers, sisters and parents, in-laws, and children whether such relationships are by blood or adoption.
- **Material Customers and Suppliers.** For purposes of this Code, a company is a “material” customer or supplier respectively, if the Company has made payments to or received payments from this company in the past year in excess of the lesser of \$120,000, or one percent (1%) of the average of the Company’s total assets at year-end for the last two completed fiscal years, or if you know that company is reasonably likely to make payments to the Company in excess of such amount in the coming year. If you are uncertain whether a particular company is a material customer or supplier, please contact a principal financial officer for assistance.

Conflict of interest issues concerning the members of the Company’s Board of Directors will be addressed by the Company’s Audit Committee directly.

B. Disclosure of Conflicts of Interest

We require you to disclose any situation that reasonably would be expected to give rise to a conflict of interest. If you suspect that you could have a conflict of interest, or something that others could reasonably perceive as such, you must report it in writing to your supervisor or to your Human Resources executive, or if you are a director, to the Company’s Audit Committee. Your supervisor, Human Resources executive, or the Audit Committee if you are a director, will work with you to determine whether you have a conflict of interest and, if so, how best to address it. A conflict of interest may be waived only after full disclosure as described in “Waivers of the Code” above.

VIII. Corporate Opportunities

You have to advance the Company’s interests when the opportunity to do so arises. If you discover or are presented with a business opportunity through the use of corporate property or information or because of your position with the Company, you should first present the business opportunity to the Company before pursuing the opportunity in your individual capacity. No employee or director may use corporate property, information or his or her position with the Company for personal gain or should compete with the Company while employed by or providing

services to us. You should disclose to your supervisor the terms and conditions of each business opportunity covered by this Code that you wish to pursue. Your supervisor will contact an Executive Committee (hereinafter “EC”) member and other appropriate management personnel to determine whether the Company wishes to pursue the business opportunity. If the Company waives its right to pursue the business opportunity, you may pursue the business opportunity on the same terms and conditions as originally proposed and consistent with the other ethical guidelines set forth in this Code; *provided* that any pursuit of such business opportunity shall not interfere in any way with or otherwise interrupt your work, duties and responsibilities as an employee or director of the Company.

IX. Confidential Information

A. Company Information

You have access to a variety of confidential, proprietary information while being employed by or working for the Company. Confidential information includes all non-public information that might be of use to competitors, or, if disclosed, harmful to the Company or its customers. You have a duty to safeguard all confidential information of the Company or third parties with which the Company conducts business, except when disclosure is authorized or legally mandated. Your obligation to safeguard our confidential information continues after you leave the Company. Unauthorized disclosure of confidential information could cause competitive harm to the Company or its customers and could result in legal liability to you and the Company. Any questions or concerns regarding whether disclosure of Company information is legally mandated should be promptly referred to your supervisor, your Human Resources executive or other Company officer.

B. Personal Information of Employees and Customers

Regardless of the location the Company always aims to protect the privacy and security of its directors, employees, and customers. We treat personal and private information with the appropriate confidentiality. Therefore, you should only have access to information on a need-to-know basis and should use this kind of information only for the purposes for which it was provided.

Nowadays data protection and security is a widely regulated field as well in the US as in Europe or the rest of the world. Not only the “EU Datenschutzgrundverordnung” and the respective local data protection laws in Germany and Austria impose certain obligations with regard to privacy and security on us, but as a provider of diagnostic testing products, the Company and every individual member of the OpGen family handling such information, must comply with certain provisions of the US Health Insurance Portability and Accountability Act of 1996 (“HIPAA”). We are required to keep confidential and protect the privacy and security of the protected health

information, or “PHI”, of each patient that becomes directly or indirectly involved with us. To ensure compliance with the applicable data protection and security laws the Company has developed specific policies and training programs for you to familiarize yourselves with. You shall report any known or (in good faith) suspected breach of privacy or security immediately to your supervisor (regarding PHI) or in general to the Company’s Human Resource executive or other executive officer, which in Europe would be the internal data protection officer.

X. Competition and Fair Dealing

We endeavor to deal fairly with fellow employees and with the Company’s customers, suppliers, and competitors. Integrity of the Company starts with the integrity of each and every single employee and member of the Board of Directors. We must be aware of applicable laws, regulations, and internal policies that the Company has adopted as a benchmark for integrity.

A. General Guidelines:

We are committed to dealing with all third parties fairly, honestly and with integrity. Specifically, you should keep the following guidelines in mind when representing the Company to a third party:

- Do not take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other unfair-dealing practice.
- Information we supply should be accurate and complete to the best of our knowledge. You should never deliberately misrepresent information about our products or the Company.
- You should always be cognizant of the potential confidential nature of the Company’s information and should take appropriate precautions to protect it.
- Do not provide or accept entertainment or other benefits that could be viewed as an inducement to or a reward for purchase decisions. Please see “Gifts and Entertainment” below (cf. XI, on page 12) for additional guidelines in this area.
- Handle any non-public information of our vendors, suppliers, and others with whom we have a relationship responsibly and in accordance with our agreements with them, including information regarding technology and products.
- Do not unlawfully obtain or use the materials, products, intellectual property, proprietary or nonpublic information or other assets of anyone, including our suppliers and competitors.

B. Relationships with Customers:

Our business success depends upon our ability to foster lasting customer relationships. The Company is committed to dealing with customers fairly, honestly and with integrity. Specifically, you should keep the following guidelines in mind when dealing with customers:

- Information we supply to customers should be accurate and complete to the best of our knowledge. You should not deliberately misrepresent information to customers.
- You should not refuse to sell, service, or maintain products the Company has produced simply because a customer is buying products from another supplier.
- Customer entertainment should not violate any federal or state law and not exceed reasonable and customary business practice. You should not provide entertainment or other benefits that could be viewed as an inducement to or a reward for customer's purchase decision. Please see "Gifts and Entertainment" below (cf. XI, on page 12).

C. Relationships with Suppliers:

The Company deals fairly and honestly with its suppliers. This means that our relationships with suppliers are based on price, quality, service, and reputation, among other factors. Employees dealing with suppliers should carefully guard their objectivity. Specifically, you should not accept or solicit any personal benefit from a supplier or potential supplier that might compromise, or appear to compromise, your objective assessment of the supplier's products and prices. You can offer or accept promotional items of nominal value or moderately scaled entertainment within the limits of responsible and customary business practice. Please see "Gifts and Entertainment" below (cf. XI, down below) for additional guidelines in this area.

D. Relationships with Competitors:

The Company is committed to free and open competition in the marketplace. You should avoid actions that would be contrary to laws governing competitive practices in the marketplace, including any antitrust laws. Such actions include, but are not limited to, price fixing, monopolies, or allocation of business. For further discussion of appropriate and inappropriate business conduct with competitors, see "Anti-Competitive Conduct" below (cf. XXIII, on page 19).

XI. Gifts and Entertainment

Notice: In addition to the provisions in this Code, the Company, its employees, directors, and consultants who deal with customers or business partners who are in a position to refer any patients for Company's products and services payable under any federal payer program in the US are also subject to additional restrictions under federal and state laws.

A. General Requirements

Appropriate business gifts and entertainment are welcome courtesies designed to build relationships and understanding among business partners. Gifts and entertainment, however, should not compromise, or appear to compromise, your or your counterparty's ability to make objective and fair business decisions. As a general rule, you may give or receive gifts or entertainment to or from customers or suppliers only if the gift or entertainment would not be viewed as an inducement to or reward for any particular business decision. All gifts and entertainment expenses should be properly accounted for on expense reports. If there is any question as to what is appropriate, contact your supervisor or your Human Resource executive for additional guidance.

You may not offer any gifts and entertainment under any circumstances to or with any (domestic or foreign) government officials or employees. If you have any questions about this policy, contact your supervisor, your Human Resources executive or any Company officer for additional guidance. For a discussion of special considerations applicable to dealing with governments, see "Interactions with Government" below (cf. XVIII, on page 17).

You must be particularly careful that gifts and entertainment are not construed as bribes, kickbacks, or other improper payments. See sections "Anti-Competitive Conduct" (cf. XXIII, on page 19) and "Compliance with Bribery Laws" (cf. XXIV, on page 21) below regarding a discussion about giving or receiving gifts related to business transactions.

- **Meals and Entertainment.** You may occasionally accept or give meals, refreshments, or other entertainment if: (i) the items are of reasonable value; (ii) a primary purpose of the meeting or attendance at the event is business related; (iii) the expenses would be paid by the Company as a reasonable business expense if not paid for by another party; and (iv) no foreign or domestic government officials or employees are the beneficiaries. Except when pre-approved by a Company executive officer, the Company will not pay or reimburse you if there were only Company employees participating in the occasion.
- **Advertising and Promotional Materials.** You may occasionally accept or give advertising or promotional materials of nominal value.
- **Personal Gifts.** With the exception of personal gifts to or from foreign or domestic government officials or employees, you may accept or give personal gifts of reasonable value that are related to recognized special occasions such as a graduation, promotion, new job, wedding, retirement, or a holiday. A gift is also acceptable if it is based on a family or personal relationship and unrelated to the business involved between the individuals. Just for clarification, such a gift will not be paid for or reimbursed by the

Company. Please contact your supervisor or a principal financial officer for approval before accepting or giving personal gifts.

- **Gifts Rewarding Service or Accomplishment.** You may accept a gift from a civic, charitable, or religious organization specifically related to your service or accomplishment.

You should make every effort to refuse or return a gift that is beyond these permissible guidelines. If it would be inappropriate to refuse a gift or you are unable to return a gift, you should promptly report the gift to your supervisor. Your supervisor will bring the gift to the attention of your Human Resource executive, who may require you to donate the gift to an appropriate community organization. If you have any questions about whether it is permissible to accept a gift or something else of value, contact your supervisor, your Human Resource executive, or any Company executive officer for additional guidance.

XII. Company Records

Accurate and reliable records are crucial to our business. Our records are the basis of our earnings statements, financial reports, regulatory obligations, governance requirements and many other aspects of our business and guide our business decision-making and strategic planning. Company records include payroll, timecards, travel and expense reports, e-mails, accounting and financial data, measurement and performance records, electronic data files, personnel records, records relating to our intellectual property, product development and collaborations and all other records maintained in the ordinary course of our business.

All Company records must be complete, accurate and reliable in all material respects. You shall consult with your supervisor to determine the retention requirements for the documents you are creating or records within your control.

XIII. Protection and Use of Company Assets

We have to protect Company's assets and ensure their efficient use for legitimate business purposes only. Theft, carelessness, and waste have a direct impact on the Company's profitability. The use of Company funds or assets, whether or not for personal gain, for any unlawful or improper purpose is prohibited. To ensure the protection and proper use of the Company's assets, please

- Exercise reasonable care to prevent theft, damage, or misuse of Company property;
- Report the actual or suspected theft, damage, or misuse of Company property to your supervisor;

- Use the Company's telephone system, other electronic communication services, written materials, and other property primarily for business-related purposes;
- Safeguard all electronic programs, data, communications, and written materials from inadvertent access by others; and
- Use Company property only for legitimate business purposes, as authorized in connection with your job responsibilities.

You should be aware that Company property includes all data and communications transmitted or received to or by, or contained in, the Company's electronic or telephonic systems. Company property also includes all written communications. All OpGen users situated in the US should have no expectation of privacy with respect to these communications and data. To the extent permitted by law, the Company has the ability, and reserves the right, to monitor all electronic and telephonic communication in the US. These communications may also be subject to disclosure to law enforcement or government officials.

XIV. Accuracy of Financial Reports and Other Public Communications

As a public reporting company, OpGen is subject to various securities laws, regulations and reporting obligations requiring the disclosure of accurate and complete information regarding the Company's business, financial condition, and results of operations. Inaccurate, incomplete, or untimely reporting can severely damage the Company and may not only result in legal liability for the Company but maybe even for you when doing so.

The Company's EC, CFO and other employees working in the Finance Department have a special responsibility to ensure that all of our financial disclosures are full, fair, accurate, timely and understandable. These employees must understand and strictly comply with generally accepted accounting principles and all standards, laws, and regulations for accounting and financial reporting of transactions, estimates and forecasts.

XV. Political Contributions and Activities

The Company encourages you to participate in the political process of your own country as individuals and on your own time. However, it is Company policy that Company funds or assets are not to be used to make a political contribution to any political party or candidate unless prior approval has been given by our EC. The following guidelines are intended to ensure that any political activity you pursue complies with this policy:

- **Contribution of Funds.** You may contribute your personal funds to political parties or candidates. The Company will not reimburse you for personal political contributions.

- **Volunteer Activities.** You may participate in volunteer political activities during non-work time. You may not participate in political activities during working hours.
- **Use of Company Facilities.** The Company's facilities generally may not be used for political activities (including fundraisers or other activities related to running for office). However, the Company may make its facilities available for limited political functions, including speeches by government officials and political candidates, with the approval of our CEO when it comes for OpGen, or the managing directors of the respective subsidiaries.
- **Use of Company Name.** When you participate in political affairs, you should be careful to make it clear that your views and actions are your own, and not made on behalf of the Company. For instance, Company letterhead or company email address / footers may not be used to send out personal letters in connection with political activities.

XVI. Advertising

All advertising and marketing materials should be approved under the Company's sales and marketing materials policies and procedures, which include review and approval procedures. Advertising and marketing materials should be truthful and contain no misrepresentations or deceptive information.

XVII. Compliance with Laws and Regulations in General

Always remember that your actions represent the Company, and if your actions do not comply with the law or with this Code, it may result in serious consequences for both you and the Company. You may not only expose yourself to substantial civil damages, criminal fines and may be even prison terms, but the Company may also face substantial fines and penalties and may incur damage to its reputation and standing in the community.

Without limitation, laws that we must comply with are laws covering the development, testing, approval, manufacture, marketing and sale of our products, fraud and abuse, anti-kickback and false claims, copyrights, trademarks and trade secrets, information privacy, illegal political contributions, antitrust prohibitions, bribery, foreign corrupt practices, offering or receiving gratuities, environmental hazards, employment discrimination or harassment, occupational health and safety or misuse of corporate assets. The specific requirements of these laws and regulations can be obtained from the local Human Resources or legal department as the case may be.

It is your responsibility and you are expected to understand and comply with all laws, rules and regulations that apply to your job. If any doubt exists about whether a course of action is lawful, you should seek advice from your supervisor, your Human Resource team or internal legal counsel.

XVIII. Interactions with Government(s)

The Company may conduct business with any kind of government, limited not only to the US but also including foreign governments of many other countries. The Company is committed to conducting its business with all governments and their representatives with the highest standards of business ethics and in compliance with all applicable laws and regulations, including the special requirements that apply to communications with governmental bodies that have regulatory authority over our products and operations. In your interactions with the government, you shall:

- Be forthright and candid at all times.
- Not intentionally misstate or omit any material information from any written or oral communication with the government.
- Ensure that all required written submissions are made to the government and are timely, and that all written submissions, whether voluntary or required, satisfy applicable laws and regulations.
- Not offer or exchange any gifts, gratuities or favors with, or pay for meals, entertainment, travel, or other similar expenses for, government officials or employees.

If your job responsibilities include interacting with a government, you are expected to understand and comply with the special laws, rules and regulations that apply to your job position as well as with any applicable standard operating procedures that the Company has implemented. If any doubt exists about whether a course of action is lawful or appropriate, you should seek advice immediately from your supervisor or your Human Resource executive.

XIX. Government Investigations

The Company has a legal duty to respond to reasonable requests for information from the government, whether related to audits, investigations, or litigation. You should notify the EC immediately upon receipt of a request for information, subpoena, or search warrant **before** responding, in order to ensure that any disclosure of information does not violate the patients' rights to privacy, the rights of employees, confidentiality agreements with vendors and business partners and certain other legal protections.

XX. Compliance with Fraud and Abuse Laws

The Company is committed to conducting its business in a lawful and ethical manner. Violations of fraud and abuse laws may not only subject the Company to criminal and civil penalties but also you yourselves. Company does not tolerate such violations. If you suspect such a violation you must report it immediately, in good faith, to your supervisor, your Human Resource executive or

any Company executive officer. Reports may also be made on an anonymous basis and be documented and investigated promptly by the Company

The Company already is not only subject to US federal and state laws but also in countries where we have subsidiaries and we may become subject to even further laws, that address fraud, abuse, and also waste in government programs in other countries we do business. To make things even more complicated, please note that some of the US laws also apply to you when situated outside the US. This requires the Company to raise awareness with all employees, including management, and its contractors and agents regarding those laws and their role in preventing and detecting fraud, abuse and waste

In the US, for instance, False Claims Laws are intended to combat fraud and abuse in federal health care programs, such as Medicare and Medicaid or alike. These laws allow the government, and in some cases, even private individuals, to bring civil actions against healthcare providers to recover damages and penalties when providers submit fraudulent or false claims to the government. There are many different types of false claims and not only in the US. Examples include, but are not limited to:

- overcharging the government program;
- charging for services that were never performed;
- providing less than what was promised;
- providing unnecessary services;
- misrepresenting the services provided; or
- billing for services provided by an unlicensed or unqualified provider.

Laws that address such false claims also provide protections for individuals who, in good faith, report fraud and waste to the government (“whistleblower(s)”). No retaliation, be it by employers or collaborators of a whistleblower is tolerated by law and the Company is fully committed to this principle.

XXI. Compliance with Insider Trading Laws

No matter where in the world you are situated, you are prohibited from trading in Company’s securities (stock or otherwise) while in possession of material, non-public information about the Company or its affiliates and subsidiaries. In addition, you are prohibited from recommending, “tipping” or suggesting that anyone else buy or sell the Company’s securities on the basis of such information. The same applies to you, if you should obtain material non-public information about another company in the course of your duties. Violation of insider trading laws is not a minor,

but a criminal offence and can result in severe fines and criminal penalties, and will result in disciplinary action by the Company, up to and including termination of employment or directorship.

The Insider Trading Policy is considered an OpGen Core Document. Every OpGen director, employee, consultant etc., regardless of role or location is required to read carefully and observe this policy. Please inform your supervisor or Human Resources if you do not have a copy of our Insider Trading Policy and/or have not received respective training.

XXII. Public Communications and “Regulation FD”

A. Public Communications Generally

The Company places a high value on its credibility and reputation in the community. What is written or said about the Company in the news media and investment community directly impacts our reputation, positively or negatively. Our policy is to provide timely, accurate and complete information in response to public requests (media, analysts, etc.), consistent with our obligations to maintain the confidentiality of competitive and proprietary information and to prevent selective disclosure of market-sensitive financial data. To ensure compliance with this policy, please direct all news media or other public requests for information regarding the Company to the Company’s CEO or CFO or respective EC members. They will work with the appropriate personnel to evaluate and coordinate a response to the request.

B. Compliance with Regulation FD

The Company is required to comply with a rule under the US federal securities laws referred to as Regulation FD (which stands for “fair disclosure”). Regulation FD provides that, when we disclose material, non-public information about the Company to securities market professionals or stockholders (where it is reasonably foreseeable that the stockholders will trade on the information), we must also disclose the information to the public. “Securities market professionals” generally include analysts, institutional investors, and other investment advisors.

XXIII. Anti-Competitive Conduct

Antitrust laws are designed to protect consumers and competitors against unfair business practices and to promote and preserve competition.

Our policy is to compete vigorously and ethically while complying with all antitrust, monopoly, competition or cartel laws in all countries, states, or localities in which the Company conducts business. You should consult your internal legal department with any questions you may have concerning compliance with these laws. The following is a summary of actions that are violations of antitrust laws which you have to avoid:

- **Price Fixing.** Agreeing with competitors to raise, lower or stabilize prices or any element of price, including discounts and credit terms.
- **Limitation of Supply.** Agreeing with competitors to limit its quantity or type of production or restrict the supply of its services.
- **Allocation of Business.** Agreeing with competitors to divide or allocate markets, territories or customers.
- **Monopolies.** Any behavior that can be construed as an attempt to monopolize.
- **Boycott.** Agreeing with competitors to refuse to sell or purchase products or services from or to third parties. In addition, we may not prevent a customer from purchasing or using non-Company products or services.
- **Tying.** Requiring a customer to purchase a product or service that it does not want as a condition to the sale of a different product or service that the customer does wish to purchase.
- **Price Discrimination.** We may under some circumstances be prohibited from charging similarly situated customers different prices for the same good or service. Please consult with the Company's CFO before undertaking any such pricing programs.

A. Meetings with Competitors

You should exercise extreme caution in meetings with competitors. Any meeting with a competitor may give rise to the appearance of impropriety. As a result, if you are required to meet with a competitor for any reason, you should obtain the prior approval of our EC or respective managing director. You should try to meet with competitors in a closely monitored, controlled environment for a limited period of time. The contents of your meeting should be fully documented. Specifically, you should avoid any communications with a competitor regarding:

- Prices;
- Costs;
- Market share;
- Allocation of sales territories;
- Customer collaborations and development projects;
- Profits and profit margins;
- Supplier's terms and conditions;
- Product or service offerings;
- Terms and conditions of sales;
- Production facilities or capabilities;
- Bids for a particular contract or program;

- Selection, retention or quality of customers;
- Distribution methods or channels;
- Marketing strategies;
- Future development plans or product roadmaps; and
- Other subjects relating to or affecting the production or sale of products and services to existing or prospective customers.

B. Professional Organizations and Trade Associations

You should be cautious when attending meetings of professional organizations and trade associations. Competitors will be present as well. Attending meetings of professional organizations and trade associations is both legal and proper, if such meetings have a legitimate business purpose. At such meetings, you should not discuss any competitively sensitive information which includes the points listed above under A when meeting with competitors. You are required to notify your supervisor, a principal financial officer or respective managing director prior to attending any meeting of a professional organization or trade association.

XXIV. Compliance with Bribery Laws

We are subject to a number of laws that prohibit bribery and corrupt business practices. Among these are the US Foreign Corrupt Practices Act of 1977 (“FCPA”), the Sunshine Act in the US and various Sections of the German as well as the Austrian Criminal Code (*Strafgesetzbuch*) and related laws of other countries in which the Company does or is about to do business.

We are fully committed to carrying out our business in a fair, honest, and open manner, and recognize the benefits that a zero-tolerance policy towards bribery has on our corporate reputation and relationships with our customers and business partners.

It is prohibited to offer or give away money or any other item of value to win or retain business or to influence any act or decision of a (potential) business partner, completely irrespective of the business partner being a governmental official, political party, candidate for political office or official of a public international organization or just a salesman or purchaser of a privately organized customer or supplier of ours. Same applies the other way round for us/you being offered something of value.

Please report any gifts and payments greater than USD 10.00 you made on behalf of OpGen to Physicians and Hospitals internally to the Quality and Regulatory department to allow for a correct filing according to the Sunshine Act.

Violation of any of these bribery laws is a crime that can result in severe fines and even criminal penalties, and will entail disciplinary action by the Company, up to and including termination of employment, the directorship or consulting engagement, as appropriate.

XXV. Export Laws

In general, anything we ship out of the United States must be covered by an export license. There are certain statutory general licenses which allow us to export some products without a specific license. The EU, however, decided to take the opposite approach - unless forbidden or regulated, it is allowed.

Export control regulations are, however, quite complex and differ for companies located in the US and abroad. If you have questions regarding import/export laws, contact your supervisor, internal legal counsel or the Company's EC members or managing directors.

XXVI. Environment, Health and Safety

We are committed to providing a safe and healthy working environment to you and to avoiding adverse impact and injury to the environment and the communities in which we do business. To avoid unpleasant consequences for the Company, but also for yourself, you must comply with all applicable environmental, health and safety laws, regulations, and respective Company standards. You should contact your Human Resources executive if you have any questions about the laws, regulations and policies that apply to you.

You should strive to conserve resources and reduce waste and emissions through recycling and other energy conservation measures. You have a responsibility to promptly report any known or suspected violations of environmental laws or any events that may result in a discharge or emission of hazardous materials.

We are committed not only to comply with all relevant health and safety laws, but also to conduct business in a manner that protects your safety. So, please comply with all the applicable health and safety laws, regulations, and policies relevant to your position, as they are meant to protect you. If you should have a concern about unsafe conditions or tasks that present a risk of injury to you or your collaborators, please report these concerns immediately to your supervisor or your Human Resources executive.

XXVII. Fair Dealings

We not only pursue fair employment practices but encourage a diverse workforce. With your diversity come unique ideas, viewpoints, talents, and values that directly contribute to our success.

We respect the personal dignity, privacy, and personal rights of every individual. Consistent with our values and with the laws of the countries in which we operate, we do not tolerate discrimination against anyone on the basis of gender, race, ethnic background, religions, age, disability, sexual orientation, sexual or gender identity, veteran status, or world view. We do not



tolerate offensive behavior directed at anyone. These principles extend not only to all decisions by the Company but to our peer-to-peer interactions as well.

You shall comply with all applicable labor and employment laws, including anti-discrimination laws and laws related to freedom of association and privacy. You should contact Human Resources Department if you have any questions about the laws, regulations and policies that apply to you. For more information about the Company's employment policies, including procedures for specific situations, please consult your Human Resource executive. In parts of the Company that produce an Employee Handbook, you can find more information in there.

A. Harassment and Discrimination

We are committed to providing equal opportunity and fair treatment to all individuals on the basis of merit, without discrimination because of race, color, religion, national origin, sex (including pregnancy), sexual orientation, sexual or gender identity, age, disability, veteran status or other characteristics protected by law. We all have the right to work in an environment free from harassment. Harassment is a form of discrimination that consists of unwelcome behavior that has the purpose or effect of creating an intimidating, hostile or offensive work environment. It may come in many forms. It may include, but be not limited to, offensive sexual flirtations, unwanted sexual advances or propositions, verbal abuse, sexually or racially degrading words, or the display in the workplace of sexually suggestive or racially degrading objects or pictures.

We strictly prohibit harassment in any form, whether physical or verbal and whether committed by management, supervisors, non-supervisory personnel, or any other employee.

If you have any complaints about discrimination or harassment, report such conduct to your supervisor or the Human Resources Department. All complaints will be treated with sensitivity and the utmost discretion. Your supervisor, the Human Resources Department, and the Company itself will protect your confidentiality to the extent possible, consistent with law and the Company's need to investigate your concern. Where our investigation uncovers harassment or discrimination, we will take prompt corrective action, which may include disciplinary action by the Company, up to and including, termination of employment or directorship. We strictly prohibit retaliation against any person who, in good faith, files a complaint.

Any member of management who has reason to believe that an employee has been the victim of harassment or discrimination or who receives a report of alleged harassment or discrimination is required to report it to the Human Resources Department immediately.

B. Alcohol and Drugs

We are committed to maintaining a drug-free workplace. While on duty or on the premises of the Company drinking alcoholic beverages is prohibited, except at specified Company-sanctioned



events, also possessing, using, selling, or offering illegal drugs and other controlled substances is prohibited under all circumstances. Likewise, you are prohibited from reporting for work, or driving a Company vehicle or any vehicle on Company business, while under the influence of alcohol or any illegal drug or controlled substance.

C. Violence Prevention and Weapons

Your safety and security are vitally important. We will not tolerate violence or threats of violence in, or related to, the workplace. If you should experience, witness, or otherwise become aware of a violent or potentially violent situation that occurs on the Company's property or affects the Company's personnel or business you must immediately report the situation to your supervisor or the Human Resources Department.

We do not permit any individual to have weapons of any kind on Company property or in vehicles, while on the job or off-site while on Company business. This is true even if you have obtained legal permits to carry weapons or if this should be generally allowed by respective state law.

XXVIII. Conclusion and Questions

This Code contains our general guidelines for conducting the business of the Company. The Company expects all of its directors, officers, other employees and consultants to adhere to these standards. Failure to comply with the Code could result in severe consequences for the Company and for any non-compliant addressee.

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 neither a contract of employment nor a guarantee of continuing employment or retention by the Company. 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. All Company directors, officers, and other employees are required to sign a copy of the Code and disclose any conflicts of interest upon initial employment or election and annually thereafter.

Key Contacts

All questions concerning this Code or concerning a matter that may implicate the Code may be directed to your Human Resource teams or internal legal counsel.

For OpGen US:

- Human Resources Executive
- Tel: +1 (240) 813 1276
- EM: HREXEC@opgen.com

- Chief Financial Officer
- Tel: +1 (240) 813 1273
- EM: CFO@opgen.com

For Curetis & Ares Genetics:

- Head of Human Resources
- Tel: +49 (0) 7031 49195-15
- EM: HREXEC@curetis.com

- General Legal Counsel
- Tel.: +49(0) 7031 49195-49
- EM: LegalCounsel@curetis.com

- Managing Director
- Tel.: +43 (0)1 361 8880 10
- EM: ManagingDirector@ares-genetics.com

You may also call our **Whistle Blower hotline.**

- for the US: +1 (855) 863 4472
- for Germany: +49 (0)800 010 3918 or +1 (720) 587 0710
- for Austria: +1 (720) 587 0710

Acceptable Use of Information Systems

OpGen Group provides and maintains its general computing services (provision of hardware, software and internet access, cell phone if applicable) to support our Company's Mission and to provide you with the necessary business tools and an efficient and effective way of communication. Therefore, you are encouraged to use these services. But beware, inappropriate usage, especially of the internet, may place you, the Company and others at risk. Your access to these services is granted on a presumption that every user will act responsibly by preserving their security, confidentiality, availability, and integrity.

All company-supplied technology (any hardware, software, and communication services) belongs to the Company at all times and regardless of location, and you must handle it with appropriate care and diligence.

Use of Company's IT systems is permitted only as long as there is no violation of provisions of law involved, the functionality and availability of IT systems for business purposes is not impaired, no private commercial, political or ideological objectives are pursued in your communication, and no additional costs are incurred by Company.

Retrieving, offering, saving or disseminating illegal content, especially such that violates criminal law, data confidentiality law, personal privacy law, license, trademark or copyright law, as well as any content that is harmful to business, political, discriminatory, racist, sexist, pornographic, or defamatory is strictly prohibited.

Your primary use of Company communication and IT systems has to be business related. However, an occasional and, in proportion to business use, insignificant private use is permitted, but the above restrictions also apply.

Due to country specifics, there are further rules and guidelines affecting you and your individual group company. For the US you can find such further rules and guidelines as part of the Quality Management System under "POL-INT-02 Information Technology Acceptable Use Policy" and regarding Curetis and Ares as articles 5 and 6 in the "Employee Handbook".

NOTE: Violation of any of the above rules and guidelines as well as the company specific policies can lead to disciplinary action, up to and including dismissal, not to mention possible criminal or civil consequences.

Questions regarding the use of the Internet or E-mail

If you have questions regarding the appropriate use of the Computer, Internet or E-mail policy, contact Information Technology management or Human Resources or internal legal counsel.

INSIDER TRADING POLICY

I. Purpose

This Insider Trading Policy (the “Policy”) provides guidelines with respect to transactions in the securities of OpGen, Inc. (the “Company”) and the handling of confidential information about the Company and the companies with which the Company does business. The Company’s Board of Directors has adopted this Policy to promote compliance with federal and state securities laws that prohibit certain persons who are aware of material nonpublic information about a company from: (i) trading in securities of that company; or (ii) providing material nonpublic information to other persons who may trade on the basis of that information.

II. Persons Subject to the Policy

This Policy applies to all officers, all members of the Board of Directors and all employees of the Company and its affiliates and subsidiaries. The Company may also determine that other persons should and will be subject to this Policy, such as contractors or consultants who have access to material nonpublic information.

This Policy also applies to your family members who reside with you (including a spouse, a child, a child away at college, stepchildren, grandchildren, parents, stepparents, grandparents, siblings and in-laws), anyone else who lives in your household, and any family members who do not live in your household but whose transactions in the Company’s securities (collectively referred to in this Policy as “Company Securities”) are directed by you or are subject to your influence or control, such as parents or children who consult with you before they trade in Company Securities (collectively referred to as “Family Members”). You are responsible for the transactions of these other persons and therefore should make them aware of the need to confer with you before they trade in Company Securities, and you should treat all such transactions for the purposes of this Policy and applicable securities laws as if the transactions were for your own account. This Policy does not, however, apply to personal securities transactions of Family Members where the purchase or sale decision is made by a third party not controlled by, influenced by or related to you or your Family Members.

III. Transactions Subject to the Policy

This Policy applies to transactions in Company Securities, including (but not limited to) the Company’s common stock, options to purchase common stock, preferred stock, convertible debt and warrants, or any other type of securities that the Company has or may issue, as well as derivative securities that are not issued by the Company, such as exchange-traded put or call options or swaps relating to the Company Securities. In addition, this Policy applies to transactions in securities of other companies as described below in more detail under the heading “Statement of Policy.”

This Policy applies to transactions by any entities that you influence or control, including any corporations, partnerships or trusts (collectively referred to as “Controlled Entities”), and



transactions by these Controlled Entities should be treated for the purposes of this Policy and applicable securities laws as if they were for your own account.

IV. Individual Responsibility

Persons subject to this Policy have ethical and legal obligations to maintain the confidentiality of information about the Company and to not engage in transactions in Company Securities while in possession of material nonpublic information. Each individual is responsible for making sure that he or she complies with this Policy, and that any Family Members or Controlled Entities whose transactions are subject to this Policy, as discussed below, also comply with this Policy. In all cases, the responsibility for determining whether an individual is in possession of material nonpublic information rests with that individual, and any action on the part of the Company, the legal counsel to the Company or any other employee or director pursuant to this Policy (or otherwise) does not in any way constitute legal advice or insulate an individual from liability under applicable securities laws. You could be subject to severe legal penalties and disciplinary action by the Company for any conduct prohibited by this Policy or applicable securities laws, as described below in more detail under the heading "Consequences of Violations."

V. Statement of Policy

It is the policy of the Company that no person subject to this Policy, who is aware of material nonpublic information relating to the Company may, directly, or indirectly through family members or other persons or entities:

1. engage in transactions in Company Securities, except as otherwise specified in this Policy under the headings "Transactions Not Subject to the Policy," "Transactions Not Involving a Purchase or Sale" and "Rule 10b5-1 Plans;"
2. recommend the purchase or sale of any Company Securities;
3. disclose material nonpublic information to persons within the Company, also including its affiliates and subsidiaries, whose jobs do not require them to have that information, or outside of the Company and its affiliates and subsidiaries to other persons, including, but not limited to, family, friends, business associates, investors and expert consulting firms, unless any such disclosure is made in accordance with the Company's policies regarding the protection or authorized external disclosure of information regarding the Company; or
4. assist anyone engaged in the above activities.

In addition, it is the policy of the Company that no person subject to this Policy who, in the course of working for the Company or its affiliates and subsidiaries, learns of material nonpublic information about a company with which the Company does business, including a customer, supplier or competitor of the Company, may engage in any of the activities set forth above with respect to such company's securities until the information becomes public or is no longer material.

Furthermore, short-term trading of Company Securities may be distracting to a person and may unduly focus such person on the Company's short-term stock market performance instead of the Company's long-term business objectives. In addition, directors and officers are subject to short swing profit forfeiture for purchases and sales (or sales and purchases) within a six-month period. For these reasons, it is the policy of the Company that any director or officer of the Company, also including its affiliates and subsidiaries, who purchases Company Securities in the open market may not sell any Company Securities of the same class during the six months following the purchase (or vice versa).

There are no exceptions to this Policy, except as specifically noted herein. Transactions that may be necessary or justifiable for independent reasons (such as the need to raise money for an emergency expenditure), or small transactions, are not excepted from this Policy. The securities laws do not recognize any mitigating circumstances, and, in any event, even the appearance of an improper transaction must be avoided to preserve the Company's reputation for adhering to the highest standards of conduct.

VI. Definition of Material Nonpublic Information

Material Information. Information is considered "material" if a reasonable investor would consider that information important in making a decision to buy, hold or sell securities. Any information that could be expected to affect the Company's stock price, whether it is positive or negative, should be considered material. Determining whether information is material is not always straightforward; rather, materiality is based on an assessment of all of the facts and circumstances and is often evaluated by enforcement authorities with the benefit of hindsight. While it is not possible to define all categories of material information, some examples of information that ordinarily would be regarded as material are (non-exhaustive):

- Projections of future earnings or losses, or other earnings guidance;
- Changes to previously announced earnings guidance, or the decision to suspend earnings guidance;
- Development of significant new products or discoveries;
- Results of significant clinical trials;
- The gain or loss of a significant customer or supplier;
- Major marketing changes;
- A pending or proposed merger, acquisition or tender offer;
- A pending or proposed acquisition or disposition of a significant asset or entities;
- Pending or threatened significant litigation, or the resolution of such litigation;
- A pending or proposed joint venture;
- A change in dividend policy, the declaration of a stock split, or an offering of additional securities;
- Bank borrowings or other financing transactions out of the ordinary course;
- The establishment of a repurchase program for Company Securities;
- A change in the Company's pricing or cost structure;
- A change in management;

- A Company restructuring;
- Significant related party transactions; and
- A change in auditors or notification that the auditor's reports may no longer be relied upon.

When Information is Considered Public. Information that has not been disclosed to the public is generally considered to be nonpublic information. In order to establish that the information has been disclosed to the public, it may be necessary to demonstrate that the information has been widely disseminated. Information generally would be considered widely disseminated if it has been disclosed through the Dow Jones "broad tape," newswire services, publication in a widely available newspaper, magazine or news website, or public disclosure documents filed with the Securities and Exchange Commission ("SEC") that are available on the SEC's website. By contrast, information would likely not be considered widely disseminated if it is available only to the Company's employees, or if it is only available to a select group of analysts, brokers and institutional investors.

Once information is widely disseminated, it is still necessary to afford the investing public with sufficient time to absorb the information. As a general rule, information should not be considered fully absorbed by the marketplace until *after the second business day after* the day on which the information is released. If, for example, the Company were to make an announcement at the close of business on a Monday, a person covered by this Policy should not trade in Company Securities until Thursday. Depending on the particular circumstances, the Company may determine that a longer or shorter period should apply to the release of specific material nonpublic information.

VII. Special and Prohibited Transactions

The Company has determined that there is a heightened legal risk and/or the appearance of improper or inappropriate conduct if persons subject to this Policy engage in certain types of transactions. It therefore is the Company's policy that any persons covered by this Policy may not engage in any of the following transactions, or should otherwise consider the Company's preferences as described below:

Short Sales. Section 16(c) of the Securities Exchange Act of 1934 (the "Exchange Act") prohibits officers and directors from engaging in short sales. In addition, short sales of Company Securities (*i.e.*, the sale of a security that the seller does not own) may evidence an expectation on the part of the seller that the securities will decline in value, and therefore have the potential to signal to the market that the seller lacks confidence in the Company's prospects. In addition, short sales may reduce a seller's incentive to seek to improve the Company's performance. For these reasons, short sales of Company Securities are prohibited (Short sales arising from certain types of hedging transactions are governed by the paragraph below entitled "Hedging Transactions").

Publicly Traded Options. Given the relatively short term of publicly traded options, transactions in options may create the appearance that a director or officer is trading based on

material nonpublic information and focus a director's or officer's attention on short-term performance at the expense of the Company's long-term objectives. Accordingly, transactions in put options, call options or other derivative securities, on an exchange or in any other organized market, are prohibited by this Policy (Option positions arising from certain types of hedging transactions are governed by the next paragraph below.).

Hedging Transactions. Hedging or monetization transactions can be accomplished through a number of possible mechanisms, including through the use of financial instruments such as prepaid variable forwards, equity swaps, collars and exchange funds. Such hedging transactions may permit a director or officer to continue to own Company Securities obtained through employee benefit plans or otherwise, but without the full risks and rewards of ownership. When that occurs, the director or officer may no longer have the same objectives as the Company's other shareholders. Therefore, directors, officers and other persons designated by the CEO or CFO (or any other person designated as subject to this Policy) are prohibited from engaging in any such transactions.

Margin Accounts and Pledged Securities. Securities held in a margin account as collateral for a margin loan may be sold by the broker without the customer's consent if the customer fails to meet a margin call. Similarly, securities pledged (or hypothecated) as collateral for a loan may be sold in foreclosure if the borrower defaults on the loan. Because a margin sale or foreclosure sale may occur at a time when the pledgor is aware of material nonpublic information or otherwise is not permitted to trade in Company Securities, directors, officers and other persons designated by the CEO or CFO (and any other person designated as subject to this Policy) are prohibited from holding Company Securities in a margin account or otherwise pledging Company Securities as collateral for a loan. Pledges of Company Securities arising from certain types of hedging transactions are governed by the paragraph above captioned "Hedging Transactions".

Standing and Limit Orders. Standing and limit orders (except standing and limit orders under approved Rule 10b5-1 Plans, as described below) create heightened risks for insider trading violations similar to the use of margin accounts. There is no control over the timing of purchases or sales that result from standing instructions to a broker, and as a result the broker could execute a transaction when a director, officer, or other employee (or any other person designated as subject to this Policy) is in possession of material nonpublic information. The Company therefore discourages placing standing or limit orders on Company Securities. If a person subject to this Policy determines that they must use a standing order or limit order, the order should be limited to short duration and should otherwise comply with the restrictions and procedures outlined below under the heading "Additional Procedures".

VIII. Transactions Not Subject to the Policy

Transactions Under Company Plans: This Policy does not apply in the case of the following transactions, except as specifically noted.

Stock Option Exercises. This Policy does not apply to the exercise of a stock option acquired pursuant to the Company's stock option and incentive plans, nor to the exercise of a tax withholding right pursuant to which a person has elected to have the Company withhold shares

subject to an option to satisfy tax withholding requirements. This Policy does apply, however, to any sale of stock as part of a broker-assisted cashless exercise of an option, or any other market sale for the purpose of generating the cash needed to pay the exercise price of an option.

Restricted Stock Awards/RSUs. This Policy does not apply to the vesting of restricted stock or restricted stock units (“RSUs”), nor to the exercise of a tax withholding right pursuant to which a person has elected to have the Company withhold shares of stock to satisfy tax withholding requirements upon the vesting of any restricted stock or RSUs. The Policy does not apply to any market sale of shares to cover withholding or related tax obligations under vesting restricted stock or RSUs.

401(k) Plan. This Policy does not apply to purchases of Company Securities in any Company 401(k) plan resulting from your periodic contribution of money to the plan pursuant to your payroll deduction election. This Policy does or can, in the future, apply to certain elections you may make under a 401(k) plan, including: (a) an election to increase or decrease the percentage of your periodic contributions that will be allocated to the Company stock fund; (b) an election to make an intra-plan transfer of an existing account balance into or out of the Company stock fund; (c) an election to borrow money against a 401(k) plan account if the loan will result in a liquidation of some or all of your Company stock fund balance; and (d) an election to pre-pay a plan loan if the pre-payment will result in allocation of loan proceeds to the Company stock fund.

Other Similar Transactions. Any other purchase of Company Securities from the Company or sales of Company Securities to the Company are not subject to this Policy.

Transactions not involving a Purchase or Sale: Bona fide gifts are not transactions subject to this Policy, unless the person making the gift has reason to believe that the recipient intends to sell the Company Securities while the director, officer, or other employee (or any other person designated as subject to this Policy) is aware of material nonpublic information. Further, transactions in mutual funds that are invested in Company Securities are not transactions subject to this Policy.

IX. Additional Procedures

The Company has established additional procedures to assist the Company in the administration of this Policy, to facilitate compliance with laws prohibiting insider trading while in possession of material nonpublic information, and to avoid the appearance of any impropriety. These additional procedures are applicable only to those individuals described below.

Pre-Clearance Procedures. When being an insider, any person subject to this Policy, as well as the Family Members and Controlled Entities of such persons, may not engage in any transaction in Company Securities without first obtaining pre-clearance of the transaction from the CFO. A request for pre-clearance should be submitted to the CFO in writing at least two business days in advance of the proposed transaction. The CFO is under no obligation to approve a transaction submitted for pre-clearance and may determine not to permit the transaction. If a person seeks pre-clearance and permission to engage in the transaction is denied, then he or she

should refrain from initiating any transaction in Company Securities and should not inform any other person of the restriction. If permission to trade is given, the trade must be affected within five business days unless otherwise agreed by the CFO.

When a request for pre-clearance is made, the requestor should carefully consider whether he or she may be aware of any material nonpublic information about the Company and should describe fully those circumstances to the CFO. The requestor should also indicate whether he or she has affected any non-exempt “opposite-way” transactions within the past six months and should be prepared to report the proposed transaction on an appropriate Form 4 or Form 5. The requestor should also be prepared to comply with SEC Rule 144 and file Form 144, if necessary, at the time of any sale.

Quarterly Blackout Period. No person subject to this Policy may buy or sell Company Securities during the “Quarterly Blackout Period,” beginning two (2) weeks before the last day of each quarter of the Company’s fiscal year and ending on the close of business of the third full trading day after the public announcement of the Company’s quarterly results. An exercise of a stock option is not prohibited during a Quarterly Blackout Period (but the sale of the shares acquired on exercise is prohibited). Likewise, purchases pursuant to any Company employee stock purchase plan are not prohibited (but the subsequent sale of such shares is prohibited, as is the sale of shares held in a 401(k) plan).

Event-Specific Blackout Period. From time to time, an event may occur that is material to the Company and is known by only a few directors, officers and/or employees. So long as the event remains material and nonpublic, the persons designated by the EC may not trade in Company Securities. In addition, the Company’s financial results may be sufficiently material in a particular fiscal quarter that, in the judgment of the CEO or CFO, designated persons should refrain from trading in Company Securities even sooner than the Quarterly Blackout Period described above. In such situations (an “Event-Specific Blackout Period”), the EC or any other employee designated by them will notify these persons that they may not trade in Company Securities. The existence of an Event-Specific Blackout Period or extension of a Quarterly Blackout Period will not be announced to the Company as a whole and should not be communicated to any other person.

Even if you are not designated as a person who may not trade during an Event-Specific Blackout Period, you should not trade while aware of material nonpublic information. Exceptions will not be granted during an Event-Specific Blackout Period. The existence or non-existence of a blackout period does not alter the general prohibitions against trading based on material nonpublic information, which are applicable at all times.

X. Rule 10b5-1 Plans

Rule 10b5-1 under the Exchange Act provides a defense from insider trading liability under Rule 10b-5. In order to be eligible to rely on this defense, a person subject to this Policy must enter into a Rule 10b5-1 plan for transactions in Company Securities that meets certain conditions specified in the rule (a “Rule 10b5-1 Plan”). If the plan meets the requirements of Rule 10b5-1, Company Securities may be purchased or sold without regard to certain insider trading

restrictions. To comply with the Policy, a Rule 10b5-1 Plan must be acknowledged and authorized by the CEO or CFO and meet the requirements of Rule 10b5-1. In general, a Rule 10b5-1 Plan must be entered into at a time when the person entering into the plan is not aware of material nonpublic information. Once the plan is adopted, the person must not exercise any influence over the amount of securities to be traded, the price at which they are to be traded or the date of the trade. The plan must either specify the amount, pricing and timing of transactions in advance or delegate discretion on these matters to an independent third party.

Any Rule 10b5-1 Plan must be submitted for approval ten days prior to the entry into the Rule 10b5-1 Plan. No further pre-approval of transactions conducted pursuant to the Rule 10b5-1 Plan will be required.

XI. Post-Termination Transactions

This Policy continues to apply to transactions in Company Securities even after a person's termination of service to the Company or its respective affiliates or subsidiaries. If an individual is in possession of material nonpublic information when his or her service terminates, that individual may not trade in Company Securities until that information has become public or is no longer material.

XII. Consequences of Violations

The purchase or sale of securities while aware of material nonpublic information, or the disclosure of material nonpublic information to others who then trade in Company Securities, is prohibited by federal and state laws. Insider trading violations are pursued vigorously by the SEC, U.S. Attorneys and state enforcement authorities as well as the laws and authorities of foreign jurisdictions. Insider trading is a criminal offense, not merely a misdemeanor, and the punishment for insider trading violations are therefore severe and could include significant fines and even imprisonment. While the regulatory authorities concentrate their efforts on the individuals who trade, or who tip inside information to others who trade, the US federal securities laws, as well as the corresponding laws of other countries, also impose potential liability on companies and other "controlling persons" if they fail to take reasonable steps to prevent insider trading by company personnel.

In addition, an individual's failure to comply with this Policy may subject the individual to Company-imposed sanctions, including and up to, without limitation, removal from one's position and dismissal for cause, whether or not a person's failure to comply with the Policy results in a violation of law. Needless to say, a violation of law, or even an SEC investigation that does not result in prosecution, can tarnish a person's reputation and irreparably damage a career.

XIII. Administration of the Policy

The Company's CEO and CFO, and in such person's absence, the Company's Controller or another employee designated by the CEO, shall be responsible for administration of this Policy. All determinations and interpretations by the CEO and CFO shall be final and not subject to further review.

Any person who has a question about this Policy or its application to any proposed transaction may obtain additional guidance from the CFO. Just drop by at his office, give him a call on his phone or send him an email to CFO@opgen.com.

XIV. Certification

All persons subject to this Policy must certify their understanding of, and intent to comply with, this Policy by signing and returning the respective certification or (electronic) training record to the respective HR-dept. Certification is necessary upon joining OpGen-group or after material changes were made to the policy.

Whistleblower Policy

I. General

The Company encourages an open culture within its organization and expects its employees to comply with applicable laws, regulations and internal policies under the motto “we do what’s right”. Each employee is responsible for ensuring an honest and ethical conduct of business within the Company. Each employee is free to raise issues and has the responsibility to report violations or suspected violations (hereinafter together “Violation(s)”) in accordance with this Whistleblower Policy. Circumstances may arise that could cause you to feel unsecure or unsafe to the extent that you may not want to use the usual reporting lines. Be assured there always is a safe way of reporting for you.

II. No Retaliation

No director, officer, or employee who in good faith reports a Violation shall suffer harassment, retaliation, or adverse employment consequence. An employee who retaliates against someone who has reported a Violation in good faith is subject to discipline up to and including termination of employment or directorship. This Whistleblower Policy is intended to encourage and enable employees and others to raise serious concerns within the organization prior to seeking resolution outside the organization.

III. Reporting Violations

The Code addresses the organization’s open-door policy and suggests that employees share their questions, concerns, suggestions, or complaints with someone who can address them properly. In most cases, an employee’s supervisor is in the best position to address an area of concern. However, if you are not comfortable speaking with your supervisor or you are not satisfied with your supervisor’s response, you are encouraged to speak with someone in the human resources department or anyone in management who you are comfortable approaching. Supervisors and managers are required to report Violations to the organization’s Compliance Officer, who has specific responsibility to investigate all reported violations.

When you are not satisfied or uncomfortable with following the organization’s open-door policy, you should contact the organization using any of the following means:

- 1) In-person with the Compliance Officer, or
- 2) Web Site: <http://www.openboard.info/OPGN/>, or
- 3) Phone:
 - for the US: +1 (855) 863 4472
 - for Germany: +49 (0)800 010 3918 or +1 (720) 587 0710
 - for Austria: +1 (720) 587 0710

Additional information, including Frequently Asked Questions (FAQs), can be found at <http://www.openboard.info/OPGN/>

IV. Compliance Officer

The organization's Compliance Officer is responsible for investigating and resolving all reported Violations and, at his or her discretion, shall advise the CEO, the Audit Committee and/or the Compliance Committee. The Compliance Officer has direct access to the aforementioned and is required to report to the Audit Committee at least annually on compliance activity.

V. Accounting and Auditing Matters

The Audit Committee shall address all reports regarding corporate accounting practices, internal controls, or auditing. The Compliance Officer shall immediately notify the Audit Committee of any such reports and if so requested by the Audit Committee work with them until the matter is resolved.

VI. Acting in Good Faith

Anyone filing a complaint concerning a Violation must be acting in good faith and have reasonable grounds for believing the information disclosed indicates such a Violation. Any allegations that prove not to be substantiated and which prove to have been made maliciously or knowingly to be false will be viewed as a serious disciplinary offense.

VII. Confidentiality

Violations may be submitted on a confidential basis by the Whistleblower or may be submitted anonymously. A Whistleblower is not obliged to disclose his or her identity. All reports will be handled sensitively and treated with the highest level of confidentiality, consistent with the need to conduct an adequate investigation.

VIII. Handling of Reported Violations

The Compliance Officer will notify the Whistleblower and acknowledge receipt of the reported Violation within 7 business days. All reports will be promptly investigated and appropriate corrective action will be taken if warranted by the investigation. Under normal circumstances a case should be closed within 3 months from confirmation of receipt the latest. The Compliance Officer will notify the Whistleblower on the outcomes of the investigation to the extent legally permissible. The Compliance Officer shall safely case file any respective documents and have it on a five years' retention period - all data to be destroyed thereafter.