

CareDx Code of Business Conduct and Ethics

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Message from the Board of Directors



Michael D. Goldberg
Board Chairperson

It is our privilege to serve transplant patients. This privilege depends on our continued good name and good work. It is maintained by doing business the right way: with integrity.

CareDx's reputation and successful business operation is built upon the principle of fair dealing and the ethical conduct of its employees. The Company's reputation for integrity and excellence requires careful observance of the spirit and letter of all applicable laws and regulations, as well as a scrupulous regard for the highest standards of conduct and personal integrity.

CareDx requires employees to maintain the highest possible ethical standards in their dealings with customers, third parties, suppliers, competitors, co-workers and the public in general. The integrity, reputation, and overall success of CareDx ultimately depend upon the individual actions of each employee. Employees in all jobs and at all levels should strive at all times to conduct CareDx's business in a fair, ethical, forthright, and lawful manner.

The CareDx Board of Directors is committed to a corporate culture of compliance. We expect the same commitment in management, our employees, and in the third-parties with which we do business.

This Code of Business Conduct and Ethics will help you understand what CareDx expects of you and what our stakeholders expect of us. It is not an exhaustive list but provides a high level overview of expectations that are further outlined in the company's policies.

– *Michael D. Goldberg*

“ The CareDx Board of Directors is committed to a corporate culture of compliance. We expect the same commitment in management, our employees, and in the third-parties with which we do business.

A Message from Our CEO



John W. Hanna
President and CEO

At CareDx, we are united by a powerful mission: to create life-changing solutions that enable transplant patients to thrive. Every day, our work contributes to a world where patients receive the transplant they need to live longer, fuller lives. This is not only our vision; it is our responsibility.

As we continue to grow and evolve, our commitment to innovation, operational excellence, and patient-centric care remains unwavering. But none of this is possible without a strong foundation of integrity, accountability, and mutual respect. That's why this Code of Business Conduct and Ethics is so important. It reflects the values that guide our decisions and behaviors, and it sets the standard for how we work together, serve our customers, and represent CareDx in the world.

Our values: Take Accountability, Evangelize Your Work, Decide with Data, and Respect One Another, are more than just words. They are the principles that define our culture and shape our performance. They empower us to act with purpose, collaborate across teams, and deliver exceptional outcomes for the patients and communities we serve.

As you read through this Code, I encourage you to reflect on how these values show up in your daily work. Whether you're in the lab, supporting a transplant center, developing software, or engaging with our partners, your actions matter. They build trust, drive innovation, and help us achieve our aspiration to become the most innovative company in molecular diagnostics.

Thank you for your dedication, your passion, and your commitment to excellence. Together, we are building something extraordinary.

– *John W. Hanna*

“ We have the incredible opportunity to unlock our full growth potential and solidify our place as the most innovative company in diagnostics by holding ourselves accountable as a talented team who delivers exceptional value to our patients and customers, with integrity.

Introduction

CareDx, Inc. and its subsidiaries (collectively, the “**Company**”), recognize the importance of conducting business in an ethical, lawful, and socially responsible manner.

Our Code is designed to provide a framework to help employees, managers, officers, and directors navigate and react to potential legal and ethical issues that may arise in our day-to-day operations. It is designed to deter wrongdoing and to promote:

- + Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
- + Full, fair, accurate, timely and understandable disclosure in reports and documents we file with or submit to the U.S. Securities and Exchange Commission and in our other public communications;
- + Compliance with applicable laws, rules and regulations;
- + The prompt internal reporting of violations of this Code;
- + Protection for persons reporting any behavior pursuant to this Code; and
- + Accountability for adherence to this Code.

Our Code applies to all directors, officers, managers, and employees of the Company, who, unless otherwise specified, will be referred to collectively as “**employees**.” Contractors, consultants, and other agents of the Company are also expected to read, understand, and abide by this Code.

Our Code should help guide your conduct in the course of our business. However, many of the principles described in this Code are general in nature, and this Code does not cover every situation that may arise. Use common sense and good judgment in applying this Code. The Code also provides information on how to seek further guidance, ask questions, and raise concerns.

Our Code is not the exclusive source of guidance and information regarding the conduct of our business. You should consult applicable policies and procedures in specific areas as they apply, as well as the training that you have received. Our Code is intended to supplement, not replace, the employee handbook and the other Company policies and procedures.

01 Culture



CAREDx

We are a leading precision medicine solutions company focused on the discovery, development, and commercialization of clinically differentiated, high-value healthcare solutions for transplant patients and caregivers.

OUR VISION

A world where every patient receives the transplant they need to live longer, fuller lives.

OUR MISSION

Create life-changing solutions that enable transplant patients to thrive.

OUR CULTURE OF COMPLIANCE

At CareDx, each of us owns and champions compliance. We model ethical behavior and act with integrity as we innovate to grow our business with an entrepreneurial spirit.

We seek out opportunities both to learn and to teach each other about the importance of compliance to our company's mission. Our leaders create an environment in which we are empowered to share ideas and report concerns when we see opportunities to amplify our commitment to compliance.

You are responsible for complying with all laws, rules, regulations and regulatory orders applicable to the conduct of our business. If compliance with this Code should ever conflict with law, you must comply with the law.

You should undertake to acquire knowledge of the legal requirements relating to your duties sufficient to enable you to recognize potential dangers and to know when to seek advice from managers or other appropriate personnel.

Violations of laws, rules, regulations and orders may subject you to individual criminal or civil liability, in addition to discipline by the Company. Violations may also subject the Company to civil or criminal liability or the loss of business.

If you have an outside interest in a matter concerning the Company including through a relative or significant other or a business entity, you must disclose that interest, and that interest must be approved by the Company. We encourage you to seek guidance if you have any questions as to whether an interest in a transaction is significant. If it is determined that the transaction is required to be reported under SEC rules, the transaction will be subject to review and approval by the Audit Committee of the Board. Any dealings with a related party must be conducted in such a way that no preferential treatment is given to that business.



STEP UP

Regardless of our roles in the organization, we are all responsible for doing the right thing. Our titles are not a limiting factor to guide and influence others to conduct CareDx's business in a fair, ethical, forthright, and lawful manner. We are all empowered to step up and lead to ensure we achieve the business goals in a compliant manner.

As a CareDx employee, we all have a duty to model proper behavior to demonstrate our commitment to the greater good of the organization.



SPEAK UP

Employee engagement has been known to increase when people feel they are collaborating with others. Collaboration is encouraged including sharing of ideas, suggestions, and questions, as well as reporting concerns or complaints without the fear of retaliation. At CareDx, retaliation is strictly prohibited.

As CareDx employees, we all have a duty to report instances of known or suspected violation of law, regulation, or CareDx policy. There are a multitude of resources to report concerns, including an anonymous Compliance Helpline.



LISTEN UP

Awareness of others' feelings — by being a good listener who is nonjudgmental — is a sign of emotional intelligence. When employees step up to speak up, there is an identified need to solve a business-related challenge. Depending on the nature of what is being recommended or reported, this can be challenging. It is critical to take what is being reported seriously.

As CareDx employees, we all have a duty to listen and to be open-minded about other's opinions and concerns.



FOLLOW UP AND FOLLOW THROUGH

Readily addressing recommendations or reported concerns can be an effective means of detecting and preventing misconduct. The key is to do this in a thorough and timely manner.

As CareDx employees, we all have a duty to respond to recommendations and reported concerns. It is not permissible to ignore reported concerns or allow them to linger without resolution.

STEP UP AND ETHICAL DECISION MAKING

When faced with an ethical dilemma, it is important to make good choices. A good rule of thumb, when evaluating your own decisions, is to ask yourself:

- + Would you be proud to read about your decision as the headline on the front page of tomorrow's newspaper?
- + Would you be proud to tell your mother, your spouse, or your children about the decision you made?



When faced with an ethical dilemma, do you justify your decision by saying “everybody else is doing it”? More often than not, this is a cop-out. Everybody does NOT do it, and even if many others do it, that doesn't make it right.

Leaders set the tone for the ethical culture of the organization. If leaders are not perceived as ethical, any ethical proclamations from the individual(s) will be met with skepticism. This could lead to an environment in which:

- + Employees are cynical about the corporate code of conduct.
- + Employees view compliance programs as window dressing because the content of the program is inconsistent with their day-to-day experience.
- + Loss of talent from the organization as employees.

► **Examples** of Decision Making Skills That May Be Implemented When Facing an Ethical Dilemma Include:

- + **Make Informed Decisions.** Collect the facts. Assess data when available, history, trends, and projections. Data helps you understand how processes have worked in the past and produce actionable insights that you can use to your advantage.
- + **Remove Yourself from the Situation and Act Like an Outside Observer.** When you do, you're more likely to think about all your other options and even be more open to considering compromises, which can be especially helpful when your decision impacts others. Removing yourself from the situation for even a short period of time can help you refocus and look at the facts of what's in front of you.
- + **Give Yourself Advice.** To be more objective, pretend like you're giving advice to a friend on how to proceed. It can be a lot easier to advise a friend than to decide without it, plus you may find that you're kinder to yourself and are more positive about your role in making important choices.
- + **Learn from Your Mistakes.** We all make mistakes. The key is to learn from them.



Ethical decision making is honest, fair, and altruistic rather than selfish.

- + **Consider the Opposite of Your Decision.** By examining other options, you can gain confidence that you're making the right decision or come up with different choices that you may not have thought about. When you challenge yourself, you're also challenging any long-held beliefs you've had that may have clouded your past decisions.
- + **Manage Your Emotions.** Make sure you are acting with emotional intelligence. Too much emotion can cloud your judgement, causing you to make decisions that you may not have if you were thinking more rationally. This applies to both positive and negative emotions.
- + **Weigh Short and Long-Term Consequences.** Think about both. What may seem like a great short-term decision may not be so great when looking at the long-term perspective and vice versa. Be sure to explore decisions that can cause some disorganization or discomfort in the short-term, but have very beneficial long-term benefits.
- + **Develop a Contingency Plan.** Make a contingency plan in case things don't go right. Making decisions involves being willing to take risks while having a back-up plan prepared.

Honest and ethical conduct is critical to our business. All employees, agents and contractors have a duty to comply with applicable law and to act in an honest and ethical manner.

Compliance with both the spirit and letter of the law is a fundamental purpose of this Code. You are responsible for complying with all laws, rules, regulations, and regulatory orders applicable to the conduct of our business. Further:

- + as a publicly traded company in the United States, CareDx and all of its officers, directors, employees, and agents are required to adhere to anti-bribery and anti-corruption laws, regardless of the nationality or location of the individual acting on behalf CareDx.
- + if you are located or engaging in business outside of the United States, you must comply with laws, rules, regulations and regulatory orders of the United States, including the Foreign Corrupt Practices Act, and economic sanctions and export regulations, including the Export Administration Regulations administered by the U.S. Department of Commerce's Bureau of Industry and Security, and the regulations administered by the Office of Foreign Assets Control of the United States Department of the Treasury ("OFAC") regarding embargoes and restrictions on trade with designated countries and individuals subject to sanctions (collectively, "Export Regulations"), in addition to the applicable laws of other jurisdictions. If compliance with this Code should ever conflict with law, you must comply with the law.

If compliance with this Code should ever conflict with law, you must comply with the law.

Violations of laws, rules, regulations, and orders may subject you to individual criminal or civil liability, in addition to discipline by the Company. Violations may also subject the Company to civil or criminal liability or the loss of business.



CareDx encourages an open-problem solving environment

Intentional disregard for the law or applicable regulations will not be tolerated under any circumstances. It is in our collective best interest to know and comply with legal requirements relating to our duties to a sufficient degree, such that we are all equipped to recognize potential dangers and to know when to seek advice from managers or other appropriate personnel. Consult Company policies and trainings on duties and activities applicable to your function.

SPEAK-UP WITHOUT FEAR OF RETALIATION

CareDx is committed to open and honest communication, discussion, and debate consistent with our corporate values. Employees, irrespective of title or tenure, are encouraged to “speak-up” to present issues, ideas, concerns, questions, problems, complaints, or suggestions directly to any colleague or level of leadership within the company, without fear of retaliation. Employees are further encouraged to reasonably pursue their ideas, questions, and concerns until they are appropriately resolved.

CareDx fosters a culture in which dialogue and feedback are regular, accepted, and encouraged practices, that extends to every employee level. This builds a foundation of an “Open Problem-Solving” environment, which:

- + Demonstrates to employees that It is safe to raise concerns.
- + Exhibits that the organization takes retaliation seriously.



Creating a true speak up environment brings a host of business advantages, such as spurring innovation, creativity, and employee engagement. Further, in an open communications environment, employees can speak up early and often, which deters misconduct in the first place.

► Examples of Demonstrating a Speak-Up Culture

- + Employees feel their opinions are valued, even if not ultimately acted on.
- + Employees are comfortable asking questions.
- + The company appropriately considers employee suggestions.
- + Employees feel a responsibility to raise issues.
- + Managers welcome information, even bad news.
- + Presentations are lively discussions with dissent and debate.
- + Employees recognize that speaking up is just part of problem solving.
- + Employees are comfortable constructively disagreeing with senior leaders.
- + Employees and managers can agree to disagree.
- + Employees may speak to senior leaders without their manager’s prior approval.
- + Employees do not fear retaliation for speaking up.

► **Examples** of How to Foster an Open-Problem Solving Environment

- + **Use brainstorming:** Hold regular brainstorming sessions and look for opportunities to implement employee ideas to demonstrate that the company values their opinions and ideas.
- + **Socialize and mentor:** Managers should periodically spend one-on-one time with direct reports to elicit their opinions on their roles and jobs, separate from performance evaluation discussions.
- + **Be transparent:** Openly recognize that everyone makes mistakes and every business sometimes suffers from bad news. Adopt a problem-solving mentality to openly and transparently address those issues.
- + **Openly encourage healthy challenge and discussion:** Look for ways to “normalize” speaking up, such as asking employees to offer an alternative perspective even when there is appears to be consensus.
- + **Ask for feedback on management’s performance:** Managers and leaders should ask, “How can I encourage a better speak up culture in our group?” “What would you like me to do more of? Less of?”
- + **Align incentive and reward systems:** This extends beyond formal appraisal processes. Managers should provide immediate positive feedback when employees do speak up.



CareDx prohibits violations of applicable law, regulation, this Code, or Company Policy conducted in a knowingly and willful manner

COMPLIANCE WITH THE LAW

Employees have a duty to report good faith questions or concern related to a potential, suspected, or actual violation of applicable law, regulation, this Code or Company Policy. Good faith means with honest and sincere intent. Good faith also means you believe the information you are providing is true, even if it later turns out to be mistaken.

CareDx takes reported concerns very seriously. The Control Functions (departments with oversight responsibilities) are obligated to thoroughly address each reported concern. Depending on the nature and complexity of the reported concern, CareDx may bring in outside counsel to assist in the investigation. CareDx invests significant time and valuable resources to address each reported concern. CareDx asks that you respect the process and do not use it in bad faith, meaning dishonestly.

If your concerns relate to accounting, internal financial controls or auditing matters, or if the Legal Department or another executive officer is implicated in any violation or suspected violation, you may direct your report to the Chairperson of the Audit Committee of the Board of Directors. If you wish to remain anonymous, send an anonymous letter addressed to the Chairperson of the Audit Committee, c/o CareDx, Inc., 8000 Marina Blvd, Brisbane CA 94005, or submit. Information on the current Chairperson of the Audit Committee is available at <https://investors.caredxinc.com/corporate-governance/committee-composition>.

When reports are not made anonymously, reasonable efforts will be made to keep your identity confidential. In certain circumstances, however, your identity may become apparent during an investigation or may need to be disclosed (e.g., in regulatory proceedings). Accordingly, it is not possible for the Company to give a blanket guarantee of confidentiality.

REPORTING OPTIONS

COLLEAGUES AND LEADERSHIP	ANONYMOUS REPORTING OPTIONS	EMAIL OR MAIL REPORTING OPTIONS
<ul style="list-style-type: none"> • Your Manager • Legal • Human Resources • Compliance* 	CareDx Helpline: 1-877-441-1758 whistleblowerservices.com/cdna	Compliance@CareDx.com CareDx 8000 Marina Blvd, 4th Floor Brisbane, CA 94005

*There are several different compliance programs throughout the organization that differ based on their subject matter expertise.

COMPLIANCE PROGRAM	CONTROL FUNCTION	CONTACT INFORMATION
Corporate Compliance and Ethics Program (CCEP)	CEO Direct Reports and Control Function Leads (listed below), collectively the Compliance Committee	CareDx Compliance Helpline 1-877-441-1758
Quality Assurance/Regulatory Affairs (QA/RA) Compliance Program	QA/RA	Regulatory@caredx.com
CLIA Lab Compliance Program	Clinical Laboratory Operations	Clia@caredx.com
Healthcare Compliance Program (HCCP)	Healthcare Compliance	Compliance@caredx.com
People Compliance Program	Human Resources	HR@caredx.com
Privacy Compliance Program	Legal	Privacy@caredx.com
Cybersecurity Compliance Program	Information Technology (IT)	Helpdesk@caredx.com
Occupational Safety & Health Compliance Program (OSH)	Facilities	Facilities@caredx.com
SOX Compliance Program	Internal Audit	InternalAudit@caredx.com

PROHIBITION ON RETALIATION

The predominant reason employees choose not to report their concerns or observations is fear of being subjected to retaliation, retribution, or harassment for reporting the concern. It is critical that those receiving such reports (and any persons impacted by the report) treat the reporting person and the report itself in an even-keeled manner and with respect.

Reprisals, threats, retribution or retaliation against any person who has in good faith reported a violation or a suspected violation of law, this Code or other Company policies, or against any person who is assisting in any investigation or process with respect to such a violation, is prohibited.

► **Examples** of retaliation include:

- + Reprimand the employee or give a performance evaluation that is lower than it should be;
- + Transfer the employee to a less desirable position;
- + Engage in verbal or physical abuse;
- + Threaten to make, or actually make reports to authorities (such as reporting immigration status or contacting the police);
- + Increase scrutiny;
- + Spread false rumors;
- + Make the person's work more difficult



CareDx prohibits retaliation against an employee, who in good faith, seeks help or reports a potential, known, or suspected violation of law, regulation, this code or company policy, including participating in an investigation or opposing any unlawful or discriminatory practices

LISTEN UP WITH AN OPEN MIND

If an employee comes to you to report a concern, it is important that you know how to handle the situation to ensure the concern is addressed and the employee is kept safe from retaliation.

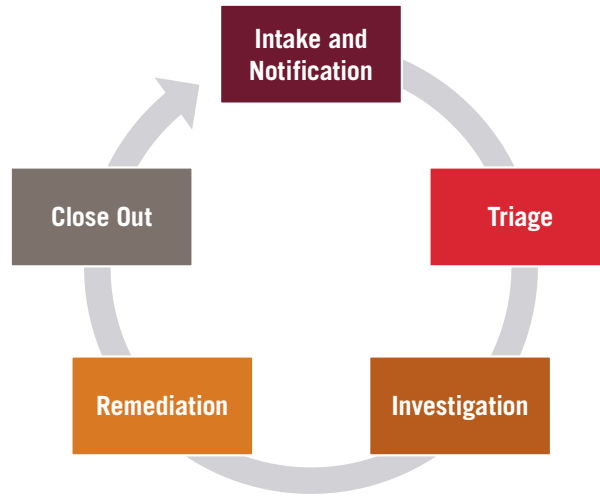


Research finds that an open and non-retaliatory workplace make for better business. Retaliation and fear of retaliation detract from trust, teamwork, morale, and productivity.

HOW TO RESPOND TO A REPORTED CONCERN:

- + Listen actively.
- + Ask open-ended questions to ensure they understand the concern.
- + Ask for applicable supporting documentation.
- + Explain the next steps to the employee (e.g., investigation process and confidentiality parameters)
- + Thank the employee for coming forward and recognize their courage.
- + Tell the employee that they can expect follow-up within a certain time period (e.g., 30 days).
- + Report concern to Legal/Compliance.

LIFECYCLE OF A REPORTED COMPLIANCE CONCERN



	IF CONCERN IS REPORTED VIA ANONYMOUSLY	IF THE CONCERN IS REPORTED TO A COLLEAGUE
Intake and Notification	Legal/Compliance receive notification from system	Recipient to share first instance with Legal/Compliance
Triage	Legal/Compliance identifies Control Function with subject matter expertise regarding the reported concern	
Investigation	In collaboration with Legal, Control Function with subject matter expertise regarding the reported concern conducts the investigation	
Remediation	To the extent possible, Legal/Compliance regularly updates individual who reported the concern regarding the status of the remediation efforts (if reported anonymously, this is conducted via the Compliance Helpline system and anonymity is maintained)	
Close Out	If discipline is warranted, Control Function with subject matter expertise regarding the reported concern implements discipline	
	Legal/Compliance changes status to “closed” in the Compliance Helpline system	Control Function with subject matter expertise regarding the reported concern change status to “closed” in the Control Functions specific reported compliance concerns log

FOLLOW UP AND FOLLOW THROUGH TO CLOSE THE LOOP

The recipient of a reported concern is accountable for notifying CareDx Legal/Compliance. The Legal/Compliance team is equipped with the skills and resources to assess the concern and ensure it is addressed by the Control Function(s) with subject matter expertise.



If employees perceive that their concerns are not heard or addressed, they quickly determine that speaking up is not valued or worth the effort.

INVESTIGATIONS

The Company, at the direction of the Legal Department, will promptly investigate reports of potential violations of this Code and determine appropriate disciplinary action in a timely manner.

The Legal Department will periodically report Code violations and the corrective actions taken to the Board or its designated committee. The Board reserves the right to investigate violations and determine appropriate disciplinary action on its own and to designate others to do so in place of, or in addition to, the Legal Department.

DISCIPLINARY ACTION

The Company will take appropriate action against any employee, agent, or contractor whose actions are found to violate this Code. Disciplinary actions may include, at the Company's sole discretion, oral or written reprimand, suspension or immediate termination of employment or business relationship, or any other disciplinary action or combination of disciplinary actions as deemed appropriate to the circumstances. A record of the disciplinary action will be retained in the employee's personnel file.

In determining what disciplinary action is appropriate in a particular case, the Company will take into account all relevant information, including the nature and severity of the violation, any history of warnings and violations, whether the violation appears to have been intentional or inadvertent, and whether the violator reported his or her own misconduct. The Company will strive to enforce this Code in a consistent manner while accounting for all relevant information.

Where the Company has suffered a loss, it may pursue its remedies against the individuals or entities responsible. Certain violations of this Code may also be subject to civil or criminal prosecution by governmental authorities and others. Where laws have been violated, the Company will report violators to the appropriate authorities.

► **Examples** of mitigating factors to inform decisions regarding implementation of discipline for a Compliance violation include:

- + The individual committed the infraction due to ignorance.
- + The individual was directed to engage in the conduct by a manager.
- + The individual cooperated in the investigation.
- + The individual was a bystander.
- + The individual had not committed an infraction previously.

► **Examples** of aggravating factors to inform decisions regarding implementation of discipline for a Compliance violation include:

- + The individual committed the infraction willfully.
- + The employee certified that they would follow the applicable company policy/SOP.
- + The individual had a senior management position.
- + The individual obstructed the investigation.
- + The individual retaliated against a whistleblower.
- + The individual was motivated by personal gain.
- + The individual intentionally avoided training on the subject.
- + The violation was severe.
- + The violation caused material or personal damage/injury.
- + The manager consciously disregarded wrongdoing.
- + The manager negligently failed to stop violation.

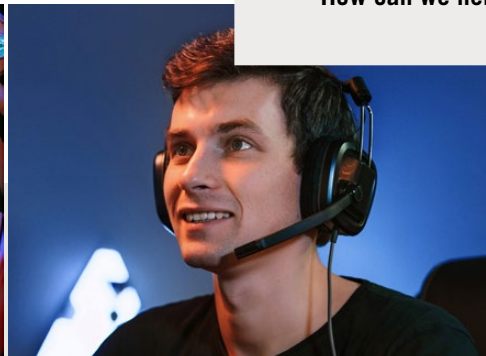
► **Examples** that are not justifications to inform decisions regarding implementation of discipline for a Compliance violation include:

- + The individual observed other individuals engaging in the same conduct.
- + The individual engaged in the action due to financial hardship.

**Houston, we have
a problem!**



**Roger that Apollo.
How can we help?**



02

Corporate Communications



EXTERNAL COMMUNICATION ON BEHALF OF THE COMPANY

You may not communicate externally on behalf of the Company or represent the Company unless you are authorized to do so by the Chief Executive Officer (CEO) or a member of their staff. Only select employees may communicate information to the public, the media, financial community (such as investors and analysts) and shareholders on behalf of the Company:

- + The CEO ^{and} the Chief Financial Officer (“**CFO**”), and their authorized designees, are the Company’s official spokespeople for financial matters.
- + The CEO and Head of Corporate Communications, and their authorized designees, are the Company’s official spokespeople for public comment, media, marketing, technical and other such information.

You should refer all calls or other inquiries from the media, market professionals or investor community to the Head of Corporate Communications, who will see that the inquiry is directed to the appropriate persons within the Company.

All communications made to public audiences on behalf of the Company, including formal communications and presentations made to investors, or the media, require prior approval of the CEO and triaged for this purpose by the Head of Corporate Communications. All customer communications must be routed and approved by the Medical, Legal and Regulatory Review Committee.



03

Privacy and General Legal Matters



DATA PRIVACY AND SECURITY

Protecting the privacy and security of patient information is of the utmost importance to the Company and is key to maintaining the trust of patients and health care providers and professionals. You must handle all patient information with the strictest confidentiality, in accordance with ethical standards and applicable laws in the jurisdictions in which the Company does business, including but not limited to the Health Insurance Portability and Accountability Act (HIPAA) and the EU General Data Protection Regulation (GDPR), and in accordance with our agreements with them.

Only employees with specific authorization may access patient information. That access may only be for an authorized and permissible purpose, and only the minimum amount of patient information necessary for that purpose may be accessed, used, and/or disclosed. Any unauthorized access, use, or disclosure is strictly prohibited.

All employees are required to protect the security of any patient information over which they have control or to which they have access. Every employee is required to know, understand, and follow all information security policies and procedures for the disclosure, transfer, and maintenance of patient information.

Employees are required to immediately report to the Privacy Officer, any incident that may involve the unauthorized access to, or use or disclosure of, patient information.

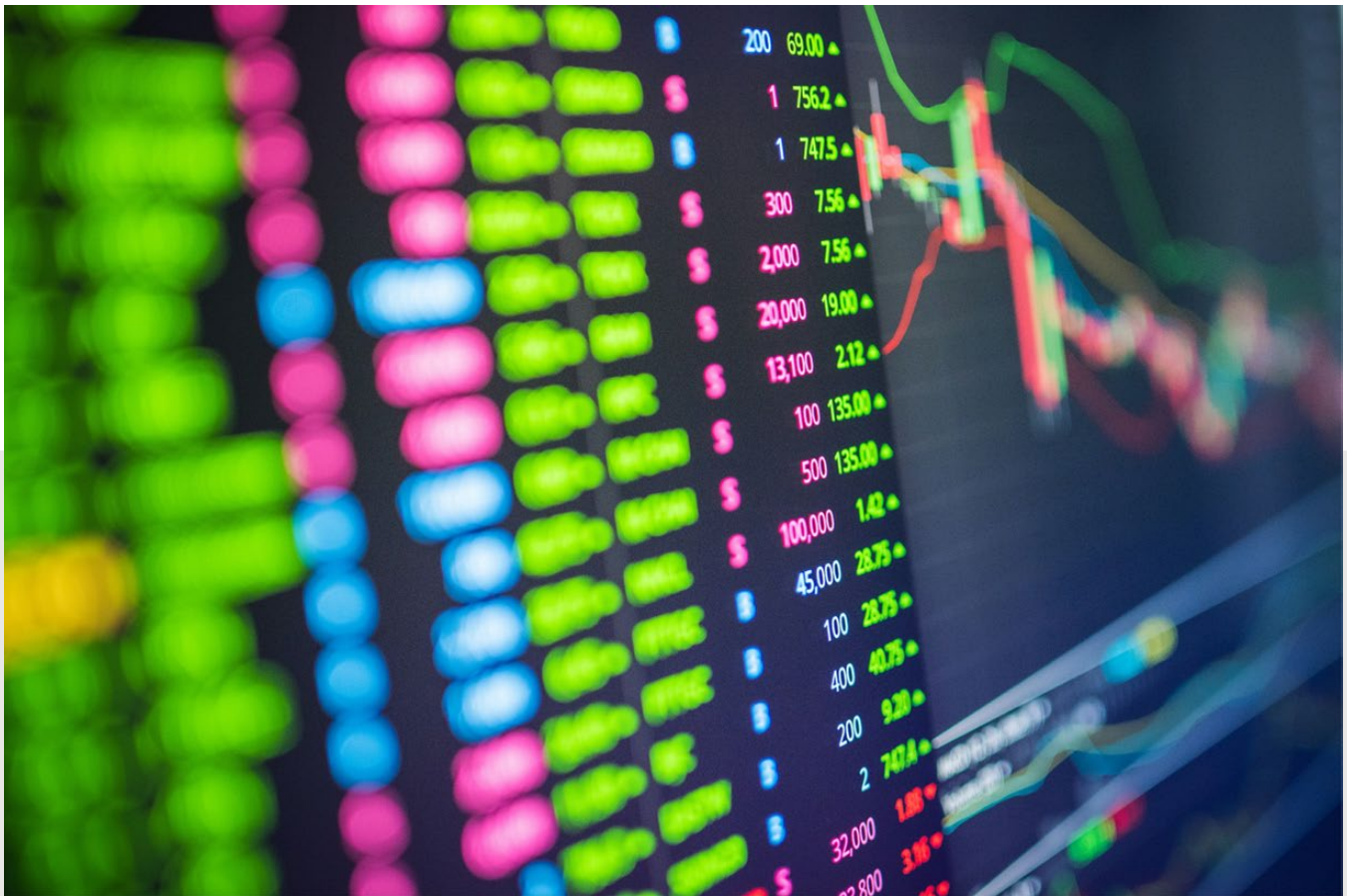
RECORDS RETENTION

The Company is required to retain certain records and to follow specific guidelines in managing its records. Records may be maintained on paper or electronic medium, such as emails, texts, chats, compact discs, computer hard drives, Civil and criminal penalties for failure to comply with such guidelines can be severe for employees, agents, contractors and the Company.

You should consult with the Legal Department regarding the retention of records in the case of actual or threatened litigation or government investigation. The Legal Department will notify you if a legal hold is placed on records for which you are responsible. A legal hold suspends all document destruction procedures in order to preserve appropriate records under special circumstances, such as litigation or government investigations. The Legal Department determines and identifies what types of records or documents are required to be placed under a legal hold. If a legal hold is placed on records for which you are responsible, you must preserve and protect the necessary records in accordance with instructions from the Legal Department. **Records or supporting documents that are subject to a legal hold must not be destroyed, altered or modified under any circumstance.** A legal hold remains effective until it is officially released in writing by the Legal Department. If you are unsure whether a document has been placed under a legal hold, you should preserve and protect that document while you check with the Legal Department.

04

Cybersecurity, Data Privacy and Protection of Non-Public Information and Assets



PROTECTION AND PROPER USE OF COMPANY ASSETS

All employees, agents, and contractors are responsible for the proper use of Company assets. This responsibility applies to all assets owned and operated by CareDx, including, but not limited to, information (electronic and non-electronic), associated IT infrastructure, such as software, networks, desktops, laptops, servers and systems; your time, work and work product; cash and accounts; physical assets such as inventory, equipment, vehicles, facilities and supplies; intellectual property, such as patents, copyrights, trademarks, inventions, technology and trade secrets; and other proprietary or nonpublic information.

- + You must use all reasonable efforts to safeguard Company assets against loss, damage, misuse or theft.
- + You must be alert to situations that could lead to loss, damage, misuse or theft of Company assets, and should report any loss, damage, misuse or theft as soon as it comes to your attention.
- + You must not use, transfer, misappropriate, loan, sell or donate Company assets without appropriate authorization.
- + You must take reasonable steps to ensure that the Company receives good value for Company funds spent.
- + You may not use Company assets in a manner that would result in or facilitate the violation of law.
- + You should use and safeguard assets entrusted to the Company's custody by customers, suppliers and others in the same manner as Company assets.

PROTECTING THE COMPANY'S NONPUBLIC INFORMATION

In the course of your involvement with the Company, you may come into possession of information that has not been disclosed or made available to the general public. This nonpublic information may include, among other things:

- + Sensitive/regulated information protected by international, federal, state, or local laws or regulations, or industry standards;
- + Financial data and projections;
- + Proprietary and technical information, such as trade secrets, patents, inventions, product plans, and customer lists;
- + Information regarding corporate developments, such as business strategies, plans for acquisitions or other business combinations, divestitures, major contracts, expansion plans, financing transactions, and management changes;
- + Personal information about employees; and
- + Nonpublic information of customers, suppliers, and others.

If you have any questions as to what constitutes nonpublic information, please consult the Legal Department.

All nonpublic information must only be used for Company business purposes. You have an obligation to use all reasonable efforts to safeguard the Company's nonpublic information. You may not disclose nonpublic information to anyone outside of the Company, except when disclosure is required by law or when disclosure is required for business purposes and appropriate steps have been taken to prevent misuse of that

information. This responsibility includes not disclosing nonpublic information in Internet discussion groups, chat rooms, bulletin boards or other electronic media. In cases where disclosing nonpublic information is required or necessary, you should coordinate with the Legal Department. The misuse of nonpublic information is contrary to Company policy and may also be a violation of law.

Each employee is required to sign an Employment, Confidential Information and Invention Assignment Agreement that addresses the use and disclosure of confidential information of the Company.

HANDLING THE NON-PUBLIC INFORMATION OF OTHERS

You must handle the nonpublic information of others responsibly and in accordance with the Company's agreements with them. Nonpublic information of others includes notes, reports, conclusions and other materials prepared by a Company employee or agent based on the nonpublic information of others.

You should not knowingly accept information offered by a third party, including a customer, supplier or business partner, that is represented as nonpublic, or that appears from the context or circumstances to be nonpublic, unless an appropriate nondisclosure agreement has been signed with the party offering the information. You should contact the Legal Department to coordinate the appropriate execution of nondisclosure agreements on behalf of the Company.

Even after a nondisclosure agreement is in place, you should accept only the information that is necessary or appropriate to accomplish the purpose of receiving it, such as a decision on whether to proceed to negotiate a deal. If more detailed or extensive information is offered and it is not necessary or appropriate for your immediate purposes, it should be refused. If any such information is inadvertently received, it should be transferred to the Legal Department for appropriate disposition.

Once the Company has received nonpublic information, you should use all reasonable efforts to:

- + abide by the terms of the relevant nondisclosure agreement, including any obligations with respect to the return or destruction of the nonpublic information;
- + limit the use of the nonpublic information to the purpose for which it was disclosed; and
- + disseminate the nonpublic information only to those other Company employees, agents or contractors with a need to know the information to perform their jobs for the Company, as may be set forth in the relevant nondisclosure agreement.

IMPROPERLY OBTAINING OR USING NON-PUBLIC INFORMATION

You may not unlawfully obtain or use the materials, products, intellectual property, proprietary or nonpublic information or other assets of anyone, including suppliers, customers, business partners and competitors. You must respect the copyrights of others and may not use software, services, or other copyrighted material, if doing so would violate the rights of a copyright holder or exceed the terms of a license. You may not coerce or improperly induce past or present employees of other companies to disclose proprietary or nonpublic information of their former or other employers.

05

Healthcare Compliance Program



INTERACTIONS WITH HEALTHCARE PROFESSIONALS

Special rules govern the Company's business and interactions with health care professionals, whether inside or outside of the United States. The Company is committed to:

- + conducting business with integrity and avoiding potential conflicts of interest with health care professionals,
- + ensuring the Company does not unlawfully induce or reward health care professionals in order to recommend, sell, or arrange for the sale of Company products and services, and
- + respecting the independent clinical judgment of health care professionals as they decide the best treatment for patients.

SERVICE ENGAGEMENTS WITH HEALTHCARE PROFESSIONALS

The Company engages healthcare professionals to provide a wide range of valuable and legitimate services. Some examples include arrangements for healthcare professionals to provide education and training, speaking services, participation on advisory boards or focus groups, clinical studies, collaborative research, and arrangements for the development or transfer of intellectual property.

Service engagements with healthcare professionals are subject to certain additional restrictions and limitations. Employees must always act in a manner that is consistent with this Code and the Company's policies and procedures. We encourage you to contact the Healthcare Compliance Department if you have any questions as to whether a service engagement is permissible.

BUSINESS COURTESIES

When permitted, business courtesies may include modest and reasonable meal and refreshment expenses, nominally priced branded promotional items, or educational items. The Company may not provide other items, such as gifts to healthcare professionals, their staff, family, or friends. The Company also may not provide or pay for any entertainment or recreation for healthcare professionals.

Special restrictions also apply when dealing with government employees. For more information, see the section on "Working with Governments".

06

SOX Compliance Program



FINANCIAL REPORTING

As a public company, we are required to follow strict accounting principles and standards, to report financial information accurately and completely in accordance with these principles and standards, and to have appropriate internal controls and procedures to ensure that our accounting and financial reporting complies with law. The integrity of our financial transactions and records is critical to the operation of the Company's business and is a key factor in maintaining the confidence and trust of the patients we serve, our employees and security holders, and other Company stakeholders.

COMPLIANCE WITH FINANCIAL RULES, CONTROLS AND PROCEDURES

It is important that all transactions are properly recorded, classified, and summarized in our financial statements, books and records in accordance with our policies, controls, and procedures, as well as all generally accepted accounting principles, standards, laws, rules, and regulations for accounting and financial reporting. If you have responsibility for or any involvement in financial reporting or accounting, you should have an appropriate understanding of, and you should seek in good faith to adhere to, relevant accounting and financial reporting principles, standards, laws, rules and regulations and the Company's financial and accounting policies, controls and procedures. Please consult Company policies and trainings on financial reporting principles if you are ever unsure about what these responsibilities entail. In the event that you still have questions after reviewing these materials, please contact your Designated Legal or Compliance Officer, or your immediate supervisor. If you are a senior officer, you should seek to ensure that the internal controls and procedures in your business area are in place, understood and followed.

ACCURACY OF FINANCIAL RECORDS AND REPORTS

It is important that those who rely on financial records and reports—managers and other decision makers within the Company, creditors, customers and auditors—have complete, accurate and timely information. False, misleading, or incomplete information undermines the Company's ability to make good decisions about resources, employees and programs, and may in some cases, result in violations of law. Anyone involved in preparing financial or accounting records or reports, including financial statements and schedules, must be diligent in assuring that those records and reports are complete, accurate, and timely. Anyone representing or certifying as to the accuracy of such records and reports should make an inquiry or review adequate to establish a good faith belief in their accuracy.

Even if you are not directly involved in financial reporting or accounting, you are likely involved with financial records or reports of some kind—for example, a voucher, time sheet, invoice or expense report. Most employees also have involvement with product marketing or administrative activities, or performance evaluations, which can affect the Company's reported financial condition or results. Therefore, the Company expects you, regardless of whether you are otherwise required to be familiar with finance or accounting matters, to use all reasonable efforts to ensure that every business record or report with which you deal is accurate, complete and reliable. Please consult relevant Company policies and trainings on financial reporting principles if you are ever unsure about what these responsibilities entail. In the event that you still have questions after reviewing these materials, please contact your Designated Legal or Compliance Officer, or your immediate supervisor.

The Company files reports and other documents with regulatory authorities, including the U.S. Securities and Exchange Commission and the NASDAQ Stock Market. In addition, from time to time the Company makes other public communications, such as issuing press releases.

Depending upon your position with the Company, you may be called upon to provide information to help assure that the Company's public reports and communications are complete, fair, accurate, and understandable. You are expected to use all reasonable efforts to provide complete, accurate, objective, relevant, timely, and understandable answers to inquiries related to the Company's public disclosures.

Individuals involved in the preparation of public reports and communications must use all reasonable efforts to comply with the Company's disclosure controls and procedures, which are designed to ensure full, fair, accurate, timely, and understandable disclosure in our public reports and 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, it is your responsibility to bring this information to the attention of the Legal Department. If you believe that questionable accounting or auditing conduct or practices have occurred or are occurring, you should notify the Audit Committee of the Board.

INTENTIONAL MISCONDUCT REGARDING THE COMPANY'S FINANCIALS

You may not intentionally misrepresent the Company's financial performance or otherwise intentionally compromise the integrity of the Company's reports, records, policies and procedures. For example, you may not:

- + report information or enter information in the Company's books, records, or reports that fraudulently or intentionally hides, misrepresents, or disguises the true nature of any financial or non-financial transaction or result;
- + establish any undisclosed or unrecorded fund, account, asset or liability for any improper purpose;
- + enter into any agreement or participate in any transaction that accelerates, postpones or otherwise manipulates the accurate and timely recording of revenues or expenses;
- + intentionally misclassify transactions as to accounts, business units, or accounting periods; or
- + knowingly assist others in any of the above.

INTERACTIONS WITH FINANCIAL AUDITORS

The Company's auditors have a duty to review our records in a fair and accurate manner. You are expected to cooperate with independent and internal auditors in good faith and in accordance with law. In addition, you must not fraudulently induce or influence, coerce, manipulate or mislead independent or internal auditors regarding financial records, processes, controls or procedures or other matters relevant to their engagement. You may not engage, directly or indirectly, any outside auditors to perform any audit, audit-related, tax or other services, including consulting, without written approval from the CFO and the Audit Committee of the Board of Directors.

INTERACTIONS WITH THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS

The Audit Committee plays an important role in ensuring the integrity of our public reports. If you believe that questionable accounting or auditing conduct or practices have occurred or are occurring, you should notify the Audit Committee of the Board. In particular, the CEO and senior financial officers, such as the CFO, should promptly bring to the attention of the Audit Committee any information of which he or she may become aware concerning, for example:

- + the accuracy of material disclosures made by the Company in its public filings;
- + material weaknesses or significant deficiencies in internal control over financial reporting;
- + any evidence of fraud that involves an employee who has a significant role in the Company's financial reporting, disclosures or internal controls or procedures; or
- + any evidence of a material violation of the policies in this Code regarding financial reporting.

INSIDER TRADING

You may not directly or indirectly—through, for example, significant others, family members, or controlled entities—buy or sell stocks or other securities of the Company or any other Company based on nonpublic information obtained from your work at the Company. In addition, you may not “tip” others by providing them nonpublic information under circumstances that suggest that you were trying to help them make an investment decision. These obligations are in addition to your obligations with respect to nonpublic information generally, as discussed above.

Under U.S. securities laws, it is unlawful for any person who has “material” nonpublic information about a Company to trade in the stock or other securities of that Company or to disclose such information to others who may trade. Material nonpublic information is information about a Company that is not known to the general public and that a typical investor would consider important in making a decision to buy, sell or hold securities. Violations of U.S. securities laws may result in civil and criminal penalties, including disgorgement of profits, civil judgments, fines, and jail sentences.

You should be aware that stock market surveillance techniques are becoming increasingly sophisticated, and the probability that U.S. federal or other regulatory authorities will detect and prosecute even small level trading is significant. Insider trading rules are strictly enforced, even in instances when the financial transactions seem small.

For more information, please refer to the Company's Insider Trading Policy. If you have any questions at all regarding trading in the Company's securities, please contact the General Counsel for guidance.

07

Interactions with Third Parties



INTENT

You should respect the rights of, and deal fairly with, the Company's customers, patients, suppliers, business partners and competitors in compliance with law. You should not take unfair advantage of anyone through deception, misrepresentation, manipulation, coercion, abuse of privileged information, or any intentional unfair business practice.

You should not authorize, offer, promise or give, or solicit or accept, money, gifts, entertainment, privileges, gratuities, benefits or other items of value intended to improperly influence, directly or indirectly, any business decision or that otherwise violate law or create the appearance of impropriety. You should contact the Designated Legal or Compliance Officer if you have any questions as to whether a payment is proper.

INTERACTIONS WITH HEALTHCARE PROFESSIONALS AND HEALTHCARE ORGANIZATIONS

The Company encourages appropriate relationships and interactions with health care providers and professionals so that the Company can better understand the needs of patients and caregivers and how the Company can best address them. All interactions with health care providers and professionals must be conducted with integrity and respect for the independence of the provider and must not be influenced by financial considerations.

INTERACTIONS WITH VENDORS AND SUPPLIERS

The Company's policy is to select suppliers based on the merits of their products, services and business practices and to purchase supplies based on need, quality, service, price and other terms and conditions of sale. You may not establish a business relationship with any supplier if you know that its business practices violate applicable laws, or the relationship is a conflict of interest. If you would like clarification as to whether a business arrangement could potentially violate this policy, please contact the Designated Legal or Compliance Officer.

INTERACTIONS WITH COMPETITORS

It is the Company's policy to lawfully compete in the marketplace. The Company's commitment to fairness includes respecting the rights of our competitors to compete lawfully in the marketplace and abiding by all applicable laws in the course of competing.

Most countries have well developed bodies of law designed to encourage and protect free and fair competition. These laws are broad and far-reaching and regulate the Company's relationships with its distributors, resellers, suppliers and customers. Competition laws generally address the following areas: pricing practices (including predatory pricing, price fixing and price discrimination), discounting, terms of sale, credit terms, promotional allowances, secret rebates, exclusive dealerships or distributorships, product bundling, restrictions on carrying competing products, termination, and many other practices.

Competition laws also govern, usually quite strictly, relationships between the Company and its competitors. Collusion among competitors is illegal, and the consequences of a violation are severe. You must not enter into an agreement or understanding, written or oral, express or implied, with any competitor concerning prices, discounts or other terms or conditions of sale; profits or profit margins; costs; allocation of product, customers, markets or territories; limitations on production or supply; boycotts of customers or suppliers; or bids or the intent to bid, or even discuss or exchange information on these subjects.

The Company is committed to obeying both the letter and spirit of these laws, which are often referred to as antitrust, consumer protection, competition or unfair competition laws. Although the spirit of these laws is straightforward, their application to particular situations can be quite complex. To ensure that the Company complies fully with these laws, you should have a basic knowledge of them and should promptly involve our Legal Department when questionable situations arise.

INTERACTIONS WITH GOVERNMENT ENTITIES

Special rules govern our business and other dealings with governments. Employees and contractors of the Company should use all reasonable efforts to comply with all applicable laws and regulations governing contact and dealings with governments, government employees and public officials, including all applicable laws and regulations prohibiting bribery and corruption. If you deal with governments, government employees or public officials, you should undertake to understand the special rules that apply. If you have any questions concerning government relations, you should contact the Designated Legal Officer.

INTERACTIONS WITH REGULATORY AUTHORITIES

You must cooperate with appropriate government inquiries and investigations in accordance with law. It is important, however, to protect the legal rights of the Company with respect to its nonpublic information. All government requests for Company information, documents, or investigative interviews should be referred to the Legal Department. You should work with the Legal Department in responding to requests by regulatory authorities to ensure appropriate responses and to avoid inappropriate disclosure of attorney-client privileged materials, trade secret information, or other nonpublic information. This policy should not be construed to prevent an employee from disclosing information to a government or law enforcement agency where the employee has reasonable cause to believe that the information discloses a violation of, or noncompliance with, a state or federal statute or regulation.

INTERACTIONS WITH ELECTED REPRESENTATIVES AND OTHER GOVERNMENT OFFICIALS

The Company reserves the right to communicate its position on important issues to elected representatives and other government officials. It is the Company's policy to comply fully with all local, state, federal, foreign and other applicable laws, rules and regulations regarding political contributions. The Company's assets—including Company funds, employees' work time and Company premises and equipment—must not be used for, or be contributed to, political campaigns or political activities under any circumstances without prior written approval from the CEO and Legal Department.

INTERACTIONS WITH FOREIGN PUBLIC OFFICIALS OR GOVERNMENT EMPLOYEES

You may not offer any payment or business amenity to a public official or a government employee if doing so could reasonably be construed as having any connection with the Company's business, even if it has a nominal value or no value at all. You should be aware that what may be permissible in dealings with commercial businesses may be deemed illegal and possibly criminal in dealings with the government. You should contact the Designated Legal Officer for guidance.

Whether you are located in the United States or abroad, you are also responsible for fully complying with the Foreign Corrupt Practices Act. The Foreign Corrupt Practices Act makes it illegal to offer, pay, promise to pay or authorize to pay any money, gift or other item of value to any foreign government official or any other person to improperly influence an act or decision of a government official, or to obtain any improper business advantage.

The Foreign Corrupt Practices Act forbids doing indirectly, such as through an agent, reseller, or consultant, that it would be illegal to do directly. Health care professionals are commonly considered foreign government officials because they are affiliated with government-owned or government-controlled hospitals or clinics. Additionally, regulatory registrations and approvals in foreign countries give rise to interactions with government officials. In addition, we may be held responsible if distributors or agents violate anti-corruption laws. All managers and supervisory personnel are expected to monitor continued compliance with the Foreign Corrupt Practices Act. If you have questions or concerns about the Foreign Corrupt Practices Act, please contact the Designated Legal Officer.

INTERACTIONS WITH LOBBYISTS

You must obtain approval from the CEO and Legal Department (or their respective designated proxies) 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. Work activity covered by this policy includes meetings with legislators or members of their staffs or with senior executive branch officials on behalf of the Company. Activities beyond direct communication with executive and legislative branch officials also may be considered lobbying under this Code. For example, preparation, research and other background activities that are done in support of such lobbying communication are also covered by this policy even if the communication ultimately is not made. Any questions about what constitutes lobbying activity under this Code should be referred to the Legal Department. Company employees are responsible for maintaining documentation and recording the following information regarding lobbying activities: (a) a brief description of the lobbying activity, (b) the intended recipient(s) of the lobbying communication, and (c) number of hours spent on the lobbying activity.

TRADE RESTRICTIONS

A number of countries maintain controls on the destinations to which products or software may be exported. Some of the strictest export controls are maintained by the United States against countries that the U.S. government considers unfriendly or as supporting international terrorism. The U.S. regulations are complex and apply both to exports from the United States and to re-exports of certain products from other countries when those products are of U.S. origin or contain U.S.-origin components or technology. Additionally, sanctions regulations may prohibit dealings with certain countries or persons, although as a provider of medical products the Company may be able to obtain or rely on licenses or exceptions to general prohibitions.

Accordingly, you must ensure that the Company and its subsidiaries do not export, re-export or transfer any Company products or engage in other dealings with third parties in violation of applicable Export Regulations. Without limiting the generality of the foregoing, products shall not be, directly or indirectly, sold, leased, assigned, transferred, conveyed or in any other manner disposed of in any country or region subject to comprehensive United States sanctions or embargo or to any person that has been designated or sanctioned without all licenses or authorizations required under law.

The Legal Officer can provide you with guidance on which countries are prohibited destinations. The Company also has in place a screening procedure to review customers and distributors sanctions status.



08

Additional Information



AT-WILL EMPLOYMENT

Nothing in this Code of Business Conduct and Ethics creates or implies an employment contract or term of employment. Employment at the Company is employment at-will. Employment at-will may be terminated with or without cause and with or without notice at any time by the employee or the Company. Nothing in this Code shall limit the right to terminate employment at-will. No employee of the Company has any authority to enter into any agreement for employment for a specified period of time or to make any agreement or representation contrary to the Company's policy of employment at-will. Only the CEO of the Company has the authority to make any such agreement, which must be in writing.

The policies in this Code do not constitute a complete list of Company policies or a complete list of the types of conduct that can result in discipline, up to and including discharge. The information herein can be changed or revoked unilaterally by the Company at any time and is not all-inclusive.

DISTRIBUTION OF THE CODE

All employees will receive a copy of this Code at the time they join the Company. Employees also will annually receive a copy of, and training on, the Code. Agents and contractors should also be provided a copy of this Code.

APPROVALS AND WAIVERS

Except as otherwise provided in this Code, the Board or its designated committee must review and approve any matters requiring special permission under this Code for a member of the Board or an executive officer. Except as otherwise provided in this Code, the CFO and the Legal Department must review and approve any matters requiring special permission under this Code for any other employee, agent or contractor.

Any waiver of any provision of this Code for a member of the Board or an executive officer must be approved in writing by the Board or its designated committee and promptly disclosed, along with the reasons for the waiver, to the extent required by law or regulation. Any waiver of any provision of this Code with respect to any other employee, agent or contractor must be approved in writing by the CFO and the Legal Department.

Copies of approvals and waivers will be retained by the Company.

ACKNOWLEDGEMENT

Each employee shall acknowledge receipt of, and commitment to comply with, this CareDx Code of Business Conduct and Ethics in the CareDx training management system.

REVISION HISTORY

VERSION	DOCUMENT	CHANGES	REASON FOR CHANGE
2.0	X-CCEP-00001	+ Periodic review	Update to CEO message, language around mission and vision, and other edits following periodic review.
1.0	X-CCEP-00001	+ Added chapter regarding culture + Periodic review + Layout	+ 2023 Compliance Workshop with CLT + Overall look and feel
1.0	Compliance-022	+ Document number updated	+ Policy is owned by Compliance
4.0	X-Q-00050	+ Revised Code of Conduct with Support from Legal and Outside	+ Updated Policy to aligned with overall business requirements
3.0	X-Q-00050	+ Changed contact person on page 18 to Douglas Miller + Added to Document number + Clarified Designated Legal Officer	+ Updated Policy to aligned with overall business requirements
2.0	X-Q-00050	+ Changed Company name on the document to CareDx	+ Updated Policy to aligned with overall business requirements
1.0	X-Q-00050	+ N/A	+ New Document

