

SEQUENOM, INC.
CODE OF BUSINESS CONDUCT AND ETHICS

This Code of Business Conduct and Ethics (the “Code”) is designed to ensure compliance with legal requirements and our standards of business conduct. We are committed to maintaining the highest standards of business conduct and ethics. This Code reflects the business practices and principles of behavior that support this commitment. We expect every employee, officer and director to read and understand this Code and its application to the performance of his or her business responsibilities. References in this Code to employees are intended to cover officers and, as applicable, directors.

As an employee, your responsibility is to respect and adhere to these practices, as well as ensure that all third-party agents and contractors are aware of, understand and conform to Code standards when working for or on behalf of SEQUENOM.

SEQUENOM’s integrity and reputation depend on the honesty, fairness and character of each person associated with us. It is the responsibility of each employee to apply common sense, together with his or her own highest personal principles, to make ethical business decisions where there is no stated guideline in this Code. Unyielding personal integrity is the foundation of corporate integrity.

Because the principles described in this Code are general in nature, you should also review all applicable Company policies and procedures for more specific instruction and contact any member of the Human Resources Department or the head of the Legal Department ((858) 202-9000) if you have any questions. For reporting any violations of this Code, please see Section 13 of this document and also Appendix A which include detailed contact information for confidential reporting.

We are committed to continuously reviewing and updating our policies and procedures, therefore, this Code is subject to modification. This Code supersedes all other such codes, policies, procedures, instructions, practices, rules or written or verbal representations to the extent they are inconsistent. Nothing in this Code alters the Employment At-Will policy of SEQUENOM.

1. Legal Compliance

Our success in obeying both the letter and spirit of the law depends upon each employee operating within legal guidelines and cooperating with local, national and international authorities. It is therefore essential that you understand the legal and regulatory requirements applicable to your business unit and area of responsibility. While we do not expect you to memorize every law, rule and regulation, you should be able to determine when to seek advice from others. If you have a question in the area of legal compliance, do not hesitate to contact any member of the Human Resources Department or the head of the Legal Department.

Violation of domestic or foreign laws, rules and regulations may subject an individual, as well as SEQUENOM, to civil or criminal penalties. You should be aware that all records, including emails, are subject to internal and external audits and to discovery by third parties in

the event of a government investigation or civil or criminal litigation. It is in everyone's best interests to know and comply with our legal and ethical obligations.

Violation of the law or this code will not be tolerated. You should not hesitate to contact any member of the Human Resources Department or the head of the Legal Department in order to ask questions concerning proper conduct, voice concerns or request clarification of gray areas. In addition, you should be alert to possible breaches of the law or this Code by others and report suspected offenses, without fear of reprisal to a member of the Human Resource or head of the Legal Department. Any employee who violates the law or the standards in this Code may be subject to disciplinary action, up to and including termination of employment and, in appropriate cases, civil legal action or referral for criminal prosecution.

2. Applicable Laws

SEQUENOM expects our employees to comply with all applicable laws in countries to which they travel, in which they operate and where we otherwise do business, including laws prohibiting bribery, corruption, or the conduct of business with specified individuals, companies or countries. The fact that in some countries certain laws are not enforced, or that violation of those laws is not subject to public criticism, is not an acceptable excuse for noncompliance. Employees must also adhere to U.S. laws, rules and regulations governing the conduct of business by its citizens and corporations outside the United States.

These U.S. laws, rules and regulations, which extend to all our activities outside the United States, include:

- The Foreign Corrupt Practices Act, which prohibits directly or indirectly giving anything of value to a government official in order to obtain or retain business or favorable treatment and requires the maintenance of accurate books of account, with all company transactions being properly recorded;
- U.S. Embargoes, which restrict or, in some cases, prohibit companies, their subsidiaries and their employees from doing business with certain other countries identified on a periodically updated list, specific companies or individuals;
- Export Controls, which restrict travel to designated countries or prohibit or restrict the export of goods, services and technology from the United States to designated countries, denied persons or denied entities, or the re-export of U.S.-origin goods from the country of original destination to such designated countries, denied companies or denied entities; and
- Antiboycott Compliance, which prohibits U.S. companies from taking any action that has the effect of furthering or supporting a restrictive trade practice or boycott that is fostered or imposed by a foreign country against a country friendly to the United States or against any U.S. person.

If you have a question as to whether an activity is restricted or prohibited, seek assistance before taking any action, including providing any verbal assurances that might be regulated by international laws.

3. Conflicts of Interest

What constitutes conflict of interest? A conflict of interest exists where the interest or benefits of one person or entity conflict with the interests or benefits of the Company. A conflicting personal interest could result from an expectation of personal gain now or in the future, or from a need to satisfy a prior or concurrent personal obligation. We expect our employees to be free from influences that are at odds with the best interests of SEQUENOM. Even the appearance of a conflict of interest where none actually exists can be damaging and should be avoided. Conflicts of interest are prohibited unless specifically authorized.

Action by members of your family or other persons who live in your household may potentially result in ethical issues to the extent that they involve SEQUENOM business. For example, acceptance of inappropriate gifts by a family member from one of our suppliers could create a conflict of interest and result in a Code violation attributable to you. Consequently, in complying with this Code, you should consider not only your own conduct, but also that of your family members and other persons who live in your household.

Whether or not a conflict of interest exists or will exist can be unclear. If you have any questions about a potential conflict, or if you become aware of an actual or potential conflict, and you are not an officer or director of SEQUENOM, you should discuss the matter with a member of the Human Resources Department or the head of the Legal Department. Supervisors may not authorize conflict of interest matters without first seeking the approval of the head of the Legal Department. If the supervisor is involved in the potential or actual conflict, you should discuss the matter directly with a member of the Human Resources Department or the head of the Legal Department. Officers and directors may seek authorization from the Audit Committee of the Board of Directors.

Factors that may be considered in evaluating a potential conflict of interest include:

- whether the employee has access to confidential information;
- whether it may interfere with the employee's job performance, responsibilities or morale;
- whether it may interfere with the job performance, responsibilities or morale of others within the organization;
- any potential adverse or beneficial impact on our business;
- any potential adverse or beneficial impact on our relationships with our customers, suppliers or other service providers;
- whether it would enhance or support a competitor's position;

- the extent to which it would result in financial or other benefit (direct or indirect) to the employee;
- the extent to which it would result in financial or other benefit (direct or indirect) to one of our customers, suppliers or other service providers; and
- the extent to which it would appear improper to an outside observer.

The following are examples of situations that may, depending on the facts and circumstances, involve conflicts of interests:

- *Employment by, consulting for or service on the board of a competitor, customer, supplier or service provider.* Activity that enhances or supports the position of a competitor to the detriment of SEQUENOM is prohibited, including employment by or service on the board of a competitor. Employment by or service on the board of a customer, supplier or service provider is generally discouraged, and you must seek authorization in advance if you plan to take such action.
- *Owning, directly or indirectly, a significant financial interest in any entity that does business, seeks to do business or competes with us.* In addition to the factors described above, persons who are evaluating whether or not to invest in one of these entities should consider the size and nature of the investment; the nature of the relationship between the other entity and SEQUENOM; the employee's access to confidential information; and the employee's ability to influence SEQUENOM's decisions. If you would like to acquire a financial interest of this kind, you must seek approval in advance.
- *Soliciting or accepting gifts, favors, loans or preferential treatment from any person or entity that does business or seeks to do business with us.*
- *Soliciting contributions to any charity or for any political candidate from any person or entity that does business or seeks to do business with us.*
- *Taking personal advantage of corporate opportunities.*
- *Moonlighting without permission.*
- *Conducting our business transactions with a family member, person who shares your household or a business in which you have a significant financial interest.* Transactions involving any executive officer or director will be publicly disclosed as required by applicable laws and regulations.
- *Exercising supervisory or other authority on behalf of SEQUENOM over a co-worker who is also a family member.* The employee's supervisor and the members of the Human Resources department will assess the advisability of reassignment.

- *Loans to, or guarantees of obligations from, employees or their family members by SEQUENOM.* Some loans are expressly prohibited by law and applicable law requires that our Board of Directors approve all loans and guarantees to employees.

Corporate Opportunities

You may not take personal advantage of opportunities that are presented to you or discovered by you as a result of your position with us or through your use of corporate property or information, unless authorized by the head of the Legal Department. Even opportunities that are acquired privately by you may be questionable if they are related to our existing or proposed lines of business. Participation in an investment or outside business opportunity that is related to our existing or proposed lines of business must be pre-approved. You cannot use your position with us or corporate property or information for improper personal gain, nor can you compete with us in any way.

4. Confidentiality

One of our most important assets is our confidential information. Employees who have received or have access to confidential information should take care to keep this information confidential. Confidential information may include business, marketing and service plans, financial information, product architecture, source codes, engineering and manufacturing ideas, designs, databases, customer lists, pricing strategies, personnel data, personally identifiable information pertaining to our employees, customers or other individuals (including, for example, names, addresses, telephone numbers and social security numbers) and similar types of information provided to us by our customers, suppliers and partners. This information may be protected by patent, trademark, copyright or trade secret laws.

Because we interact with other companies and organizations, there may be times when you learn confidential information about other companies before that information has been made available to the public. You must treat this information in the same manner as you are required to treat our confidential and proprietary information. There may even be times when you must treat as confidential the fact that we have an interest in, or are involved with, another company.

Except when disclosure is authorized or legally mandated, you must not share our or our suppliers', customers' or business partners' confidential information with third parties or others within SEQUENOM who have no legitimate business purpose for receiving that information. Doing so would constitute a violation of the proprietary information and inventions agreement that you signed upon joining us. Unauthorized use or distribution of this information could also be illegal and result in civil liability and/or criminal penalties. You are expected to keep confidential and proprietary information confidential unless and until that information is released to the public through approved channels (usually through a press release, an SEC filing or a formal communication from a member of senior management).

You should also take care not to inadvertently disclose confidential information. Materials that contain confidential information, such as memos, notebooks, computer disks and laptop computers, should be stored securely. Unauthorized posting or discussion of any information concerning our business, information or prospects on the Internet is prohibited. You

may not discuss our business, information or prospects in any “chat room,” regardless of whether you use your own name or a pseudonym. Be cautious when discussing sensitive information in public places like elevators, airports, restaurants and “quasi-public” areas within SEQUENOM, such as cafeterias. All SEQUENOM emails, voicemails and other communications are presumed confidential and should not be forwarded or otherwise disseminated outside of SEQUENOM, except where required for legitimate business purposes.

In addition to the above responsibilities, if you are handling information protected by any privacy policy published by us, then you must handle that information solely in accordance with the applicable policy.

5. Media/Public Discussions

It is our policy to disclose material information concerning SEQUENOM to the public only through specific limited channels to avoid inappropriate publicity and to ensure that all those with an interest in the company will have equal access to information. All inquiries or calls from the press and financial analysts should be referred to the Chief Financial Officer or the Investor Relations department. We have designated our Chief Executive Officer, Chief Financial Officer and Investor Relations department as our official spokespersons for financial matters. Unless a specific exception has been made by the Chief Executive Officer or Chief Financial Officer, these designees are the only people who may communicate with the press on behalf of SEQUENOM.

6. Insider Trading

Employees who have access to confidential (or “inside”) information are not permitted to use or share that information for stock trading purposes, or for any other purpose except to conduct Company-related business. All non-public information about SEQUENOM or about companies with which we do business is considered confidential information. To use material non-public information in connection with buying or selling securities, including “tipping” others who might make an investment decision on the basis of this information, is not only unethical, it is illegal. Employees must exercise the utmost care when handling material inside information. SEQUENOM has a separate Insider Trading Policy to which you are bound as a condition of your employment here. You should consult the Insider Trading Policy for specific information on the definition of “material inside information” and on buying and selling our securities or securities of companies with which we do business. Because short sales, and any other transaction in which an employee would derive an economic benefit as a result of a decline in SEQUENOM’s stock price, represent a bet that SEQUENOM’s stock price will decline and present an actual or apparent conflict of interest, all employees are prohibited from engaging in such transactions.

7. Protection and Proper Use of Company Assets

All employees are expected to protect our assets and ensure their efficient use. Theft, carelessness and waste have a direct impact on our profitability. Our property, such as computer equipment, buildings, furniture, office supplies, products and inventories are expected to be used only for legitimate business purposes, although incidental personal use may be permitted.

Employees should be mindful of the fact that we retain the right to access, review, monitor and disclose any information transmitted, received or stored using our electronic equipment, with or without an employee's or third party's knowledge, consent or approval. Any misuse or suspected misuse of our assets must be immediately reported to any member of the Human Resources Department or the head of the Legal Department.

Misuse of Company Computer Equipment

You may not, while acting on behalf of SEQUENOM or while using our computing or communications equipment or facilities, either:

- access the internal computer system (also known as “hacking”) or other resource of another entity without express written authorization from the entity responsible for operating that resource; or
- commit any unlawful or illegal act, including harassment, libel, fraud, sending of unsolicited bulk email (also known as “spam”) in violation of applicable law, trafficking in contraband of any kind or espionage.

If you receive authorization to access another entity's internal computer system or other resource, you must make a permanent record of that authorization so that it may be retrieved for future reference, and you may not exceed the scope of that authorization.

All data residing on or transmitted through our computing and communications facilities, including email and word processing documents, is the property of SEQUENOM and subject to inspection, retention and review by SEQUENOM in accordance with applicable law.

8. Maintenance of Corporate Books, Records, Documents and Accounts; Financial Integrity; Public Reporting

The integrity of our records and public disclosure depends on the validity, accuracy and completeness of the information supporting the entries to our books of account. Therefore, our corporate and business records should be completed accurately and honestly. The making of false or misleading entries, whether they relate to financial results or test results, is strictly prohibited. Our records serve as a basis for managing our business and are important in meeting our obligations to customers, suppliers, creditors, employees and others with whom we do business. As a result, it is important that our books, records and accounts accurately and fairly reflect, in reasonable detail, our assets, liabilities, revenues, costs and expenses, as well as all transactions and changes in assets and liabilities. We require that:

- no entry be made in our books and records that intentionally hides or disguises the nature of any transaction or of any of our liabilities, or that misclassifies any transactions as to accounts or accounting periods;
- transactions be supported by appropriate documentation;

- the terms of sales and other commercial transactions be reflected accurately in the documentation for those transactions and all such documentation be reflected accurately in our books and records;
- employees comply with our system of internal controls; and
- no cash or other assets be maintained for any purpose in any unrecorded or “off-the-books” fund.

Our accounting records are also relied upon to produce reports for our management, stockholders and creditors, as well as for governmental agencies. In particular, we rely upon our accounting and other business and corporate records to prepare the periodic and current reports we file with the Securities and Exchange Commission. These reports must provide full, fair, accurate, timely and understandable disclosure and fairly present our financial condition and results of operations. Employees who collect, provide or analyze information for or otherwise contribute in any way in preparing or verifying these reports should strive to ensure that our financial disclosure is accurate and transparent. In addition, these employees should verify that our reports contain all the relevant information about SEQUENOM that would enable stockholders and potential investors to assess the soundness and risks of our business and finances and the quality and integrity of our accounting and disclosures.

9. Gifts and Entertainment

Business entertainment and gifts are meant to create goodwill and sound working relationships and not to gain improper advantage with customers or facilitate approvals from government officials. Unless express permission is received from a supervisor, any member of the Human Resource Department or the head of the Legal Department, entertainment and gifts cannot be offered, provided or accepted by any employee unless consistent with customary business practices and not (a) excessive in value, (b) in cash, (c) susceptible of being construed as a bribe or kickback or (d) in violation of any laws. This principle applies to our transactions everywhere in the world, even where the practice is widely considered “a way of doing business.” Under some statutes, such as the United States Foreign Corrupt Practices Act (further described in Section 2), giving anything of value to a government official in order to obtain or retain business or favorable treatment is a criminal act subject to prosecution and conviction. Discuss with any member of the Human Resources Department or the head of the Legal Department any proposed entertainment or gifts that you consider questionable.

10. Antitrust

Antitrust laws are designed to protect the competitive process. These laws generally prohibit:

- agreements, formal or informal, with competitors that harm competition or customers, including price fixing and allocations of customers, territories or contracts;
- agreements, formal or informal, that establish or fix the price at which a customer may resell a product; and

- the acquisition or maintenance of a monopoly or attempted monopoly through anti-competitive conduct.

Certain kinds of information, such as pricing, production and inventory, should not be exchanged with competitors, regardless of how innocent or casual the exchange may be and regardless of the setting, whether business or social.

Understanding the requirements of antitrust and unfair competition laws of the various jurisdictions where we do business can be difficult, and you are urged to seek assistance from the head of the Legal Department whenever you have a question relating to these laws.

11. Fair Dealing

We strive to outperform our competition fairly and honestly. Advantages over our competitors are to be obtained through superior performance of our products and services, not through unethical or illegal business practices. Acquiring proprietary information from others through improper means, possessing trade secret information that was improperly obtained, or inducing improper disclosure of confidential information from past or present employees of other companies is prohibited, even if motivated by an intention to advance our interests. If information is obtained by mistake that may constitute a trade secret or other confidential information of another business, or if you have any questions about the legality of proposed information gathering, you must consult a member of the Human Resources Department or the head of the Legal Department. You are expected to deal fairly with our customers, suppliers, employees and anyone else with whom you have contact in the course of performing your job. No employee may take unfair advantage of anyone through misuse of confidential information, misrepresentation of material facts or any other unfair dealing practice.

Employees involved in procurement have a special responsibility to adhere to principles of fair competition in the purchase of products and services by selecting suppliers based exclusively on normal commercial considerations, such as quality, cost, availability, service and reputation, and not on the receipt of special favors.

12. Waivers

Any waiver of this Code for executive officers or directors may be authorized only by our Board of Directors or a committee of our Board and will be disclosed to stockholders as required by applicable laws, rules and regulations.

13. Compliance Standards and Procedures

Compliance Resources

The Board of Directors has appointed a Compliance Committee made up of the head of the Legal Department, the head of the Finance Department and the head of the Human Resources Department with the responsibility of overseeing and administering the Code of Business Conduct and Ethics. Compliance Committee members may be reached at (858) 202-9000.

Your most immediate resource for any matter related to this Code is your supervisor. He or she may have the information you need, or may be able to refer the question to the appropriate source. You should also feel free to discuss your concerns with a member of the Human Resources Department or the head of the Legal Department, or the head of the Finance Department.

Of course, if your concern involves potential misconduct by another person and/or relates to questionable accounting or auditing matters under SEQUENOM's Open Door Policy for Reporting Complaints, you may report that misconduct as set forth in such policy.

In the United States, National Hotline Services, a third party company, has been contracted to receive and retain reports of any violations of this Code. Reports can be filed through a toll-free help line at (800) 826-6762, (see Appendix A hereto for international access codes) or through NHS's confidential website, www.nhsonlinereporting.com (SEQUENOM's Company Identification is SEQ). All calls to the toll-free number are anonymous. However, you may reveal your identity during the call in order to allow the Company Representative conducting the investigation into your call to follow-up with you for additional details that may be necessary for further inquiry. Whether you identify yourself or remain anonymous, your telephonic or website contact with National Hotline Services will be kept strictly confidential to the extent reasonably possible within the objectives of this Code.

Clarifying Questions and Concerns; Reporting Possible Violations

If you encounter a situation, or are considering a course of action and its appropriateness is unclear, discuss the matter promptly with a member of the Human Resources Department or the head of the Legal Department. Even the appearance of impropriety can be very damaging and should be avoided.

If you are aware of a suspected or actual violation of Code standards by others, you have a responsibility to report it. You are expected to promptly provide a compliance resource with a specific description of the violation that you believe occurred, including any information you have about the persons involved and the time of the violation. If you report a violation in good faith, you should do so without fear of any form of retaliation. We will take prompt disciplinary action against any employee who retaliates against you, up to and including termination of employment.

Supervisors must promptly report any complaints or observations of Code violations to a member of the Human Resources Department or the head of the Legal Department. A company representative from the Human Resources Department or Legal Department will investigate all reported possible Code violations promptly and with the highest degree of confidentiality that is possible under the specific circumstances. Your cooperation in the investigation will be expected. The appropriate members of the Audit Committee or Board of Directors will be consulted as needed in any investigation of violation of a Code.

If the investigation indicates that a violation of this Code has probably occurred, we will take such action as we believe to be appropriate under the circumstances. If we determine that an employee is responsible for a Code violation, he or she will be subject to disciplinary action up

to, and including, termination of employment and, in appropriate cases, civil action or referral for criminal prosecution. Appropriate action may also be taken to deter any future Code violations.

APPENDIX A

ACCESS CODES FOR INTERNATIONAL HOTLINE CALLS:

Germany	0-800-2255-288
UK	0800-89-0011 (BT) 0500-89-0011 (C&W)
India	000-117
Hong Kong	800-96-1111 (Hong Kong) 800-93-2266 (New World)
Japan	00 539-111 (KDDI) 00 665-5111 (Softbank Telecom)
China	108-888 (Northern region, including Beijing and vicinity) 108-11 (Southern region, including Shanghai and vicinity)
Australia	1-800-551-155 (Optus) 1-800-881-011 (Telstra)