

Governance

AntiTrust Law Compliance Statement

General Policy Statement: Novanta Inc. will strictly comply in good faith with the letter and spirit of all antitrust laws in any location in which Novanta transacts business.

Applicability of Antitrust policy: The policy applies to Novanta and its subsidiaries worldwide, and all of their respective officers, directors and employees.

Novanta is committed to conducting business ethically, honestly and in full compliance with the letter and spirit of applicable laws and regulations, including Canadian, E.U., U.S. and other international antitrust and competition laws.

Novanta's Antitrust and Competition Law Policy is available on the internal network and upon request. All officers, directors and employees are expected to read, understand and comply with the policy. It provides lengthier guidance and examples of situations which might cause concern.

Antitrust law is a complex area of law. How to apply the law is not always easy to discern. When in doubt, the employee (or officer or director) should consult with Novanta's Legal department. The employee should consult with Senior Legal Counsel whenever there is a question as to the appropriateness of a particular business decision or course of action, whether small or large. Directors, officers and employees who know or hear of any misconduct that might raise potential competition risks, including violations of this Policy and any applicable law or regulation, must immediately report such concerns to Novanta Senior Legal Counsel.

Violations of the Novanta Antitrust Policy or applicable laws in any jurisdiction may result in disciplinary action up to and including termination of the person's relationship with Novanta. Violations of law may also result in legal liability for Novanta and individual employees involved in the misconduct and could lead to significant fines and penalties. Individuals could face jail time.

Reporting actual and suspected violations is required. Novanta will not tolerate retaliation against any individual filing a good-faith complaint with management, the Board, Human Resources, Legal or Finance or with any individual who cooperates with an investigation.

/s/ Matthijs Glastra

Matthijs Glastra
Chief Executive Officer
Novanta Inc.