

2026



# Code of Conduct

*JUNE 2026*

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## Introduction

### Message from Leadership

At QOL Medical (“QOL”), our mission is to solve complex disease challenges with elegant solutions and to change the world, one patient at a time. Every day, we strive to deliver life-changing therapies while adhering to applicable ethical and legal standards in the way we conduct our business. This Code of Conduct (“Code”) defines our commitment to uphold our values and maintain trust with patients, healthcare professionals (“HCPs”), and the communities with which we work.

As a part of the QOL team, you play a critical role in fostering a culture of integrity, honesty, and accountability. Together, we are responsible for ensuring that our actions reflect our values and meet the expectations of patients, providers, and the broader public.

This Code provides guidance to help navigate the complexities of our industry and reinforce our shared responsibility to act ethically and in compliance with applicable laws and regulations. By embracing the principles of this Code, you ensure that we remain a trusted leader within our field.

Thank you for your unwavering dedication to our mission and values. Together, we are changing lives, one patient at a time.

Derick Cooper, CEO

## Purpose & Scope

QOL's Code of Conduct exists to guide QOL and its affiliates (collectively, "we/our/us" or the "Company") in upholding applicable standards of ethical behavior and legal compliance. It serves as a foundational resource for understanding our responsibilities and making decisions that align with our values.

### **Purpose**

- Promote a culture of integrity and ethical decision-making across all levels of the organization
- Ensure compliance with applicable laws and regulations governing our operations
- Protect and encourage the trust of patients, HCPs, and the communities with which we work

### **Scope**

This Code applies to all Company employees, officers, and directors (collectively, "employees"). It outlines expectations for ethical conduct in every aspect of our work, including interactions with colleagues, patients, HCPs, government officials, and the communities with which we work. We also expect the third parties that we engage, including contractors, vendors, and consultants, to conduct their businesses and operations legally, ethically, and in accordance with the principles described in this Code. If you have any questions or concerns about whether a third party is acting illegally, unethically, or inconsistently with the principles of this Code, please reach out to the Compliance team as soon as possible.

While the Code provides a comprehensive framework, it cannot address every situation or challenge. Laws, regulations, policies, and procedures may change and can vary by location and job function. Employees are encouraged to seek guidance from their managers, the Compliance team, or other available resources (such as QOL's *Employee Handbook* or QOL's *Compliance Policy Manual*), and third parties are encouraged to seek guidance from the Compliance team whenever questions or uncertainties arise.

## Our Standards

### Principles & Values

Our principles and values guide every aspect of our work, from the care we provide to the decisions we make. We strive to foster an environment rooted in ethical practices, collaboration, and continuous improvement. By maintaining high standards of professionalism, fairness, and innovation, we ensure that our actions consistently align with the trust placed in us by patients, HCPs, partners, and the communities with which we work.

### Speaking Up

We are committed to fostering a culture of honesty and transparency, where employees feel empowered to voice concerns. All employees have a responsibility to be our eyes and ears and are obligated to report potential or suspected violations of laws or Company policies or procedures in a timely manner, regardless of job location, functional role, position, or tenure. Speaking up ensures we uphold our values and remain committed to ethical and compliant practices.

#### **Speak up if you:**

- Witness or suspect violations of the law, this Code, or Company policies or procedures
- Encounter unethical behavior or practices
- Are uncertain about a situation and need guidance

#### **How to Report Compliance Concerns:**

- Speak with your manager or supervisor
- Contact the Compliance team at [compliance@qolmed.com](mailto:compliance@qolmed.com)
- Use the confidential reporting hotline available online via [tinyurl.com/QOL-Medical-Hotline](https://tinyurl.com/QOL-Medical-Hotline) (reporters have the option to remain anonymous)

## Non-Retaliation & Confidentiality

We strictly prohibit retaliation against anyone who reports a concern in good faith.

We handle all reports with seriousness and discretion, ensuring anonymity whenever possible and permissible by local laws. Retaliation, including actions such as demotion, harassment, or termination, is not tolerated and may result in disciplinary action up to and including termination.

## Investigations & Disciplinary Action

When employees raise concerns or reports, we are committed to addressing them promptly, fairly, and thoroughly. Our process ensures accountability while maintaining respect for all individuals involved.

We investigate and evaluate all reports of misconduct, violations, or unethical behavior on a case-by-case basis with impartial judgement and discretion. We expect employees to cooperate fully with investigations.

If misconduct is confirmed, we will take appropriate corrective actions as needed, which may include but are not limited to policy or procedure changes, additional training, or remediation measures.

Violations of this Code, Company policies, procedures, or trainings, or applicable laws may result in disciplinary action, up to and including termination of employment. Disciplinary measures will be proportional to the severity of the violation and applied consistently across the organization.

## Compliance with Laws and Regulations

Compliance with U.S. laws and regulations is essential to maintaining trust and ensuring ethical operations. We are committed to adhering to all applicable federal and state requirements that govern our business activities.

Some of the U.S. laws that apply to our operations include the Federal Food, Drug, and Cosmetic Act (FDCA), the False Claims Act (FCA), the Anti-Kickback Statute (AKS), the Health Insurance Portability and Accountability Act (HIPAA), the Sunshine Act, and the Foreign Corrupt Practices Act (FCPA). Our internal standards help to ensure compliance not only with these laws, but with all applicable laws and regulations.

Employees are responsible for knowing and understanding the requirements that apply to their roles and areas of responsibility. Refer to our internal standards, such as policies, procedures, and training, to ensure compliance with the requirements that apply to your role and responsibilities. If an employee has any doubts about whether any action might violate a local, state, or federal law, they should contact the Compliance team for guidance.

## Anti-Bribery & Anti-Corruption

We are committed to conducting business with high levels of integrity and strictly prohibit all forms of bribery and corruption. All business dealings, including those with customers, clinical research sites, researchers, and government officials, should be conducted in compliance with all applicable laws, regulations, and policies, procedures, and trainings.

Employees may never offer, promise, or provide anything of value to improperly influence a business decision or secure favorable treatment. This includes cash payments, gifts, entertainment, travel, and other benefits. Similarly, employees may not solicit or accept such items in exchange for preferential treatment.

In addition to federal laws, we require compliance with all local and state anti-bribery and corruption laws. Violations of these laws can result in significant fines, criminal charges, and reputational damage for both individuals and the Company. If an employee suspects any activity that may involve bribery or corruption, they should report it immediately to the Compliance team.

## Fair Competition & Antitrust

We are committed to fostering fair competition and complying with antitrust laws to ensure a level playing field and protect consumers.

Employees may not engage in practices such as price-fixing, bid-rigging, or market allocation. Sharing sensitive information, like pricing or market data, with competitors is strictly prohibited. If you are unsure whether an agreement may hinder competition or create the appearance of anti-competitive behavior, reach out to the Compliance team.

In interactions with our competitors, employees should avoid or excuse themselves from conversations involving the sharing of confidential business practices or Company secrets and data. In the same respect, employees may

only gather and use competitive business intelligence in a legal and ethical manner, in compliance with Company policies and procedures.

## Adverse Events & Product Complaints

We are committed to ensuring the safety and quality of our products. Reporting adverse events and product complaints is essential to maintaining this commitment to safety and efficacy. Adverse events refer to any unintended or unexpected medical occurrences in patients who use our products, while product complaints may include issues related to the quality, safety, or performance of our products.

Any side effects, unexpected reactions, or concerns about product quality communicated by patients, HCPs, or others regarding our products should be shared with Medical Information ([medaffairs@qolmed.com](mailto:medaffairs@qolmed.com) or directly with a Medical Information Specialist) within 24 hours, including any relevant details to allow for proper assessment and follow-up. Prompt reporting ensures that appropriate action can be taken to address the issue and protect patient safety.

## Our Colleagues

### Conflicts of Interest

We value the trust and confidence placed in us by patients, HCPs, partners, and the communities with which we work, and we strive to maintain professionalism in all aspects of our work. Given our size and structure, we recognize that personal and professional relationships may overlap. As such, prior to entering into a relationship that presents, or appears to present, a conflict of interest, employees must (i) disclose potential conflicts of interest to the Compliance team, and (ii) work with the Compliance team to appropriately manage conflicts of interests as directed. Open communication allows us to assess and manage situations transparently and fairly, ensuring alignment with our values and legal requirements.

A conflict of interest may occur when an employee's personal or financial interests interfere with their professional responsibilities or decision-making.

Examples include:

- Engaging in activities that compete with the Company
- Holding a financial interest in a competitor, supplier, or business partner
- Using Company resources for personal benefit
- Accepting gifts, entertainment, or other benefits that could influence business decisions

### Equal Opportunity Employment

We are committed to fostering a workplace where all employees have an equal opportunity to succeed in their roles. In all aspects of employment—including hiring, promotions, compensation, and access to training—we prohibit discrimination or harassment based on race, color, religion, gender, sexual orientation, age, disability, national origin, or any other characteristic protected by law.

### Non-Harassment

We are committed to maintaining a workplace that is respectful, professional, and free from harassment of any kind.

Harassment includes unwelcome behavior that creates an intimidating, hostile, or offensive work environment. It can take many forms, including verbal, physical, or visual conduct based on legally protected characteristics such as race, color, religion, gender, sexual orientation, age, disability, national origin, or any other characteristic protected by law.

We expect everyone to treat colleagues, business partners, and the communities with which we work with dignity and respect, and to avoid any behavior that could be perceived as harassment, such as jokes, slurs, or conduct that might offend or demean others. Employees are asked to speak up to their managers, the HR team, or the Compliance team if they witness or experience harassment, as reporting helps us address and resolve issues promptly.

## Workplace Safety / Alcohol & Drug-Free Environment

We prioritize the health, safety, and well-being of all employees. Providing a safe and productive work environment is essential to our mission and values.

Employees are expected to follow all safety protocols and immediately report any unsafe conditions, hazards, or workplace injuries to their manager or the appropriate department.

The use, possession, or distribution of illegal drugs, or being under the influence of such substances while at work, is strictly prohibited. Alcohol consumption while working is allowed only during authorized Company events and should always be done responsibly. Employees must never operate equipment or perform safety-sensitive tasks under the influence of alcohol or drugs.

Tobacco use is permitted only in designated areas, in compliance with local laws and Company policies. Employees should be considerate of others and ensure that their use does not disrupt the workplace environment.

## Our Company

### Confidential Information & Intellectual Property

Safeguarding confidential information and protecting intellectual property are critical to our success.

#### **Protecting Confidential Information**

Confidential information includes business strategies, research data, patient and customer information, financial data, and proprietary technologies. QOL asks employees to:

- Handle confidential information with care and share it only with those authorized to receive it
- Use confidential information solely for legitimate Company purposes
- Ensure that confidential information is stored securely and accessed only by authorized individuals
- Report any unauthorized access, use, or disclosure of confidential information

#### **Safeguarding Intellectual Property**

Intellectual property, such as patents, trademarks, copyrights, and trade secrets, represents a significant Company asset. Employees must:

- Protect and respect Company intellectual property, ensuring it is used only for approved purposes
- Avoid unauthorized use or distribution of intellectual property belonging to others
- Report potential breaches of intellectual property rights

### Accurate Books, Records, & Financial Integrity

We are committed to maintaining accurate and complete books and records to ensure financial integrity and compliance with applicable laws, regulations, and Company policies. This includes but is not limited to timesheets, contracts, bills, invoices, ledgers, sales call records, expense reports and required receipts,

production and quality data, compensation records, performance evaluations, clinical data, research results, and any other critical data.

### **Record-Keeping Responsibilities:**

- Employees should ensure that all financial transactions are recorded accurately, promptly, and in accordance with Company policies
- False, misleading, or incomplete entries in any Company record are strictly prohibited
- Records should be maintained in compliance with applicable legal and regulatory requirements and applicable document retention policies

### **Prohibited Practices**

- Falsifying, altering, or omitting information in Company records
- Misrepresenting financial data or engaging in unauthorized transactions
- Destroying or discarding documents in violation of applicable document retention policies

If an employee suspects any irregularities, including fraud or financial misconduct, they should report them immediately.

## Proper Use of Company Resources

Our Company's resources are vital to achieving our goals and fulfilling our mission. Employees must use these resources responsibly and for legitimate business purposes.

Company resources include physical assets such as equipment, supplies, and facilities, as well as intangible assets like time, proprietary information, and technology systems.

### **Guidelines for Use:**

- Use Company resources primarily for business purposes and avoid misuse for personal gain
- Protect Company assets from damage, loss, or theft

- Ensure electronic systems and technology are used in compliance with Company policies and are not employed to engage in unlawful or inappropriate activities

Misuse of resources undermines our efficiency and integrity. By using Company resources responsibly, we ensure they remain available to support our collective success.

## Data Privacy & Information Security

Protecting data privacy and maintaining information security are essential to safeguarding trust and confidence, as well as meeting legal and regulatory obligations.

Employees are expected to handle all personal, patient, and customer information with care, ensuring compliance with applicable privacy laws. This includes collecting and using personal data only for legitimate business purposes, and ensuring data is stored securely and accessed only by authorized individuals.

Employees must follow Company policies and trainings to protect systems and data from unauthorized access, breaches, or misuse. Employees should use strong passwords and update them regularly, and avoid phishing attempts by verifying the authenticity of emails and links.

By adhering to these principles, we protect sensitive information, ensure compliance with privacy and security laws, and maintain the privacy of those with which we work.

## External Inquiries

### **From the Government**

We will cooperate with government authorities in connection with proper requests for information. In order to facilitate cooperation with government authorities, if an employee receives a non-routine request for information or access to Company information or facilities, they should immediately contact the Compliance team. For more information, refer to the Code's section on [\*Interactions with Government Officials\*](#).

## **From the Media and/or the Public**

We are committed to delivering accurate and reliable information to the media and other members of the public. Therefore, only authorized employees are permitted to answer questions from the media and other members of the public. If you receive such questions and are not authorized to respond, you should state that you are not authorized to comment, decline to speak further, and notify the leader of your functional department.

## **Social Media**

We use social media platforms to share information about our business and interact with members of the public. Information we share online is reviewed, approved, and may only be posted by authorized employees through official Company social media channels.

Employees should use their personal social media accounts responsibly and in compliance with QOL policies. When participating in social media platforms or online conversations that reference the Company (or an employee's relationship with the Company), employees should take reasonable steps to ensure that they are not seen as speaking for or acting on behalf of the business, and that all content is appropriate and complies with Company policies and procedures.

## Our Industry

### Interactions with HCPs and HCIs

We engage with HCPs and healthcare institutions (“HCIs”) to develop and deliver innovative medicines. These interactions are essential to advancing medical knowledge, ensuring patient access to treatments, and providing accurate information about our products.

Our interactions may include educational and promotional communications, medical and scientific exchange, samples or trial product program facilitation, payor and reimbursement activities, and research and development activities.

We require that employees respect prescriber independence and prohibit inappropriately influencing HCP prescribing or purchasing decisions. Additionally, employees must ensure that all interactions are accurately documented.

Commitment to Company policies and procedures helps ensure our interactions with HCPs and HCIs are conducted in compliance with our ethical principles and all applicable laws, including but not limited to, those outlined in the [Compliance with Laws and Regulations](#) section of this Code.

### Interactions with Patients

We must always treat all patients with dignity and respect and protect their information and confidentiality.

Interactions with patients should focus on providing accurate, accessible, and useful health information that is in the patient's best interest and consistent with FDA-approved labeling.

When interacting with patients, employees must ensure that all personal and health-related data is handled in compliance with applicable privacy laws and that confidentiality is never compromised. Unauthorized access, sharing, or use of patient information is prohibited.

We may choose to partner with patient organizations to improve patient lives. In collaboration with patient organizations, we may support patients through educational events and research funding, though we structure our relationships

in ways that ensure patient organizations operate independently from our influence.

## Interactions with Government Officials

Whenever employees interact with government officials, they must do so in compliance with applicable laws, regulations, policies, and trainings, and act with integrity. Employees are strictly prohibited from offering anything of value to influence a government official or their decisions.

The Company must fully cooperate with all official requests for information from government authorities. During any government inquiry, we may never:

- Destroy or alter any documents or records,
- Make misleading statements to a government official or anyone acting on behalf of a government official or entity,
- Purposely attempt to or cause any employee to provide inaccurate information to a government official or anyone acting on behalf of a government official or entity, or
- Obstruct, mislead, or delay the inquiry.

If an employee is asked by a government authority or official to provide documents or other Company property, the employee should inform the Compliance team immediately and await instruction before proceeding. The Compliance team will determine what needs to be provided in response to the government's request.

If a government official asks to speak with an employee, the employee may speak with the official, though the employee is also free to decline to do so; the employee may also inform the Compliance team before proceeding. In any event, the employee should request the government official's contact information (name/title/phone number or business card) and notify the Compliance team.

If the employee elects to speak with a government official, the employee can: (i) request to schedule the discussion at a convenient time/place and, if desired, request to have a Company representative or an attorney present; (ii) decline to answer specific questions if the preference is not to respond; and (iii) ask to end the conversation at any time. No matter what, the employee should always

tell the truth—if the employee does not know an answer to a question, it is acceptable to state that he or she does not know or does not recall. In short, employees should never speculate or guess, and must always be honest.

## Ethical Research

We are committed to conducting research ethically and in compliance with all applicable laws and regulations. Our research efforts aim to advance scientific understanding, improve patient outcomes, and uphold public trust in our work.

All research we conduct or sponsor must prioritize patient safety and adhere to established protocols. We ensure that informed consent is obtained when required and that participants' rights and confidentiality are protected throughout the research process.

## Ethical Marketing & Communications

We ensure all marketing and communications are truthful, accurate, non-misleading, fair balanced, and compliant with laws and regulations. Ethical marketing is essential to maintaining trust with patients, HCPs, and the public.

Promotional materials must be consistent with FDA-approved labeling, clearly presenting the benefits and risks of our products. Employees must never make false or misleading claims, exaggerate product benefits, or promote off-label uses.

When providing promotional materials to HCPs or HCIs, we must ensure that they have a reasonable need for education on the product. Product promotion for uses that are outside of the approved indications or to a population for which the product is not indicated or intended for use is prohibited.

## Ineligible Persons

We prohibit employing or otherwise allowing any individual or entity to provide services to the Company who is excluded, debarred, suspended, or ineligible to participate in federal healthcare programs; or who has been convicted of a criminal offense that falls within the scope of 42 U.S.C. 1320a - 7(a), but has not yet been excluded, debarred, suspended, or declared ineligible.

Employees and third parties with which we work should promptly notify the Compliance team if they become debarred, excluded, or are otherwise ruled ineligible by applicable laws and regulations.

## Our Communities

### Charitable Contributions

Charitable contributions are one of the ways we support the communities with which we work and promote public health. All contributions must align with Company policies, procedures, and trainings, advance legitimate charitable objectives, and comply with applicable laws and regulations.

Employees may never use charitable contributions to influence business, HCP, or HCI decisions or to gain an unfair advantage. Contributions by or on behalf of the Company must be accurately documented and reported in compliance with the Sunshine Act and other transparency requirements.

Employees involved in charitable giving by or on behalf of the Company must ensure that all contributions are reviewed and approved through appropriate Company channels and processes.

### Patient Support Programs

We may support patients through programs designed to improve access to care and enhance patient outcomes. Patient support programs may include financial assistance, educational resources, or access to products for eligible patients.

All patient support programs must comply with applicable laws and adhere to Company policies and procedures. These programs are intended solely to benefit patients and must never be used to influence prescribing or purchasing decisions.