

CODE OF CONDUCT AND ETHICS

- 1. Introduction.** Clinipace and its affiliates and subsidiaries worldwide (the Company) have an outstanding reputation for transparency, quality and fair dealing that stems from the integrity of its employees, independent contractors, officers, and directors (the Personnel). Acting professionally, and doing so with honesty and respect for all, is the driving force behind the Company's success. Together, all Personnel share the responsibility of protecting our reputation and enhancing it, and in furtherance of that goal, the Company requires all Personnel to conduct themselves, and the Company's business, in the most ethical manner possible. This Code of Conduct and Ethics (the Code) provides the guidelines for meeting the ethical and legal obligations of the Company.

This Code covers a wide range of business practices and procedures, many of which are also addressed in more detail in the Employee Handbook (as may be applicable to each region), Standard Operating Procedures, and other Company policies. While this Code cannot possibly address every issue that may arise, it sets out the basic principles to guide all Personnel in their conduct and decision making. The Company welcomes questions about the Code (including questions regarding situations which may not be specifically addressed within the Code) and strongly encourages personnel to reach out to their line manager, Human Resources, or the Legal Department with any questions or concerns or for further clarification. Adherence to this Code and the standards for behavior included herein, as well as the Employee Handbook (as applicable), Standard Operating Procedures, and other Company policies, is a fundamental requirement and condition for working with and for the Company, and the Company expects each of its Personnel, agents and representatives to adhere to the principles set forth in this Code.

- 2. Compliance with Laws, Rules, and Regulations.** Compliance with the law is the foundation on which the Company's ethical standards are built. The Company and all Personnel must obey the laws, rules, and regulations of all relevant jurisdictions, including but not limited to, the cities, counties, states, and countries in which they operate, and conduct themselves in a professional and ethical manner in all situations. Although Personnel are not expected to know the details of all laws, rules and regulations, it is important to know when to seek advice from line managers or other appropriate internal resources. Personnel who know of or suspect a violation of this Code, any applicable laws or any of the Company's other policies or procedures, must immediately report such issues to their line manager, Human Resources, or the Legal Department. If a law, rule, regulation, or court order conflicts with a policy in this Code, or any other Company policy or directive, the law, rule, regulation or court order must be followed. Personnel with questions or concerns about compliance, ethical requirements, or potential conflicts, should immediately ask their line manager, Human Resources, or Legal Department for guidance. All Personnel are responsible for reporting any concerns or potential violations.

The Company will fully cooperate with law enforcement and other regulatory authorities in any request, requirement, or investigation related to any actual or suspected violation of law.

- 3. Reporting Any Illegal or Unethical Behavior.** Throughout this Code, the Company encourages Personnel to talk to their line manager or other appropriate representatives, such as the Legal department or Human Resources, about observed behavior that they believe may be illegal, a violation of this Code, or a violation of Company policy. These are also the appropriate Company representatives Personnel should contact when in doubt about the best course of action in a particular situation. The Company will promptly and thoroughly investigate all such concerns and take appropriate action.

The Company strictly prohibits and does not tolerate retaliation against any Personnel for participating in any activity protected by law, including filing complaints, opposition to unlawful conduct, or reporting allegations of unethical activity. The Company also prohibits retaliation against Personnel who report misconduct or other unethical behavior in good faith.

- 4. Anti-Discrimination, Anti-Harassment and Anti-Retaliation.** Unlawful workplace harassment and retaliation are strictly prohibited. The Company is firmly committed to providing an inclusive workplace, where diversity is valued and respected. The Company is proud to offer equal opportunity in all aspects of employment and will not tolerate any illegal discrimination or harassment based on race, color, age, religion, sex, sexual orientation, gender, gender identity, genetic information, current or prospective military service, national origin or ancestry, ethnicity, citizenship, creed, or disability.

If someone believes they have been harassed or discriminated against by anyone at the Company or have witnessed activity that is believed to be harassing or discriminatory, it must be immediately reported to their line manager or Human Resources. Similarly, line managers who learn of any such incident must immediately report it to Human Resources. Human Resources will promptly, confidentially and thoroughly investigate any complaints and take appropriate action. No one is required to submit a complaint of (or allegations concerning) unlawful workplace harassment to a line manager against whom the allegations are made or involve. In the event such an issue arises, please utilize one of the other suggested points of contact referenced throughout this Code, and all such matters will be treated with the utmost discretion and handled accordingly.

Retaliation against Personnel who report or raise any question about perceived discrimination, harassment or non-compliance, or who participate, cooperate or assist in investigations related to such suspected misconduct, is prohibited and must be reported immediately. The Company does not authorize or condone retaliation, and anyone engaging in such conduct will be subject to disciplinary action.

Personnel must comply with all anti-discrimination, anti-retaliation, and anti-harassment laws whether local, regional or national.

- 5. Safe and Healthy Workplace.** The Company strives to provide its Personnel, as well as clients, vendors, and visitors, with a safe, secure and healthy environment. Such an

environment is one in which its Personnel are not impeded by the use of illegal substances, the threat of violence, or unsafe working conditions.

Drug Free Workplace. It is the Company's expectation that Personnel perform their Company-related work in a safe manner, free of the influences of alcohol, illegal drugs or controlled substances. The use, possession, selling or distribution of illegal drugs in the workplace or while on Company business will not be tolerated. Adherence to the Company's policies with respect to alcohol and illegal drugs is a condition of employment, and violation of such policies is grounds for disciplinary action up to and including termination of employment, or, in the case of job applicants, ineligibility for hire.

Workplace Safety. The Company works to maintain an atmosphere of respect for all. Bullying, intimidation, harassment, coercion, acts or threats of physical violence will not be tolerated and have no place in our Company. Any such acts of violence by Personnel will be subject to disciplinary action, up to and including termination of employment.

All workplace accidents, injuries, security concerns, or unsafe equipment, practices or conditions must be promptly reported to the line manager and/or Human Resources.

- 6. Human Rights.** The Company believes that human trafficking, slavery, and other exploitative practices such as servitude, forced labor, and child labor (together 'Modern Slavery') are human rights abuses which cannot and shall not be tolerated. The Company is committed to compliance with all human rights laws, including the U.K. Modern Slavery Act of 2015. The Company trusts in the skill and talent of its Personnel and does not seek to reap savings or financial benefit by taking advantage of the vulnerable.
- 7. Confidentiality.** Personnel must maintain the confidentiality of non-public information provided by the Company, or by or on behalf of the Company's employees, clients, vendors, customers, or suppliers. This includes all non-public information that Personnel may have received, been given, or have come into contact with by virtue of their relationship with Company, including but not limited to all information regarding a client's marketed or not-yet-marketed products. Disclosing such information might be of use to competitors, or harmful to the Company or its clients, vendors, customers, or suppliers if disclosed, and therefore is strictly prohibited. All Personnel must immediately report any suspected disclosure of non-public information, including any inadvertent disclosure, to their line manager and the Legal Department, and thereafter comply with all instructions to procure deletion or destruction of such information by the recipient. Company SOPs and referenced procedures to ensure Protecting the Confidentiality of Identifiable Subject Information (QAS-404) must be followed.

Personnel who have access to confidential information about the Company, its clients, or any other entity, are not permitted to use or share that information for trading purposes or for any other purpose except to conduct Company business. To use non-public information for personal financial benefit or to inform others who might make an investment decision based on this information is unethical and illegal. Personnel with questions about whether the use

of confidential information in connection with investment decisions is appropriate and in compliance with all applicable laws should consult with the Company's Legal Department or their personal legal advisor.

Information that has been made public by the Company, such as press releases, news articles, or advertisements, is not considered confidential and does not require protection.

It is the responsibility of all Personnel to use discretion in handling Company information, including but not limited to information pertaining to its clients, so that it is not inadvertently revealed to competitors, vendors, suppliers, friends and/or family members. If an individual is unsure about whether certain information is confidential, they should presume that it is. In the event Personnel ends their engagement with the Company, they must return all non-public information relating to the Company and its customers and vendors, and thereafter shall be prohibited from using any such information for their own benefit or for the benefit of any third party. The obligation to preserve proprietary information continues even after employment ends.

- 8. Data Protection.** The Company complies with all laws and regulations with respect to the collection, security, use and distribution of any Personal Data (as that term is used in applicable laws) we collect, create, maintain or transmit. It is the responsibility of all Personnel, and all agents, vendors, representatives and others, to protect and process Personal Data in accordance with all applicable laws and regulations, as well as all Company policies related to protection of Personal Data. The Company is committed to continued monitoring of privacy laws and regulations and the ongoing development of data privacy policies as the applicable guidance continues to evolve globally. Please contact the Company's Global Data Protection Officer at Compliance@clinipace.com with any questions.
- 9. Conflicts of Interest.** Personnel often face actual, potential or perceived conflicts of interest during the regular course of business. As a matter of Company policy, conflicts of interest are strictly prohibited, except as otherwise expressly approved in writing signed by an authorized representative of the Company (either the Chief Executive Officer or Chief Legal Counsel). Accordingly, all Personnel must take reasonable steps to identify, mitigate, report, or restrict any business activity or practice which may pose a conflict of interest.

Conflicts of interest can arise in a variety of ways, and this Code aims to provide some, but not all, examples of potential conflicts. Because conflicts of interest may not always be obvious, all personnel should consult with their line manager, Human Resources, or Legal Department for additional clarification.

Here are some general issues which must be considered when identifying and evaluating potential conflicts of interest:

- *Perception:* Could the activity or transaction be perceived as a potential conflict by others? Even the appearance of a conflict of interest or other impropriety can negatively impact the Company.

- *Intent:* Is what's being offered or requested an attempt to influence the recipient's judgment?
- *Impact:* Will the Company, its Personnel, or its clients be disadvantaged or negatively impacted by participation in the activity? Even if the impact of the activity seems minimal, the reputation and goodwill of the Company could still be at risk.
- *Objectivity:* Will participation in the activity affect a client's or Personnel's judgment or their ability to be objective with regard to any business decision?

A conflict of interest exists when personal interests interfere, or even appear to interfere, with the interests of the Company. Such conflicts make it difficult to objectively and effectively perform Company work. In such a case, it is immaterial whether the individual was originally aware of the conflict. If an individual discovers a conflict during or after-the-fact, it must be immediately reported, and the arrangement or activity must be discontinued.

Conflicts of interest may also arise when personal benefits are gained (by an individual directly, or by the individual's friend or family member), because of that person's position in the Company. Promises to select, or to do business with, clients, suppliers, customers, or vendors from which the individual or their friend(s) or family member(s) would personally benefit may create a conflict of interest. Likewise, the hiring of a Personnel's friend or family member may create a conflict of interest, and each such instance will be evaluated by the Company to ensure that no such conflict arises.

A conflict of interest also exists if Personnel is working on behalf of a competitor, customer, or supplier. Any direct or indirect business connections with Company's customers, suppliers or competitors must be avoided; except for those required on the Company's behalf. All Personnel must avoid any activity or relationship that may conflict, or appear to conflict, with the Company's interests. Such conflicts may include, but are not limited to, directly or indirectly competing with Company by acting as an officer, director, employee, consultant, majority stockholder, volunteer, lender, or agent of any business enterprise of the same nature as, or which is in direct competition with, the Company's business.

10. Corporate Opportunities. All personnel have a duty to advance the Company's legitimate interests when the opportunity to do so arises. Accordingly, Personnel must not deprive the Company of an opportunity by competing with the Company or using Company property, information or their position for personal gain. Personnel are also prohibited from taking opportunities for themselves which were discovered through the use of Company property or which belong to the Company, or helping others do so, if they are in a position to divert a Company opportunity for their own benefit.

Under certain specific and limited circumstances, there may be exceptions to this section of the Code. All such circumstances must be individually evaluated, and the prior written consent of the Company's Chief Executive Officer (or designee) must be obtained.

11. Competition, Fair Dealing and Gifts. The Company seeks competitive advantages through superior work, never through unethical or illegal business practices. Stealing proprietary information, possessing trade secret information that was obtained without the owner's consent, or inducing such disclosures by past or present employees of other companies is prohibited and potentially illegal. Personnel must endeavor to deal fairly with the Company's clients, customers, vendors, suppliers, and even its competitors. No Personnel is authorized to engage in price fixing, bid rigging, manipulation, concealment, bribery, abuse of privileged information, misrepresentation of material facts, or any other illegal trade practice.

Limited business entertainment and gifts, in a commercial setting, may be appropriate to create goodwill and sound working relationships; however, these must never be used to gain an unfair advantage. No gift or entertainment should ever be offered, given, requested, provided or accepted by any Company Personnel, or his or her family member, unless it (1) is not a cash gift; (2) is consistent with both customary business practices and with the remainder of the guidance provided herein; (3) is reasonable in value; (4) cannot be construed as a bribe or payoff; and (5) does not violate any laws, regulations or applicable policies of the other party's organization. Please discuss with your line manager or the Legal Department any gifts or proposed gifts if you are not certain whether they are appropriate or legal. This is particularly critical when official or government actors are involved, as discussed in further detail below.

12. Payments to Government Personnel, Anti-Bribery and Anti-Corruption. The Company's business obligates it to regularly interact with officials and employees of governments worldwide, at the national, regional, and local levels.

The U.S. Foreign Corrupt Practices Act (the FCPA), the U.K. Bribery Act of 2010 (UK Bribery Act), and similar laws of other nations, regions, and localities prohibit the making of a payment and/or promising or offering anything of value to any government official, agency, political party, or political candidate in exchange for influencing a decision or gaining a competitive or improper business advantage. It is very important to know that these restrictions apply not only to actions taken by all Personnel, regardless of the location of the Personnel involved, but to all outside parties engaged directly or indirectly by the Company (e.g., vendors, suppliers, consultants, professional advisers, etc.). The Company does not tolerate nor condone any bribery or any other form of corruption. This applies even in countries where bribery may be common or permitted by local legal standards. While there are reasonable exceptions provided for by the laws in each locality, given the complexity of those laws, and the severe penalties associated with violations, all Personnel and outside parties engaged by the Company must comply with anti-bribery laws and this Code, and are expected to contact the Legal Department with any questions or suspected violations.

The Company also prohibits facilitation payments. Facilitation payments are any payments made to government officials in an effort to expedite the conduct of routine government actions. Facilitation payments do not include payments made to government(s) or officials which are legitimate and permitted means to receive faster service (such as a published fee to receive a filing confirmation more quickly from the secretary of state's office). These payments are permitted provided that they are legally permissible, legitimate and transparent, and properly documented in accordance with the Company's policies.

13. Anti-kickback Laws. As a global business, the Company complies with all applicable anti-kickback laws in the countries in which it operates. All payments to healthcare professionals must be for appropriate and legal purposes and should never be for the purpose of influencing healthcare professionals to prescribe, recommend or promote a drug, device or service, or to otherwise reward a healthcare professional for any past recommendations, prescriptions, or purchases.

14. Antitrust Laws. Antitrust laws in the United States and other countries are intended to preserve a free and competitive marketplace, and the Company requires full compliance with these laws. Personnel must not discuss with competitors how the Company prices, markets, services or otherwise competes in the marketplace. Personnel must not share confidential business information with our competitors, as discussed above, and must not engage in any conduct that could unreasonably restrict our competitors' access to the market. Antitrust laws are complex and can be difficult to understand. Personnel should seek advice from the Legal Department when dealing with suspected antitrust matters.

15. Political Contributions. Except as approved in advance by the Chief Executive Officer or Chief Legal Counsel, the Company prohibits direct or indirect political contributions by the Company. This includes (1) any contributions of Company funds or other assets for political purposes, (2) encouraging Personnel to make any such contribution, or (3) reimbursing Personnel for any contribution. Individual Personnel are free to make personal political contributions as they see fit.

16. Protection and Proper Use of Company Assets. All Personnel must protect the Company's assets and ensure their efficient use, to the extent possible. Company assets include, for example, laptops, mobile devices, confidential information, intellectual property and other tangible and intangible assets and systems. Theft, carelessness, and waste have a direct impact on the Company's profitability and data security. Company assets must only be used for legitimate or authorized Company purposes and in accordance with all Company policies and applicable laws. Any suspected incident of fraud or theft, including theft of time, must be immediately reported for investigation to Human Resources and the Legal Department.

The obligation of Personnel to protect the Company's assets includes the Company's intellectual property and that of its clients, customers, vendors and suppliers. These include intellectual property such as trade secrets, patents, trademarks and copyrights, as well as business, marketing and service plans, engineering and manufacturing ideas, designs, databases, records, and any unpublished financial data and reports. Personnel have a duty to protect these, and to report any suspected misuse.

The Company reserves the right to review any communications, messages, or files stored, received or sent using Company-provided systems or devices.

17. Social Media, Public Discourse, Publications and Media Inquiries.

Social Media. Personnel must adhere to the Employee Handbook (if applicable), and other Company policies when using social media or otherwise making public statements on behalf

of, in reference to, or in a manner that would reflect upon, the Company. It is important for all Personnel to be aware that any such statements may negatively affect the Company, whether such statements are made in their professional capacity as a Company representative or on a personal basis outside of their professional activities. The Company encourages all Personnel to act professionally and use good judgment when using social media. Social media posts, tweets, statements, blogs, or other similar activities that violate this Code or any other Company policy may result in disciplinary action, up to and including termination of employment, even if the activity takes place away from the office and/or on a personal basis outside of working hours.

Publications. The Company welcomes open dialogue and civil discourse, unless it creates disruption, discredits the Company or its Personnel, or impacts safety. Company Personnel are often asked to publish articles or give public presentation in their areas of expertise. All such presentations must never disclose confidential information of the Company or its customers, vendors or suppliers, and prior to any use or publication, all articles or presentations must receive appropriate approvals before release. Please direct all requests for approval to your line manager and the Company's Legal Department, and together, they will coordinate the necessary internal approvals.

Media Inquiries. All media inquiries should be promptly directed to the Legal Department. Only Personnel designated by the Company's Chief Executive Officer or Legal Department are authorized to speak with the media as spokespersons for or on behalf of the Company.

- 18. Trade Issues.** From time to time, the United States, foreign governments, and the United Nations have (and may in the future) imposed boycotts and trading sanctions against various governments and regions, which must be obeyed. Advice regarding the current status of these matters must be obtained from the Legal Department.
- 19. Waivers of the Code of Business Conduct and Ethics.** Waiver of any provision in this Code may be made only by the Chief Executive Officer or Chief Legal Counsel in writing and will be promptly disclosed as required by law or regulation.
- 20. Legal Matters.** The Company's Legal Department is responsible for oversight of legal services for all legal matters globally and helps ensure the Company's compliance with all applicable laws and regulations. As such, the Legal Department must approve the engagement of all legal counsel for all matters throughout the Company. Personnel may not engage outside legal counsel on behalf of the Company, or on behalf of its clients, without prior written approval from the Legal Department.

In the event any Personnel receives a legal document or communication related to the Company or their service with the Company from a governmental authority, a customer, or an attorney, which is outside the normal scope and course of ordinary business, it must be provided to the Legal Department promptly and the Personnel should not respond to the sender until they have contacted the Legal Department. In the event there is any question as

to whether a document or communication is outside of the ordinary course of business, all Personnel must contact the Legal Department prior to taking any action.

21. Evaluating Issues and Questions Related to this Code. All Personnel have the responsibility to report observed or suspected violations of law, this Code and any activity that might constitute misconduct; however, not all situations are clear-cut. Since this Code cannot anticipate every situation that will arise, it is important to establish an approach to be used when confronted with a new question or problem. Consider the following steps:

- (a) **Make Sure You Have All the Facts.** To reach the right solutions, you must be as fully informed as possible.
- (b) **Ask Yourself: What Specifically Am I Being Asked to Do? Does It Seem Unethical or Improper?** This will enable you to focus on the specific question you are faced with and the alternatives you have. Use your judgment and common sense; if something seems unethical or improper, it probably is.
- (c) **Discuss the Problem with Your Line manager, Human Resources, or with the Legal Department.** This is the basic guidance for all situations. In many cases, your line manager will be more knowledgeable about the question and will appreciate being brought into the decision-making process. Remember that it is your line manager's responsibility to help solve problems. If you are uncomfortable discussing the problem with your line manager, you can talk to Human Resources. If your question relates to any legal or compliance issues addressed in this Code, you can talk to the Company's Legal Department.
- (d) **Seek Help from Company Resources.** Please direct all issues or concerns which you do not feel comfortable discussing with your line manager or Human Resources to legal@clinipace.com.
- (e) **You May Report Violations (or Suspected Violations) in Confidence and without Fear of Retaliation.** The Company does not permit retaliation of any kind against Personnel for good faith reports of suspected violations.
- (f) **Always Ask First, Act Later.** If you are unsure of what to do in any situation, seek guidance before you act.
- (g) **All Personnel Are Subject to the Company's Code, Which Describes Procedures for the Internal Reporting of Violations of the Code.** All Personnel must comply with the reporting requirements and promote compliance with them by others. Failure to adhere to this Code and any Company policies and procedures by any Personnel may result in disciplinary action up to and including termination.

22. Contact Information. Throughout this Code Personnel are encouraged to contact their line manager, Human Resources and the Legal Department. In the event of noncompliance as it pertains to Protecting the Confidentiality of Identifiable Subject Information (QAS-404) the Quality Services Department and as applicable IT must be contacted and the procedures outlined followed.

Human Resources: hr@clinipace.com

Legal Department:

- Email: legal@clinipace.com
- For Urgent Matters Requiring Immediate Attention, please call the Chief Legal Counsel at the following number: +1 (919)-797-9438.

Quality Services Department:

- Email: CP_QA@clinipace.com