

## **Cerapedics, Inc. Comprehensive Compliance Program**

### **Pursuant to California Health and Safety Codes §§ 119400-119402**

Cerapedics, Inc. (“Cerapedics”) is dedicated to the science of bone repair. Our Code of Business Conduct and Ethics (“Code of Conduct”) reflects the business practices and principles of behavior that support the company’s commitment to maintaining high standards of business conduct and ethics. The Code of Conduct was approved by the company’s Board of Directors on October 26, 2022, effective as of November 1, 2022, and is applicable to all employees. All directors, officers and employees are expected to act with integrity and to make ethical decisions consistent with the Code of Conduct. Our culture of integrity is based on the principles of honesty, trust, respect and compliance with laws.

Cerapedics is committed to establishing and maintaining an effective compliance and ethics program that promotes conducting business with integrity and complying with the laws applicable to Cerapedics and its operations. Our compliance and ethics program is based on the elements described in the "Compliance Program Guidance for Pharmaceutical Manufacturers" issued by the Office of Inspector General of the U.S. Department of Health and Human Services (the "OIG Guidance") and the “AdvaMed Code of Ethics on Interactions with Health Care Professionals” (“AdvaMed Code”).

Cerapedics’ compliance and ethics program is designed, implemented and operated with the goal of preventing, detecting and responding to potential or actual instances of non-compliance. All of our directors, officers and employees are required to comply with the Code of Conduct, company policies, and applicable laws. However, as acknowledged by the OIG Guidance, the implementation of a comprehensive compliance program does not guarantee that there will be no misconduct. If Cerapedics becomes aware of potential violations of law, the Code of Conduct or company policy, the matters are investigated. As appropriate, disciplinary and corrective actions are implemented to prevent future violations. Additionally, Cerapedics continuously assesses the effectiveness of its compliance program to enable it to implement necessary adjustments or refinements to the program.

Following is an overview of our comprehensive compliance and ethics program which is reviewed and updated periodically to meet changing regulatory, legal and compliance requirements.

#### **Leadership and Oversight**

Cerapedics has a Chief Compliance Officer who is responsible for developing, operating, and monitoring the compliance and ethics program. The Chief Compliance Officer reports directly to the Chief Executive Officer and regularly reports to the Board of Directors. The Chief Compliance Officer has the ability to effectuate change within the organization and to exercise independent judgment.

Cerapedics has established a Compliance Committee designed to provide leadership and support for the company’s compliance and ethics program, assist Cerapedics’ leadership team in managing the compliance and ethics program, and to provide assistance and guidance in assessing and verifying the effectiveness of the compliance and ethics program to promote our ethical business culture and compliant operating environment. The members of the Compliance Committee are senior leaders from multiple business functions. The Compliance Committee meets on a regular basis to monitor Cerapedics’ comprehensive compliance and ethics program.

## **Written Standards**

In addition to the Code of Conduct, Cerapedics has developed and implemented compliance policies and procedures to help ensure compliance with applicable laws and to support ethical decision-making. These policies and procedures have been developed under the direction and supervision of the Chief Compliance Officer and Compliance Committee. Cerapedics' written standards address the key areas of potential risk for medical device manufacturers identified in the OIG Guidance and the AdvaMed Code. All directors, officers and employees are required to adhere to the company's policies and procedures.

Cerapedics' relationships with healthcare professionals are intended to benefit patients and to enhance the practice of medicine. Informational presentations and discussions by company representatives and others speaking on behalf of Cerapedics provide valuable scientific and educational benefits. In connection with such presentations or discussions, Cerapedics may offer occasional meals and items designed primarily for the education of patients and healthcare professionals in accordance with the AdvaMed Code.

With respect to business activities in California, Cerapedics has established "a specific annual dollar limit on educational items and promotional activities Cerapedics may give or otherwise provide to an individual medical or healthcare professional." Cerapedics has established an annual maximum dollar limit of \$2,000, effective as of January 1, 2023. Cerapedics will evaluate this limit on an annual basis and make any necessary adjustments consistent with any operational or practical issues related to compliance with the statute. The annual limit does not include expenditures for the following:

- Drug samples given to physicians and healthcare professionals
- Financial support for continuing medical education programs
- Financial support for health educational scholarships
- Payments for legitimate professional services, and any meals or expenses associated with the provision of such services
- Patient educational materials provided to patients by their physician with the purpose of educating the patient or enhancing the patient's understanding or management of the condition

## **Education and Training**

All commercial employees of Cerapedics receive appropriate compliance training which includes education on the Code of Conduct, the OIG Guidance, the AdvaMed Code, anti-kickback laws and anticorruption, the federal False Claims Act, requirements related to product promotion, privacy, conflicts of interest, financial relationships with healthcare professionals and other applicable federal, state, and industry rules and guidelines. and applicable federal, state, and industry requirements and guidelines.

The company's Chief Compliance Officer is responsible for developing, implementing, regularly reviewing and updating the company's compliance education and training program and determining the most effective format for providing such training. Cerapedics regularly reviews and revises its compliance training and seeks to identify new areas of training that may be needed to educate employees on compliance matters and the laws and requirements applicable to Cerapedics.

## **Internal Lines of Communication**

Cerapedics encourages open communication and maintains an open reporting environment. The company has adopted and reinforces its policy against retaliation. Cerapedics' Code of Conduct and policies require employees to report any actual or suspected violations of the Code of Conduct, company policies or applicable law. Each reported matter is appropriately investigated and addressed. Employees can raise concerns or report potential misconduct in a number of way including managers and business leaders,

Legal/Compliance, or the company's hotline. Employees may raise concerns without fear of retaliation. In addition, employees can contact Legal/Compliance for additional guidance and information.

### **Auditing and Monitoring**

Cerapedics' comprehensive compliance and ethics program includes an auditing and monitoring plan to assess whether policies and procedures which address compliance risk areas have been implemented and communicated and are followed. The areas for monitoring and auditing are reviewed and updated to reflect evolving compliance concerns, new regulatory requirements, changes in business practices, and other considerations. The results of auditing and monitoring activities are considered in adapting and improving existing compliance policies, procedures and training.

### **Responding to Potential Violations**

Employees are required to adhere to the Code of Conduct and company policies. Any violations can subject an employee to serious disciplinary measures, including possible termination of employment. Although the disciplinary and corrective actions for each situation are determined on a case-by-case basis, Cerapedics seeks to ensure consistent and appropriate disciplinary and corrective actions are taken in response to violations.

### **Corrective Action**

Cerapedics conducts investigations of potential violations of the Code of Conduct and company policies in accordance with its written investigations and corrective action protocol to ensure timely, complete, and objective investigations. In accordance with the OIG Guidance, the exact nature and level or thoroughness of the internal investigation will vary according to the circumstances. Once an internal investigation is completed, corrective action and preventative measures are determined and implemented as appropriate.

A copy of this compliance program description may be obtained by contacting Cerapedics at [customerservice@cerapedics.com](mailto:customerservice@cerapedics.com) or by calling the company's toll-free number at 866-360-5612.

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