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Chief Executive Officer's Message

Dear Colleagues:

Attached is Ceribell's Code of Business Conduct and Ethics (the "Code"). Ceribell is a mission-driven, values-based company, and our Code is an affirmation of our commitment to conducting our business ethically, with integrity, and to observing applicable laws, rules, and regulations.

Ceribell's reputation and continued success is dependent upon the conduct of its employees, agents, officers and directors. Each one of us, as a custodian of our good name, has a personal responsibility to ensure that our conduct protects and promotes both the letter of the Code and its spirit of ethical behavior. The Code provides the building blocks for our Company policies, and they provide a common framework for how we interact with our colleagues, conduct business with our partners and suppliers, and serve our patients and the communities in which we operate.

The Code cannot provide definitive answers to all questions. Accordingly, we expect each employee, agent, officer and director to exercise reasonable judgment to determine whether a course of action is consistent with our ethical standards and to seek guidance when appropriate.

Please read the Code carefully and ask questions. If you have any questions or concerns, you can always speak with your supervisor or manager. You are empowered to ask questions and seek additional information and clarification from People and Compliance team colleagues.

It is important to remember that we will not tolerate retaliation against anyone for raising questions or concerns or making a good-faith report of possible improper behavior.

Sincerely,

Jane Chao

Co-founder and CEO

INTRODUCTION

Why we have the Code.

Ceribell, Inc. (the “Company” or “Ceribell”) has created this Code of Business Conduct and Ethics to help us all **make ethical and legal decisions** when conducting Ceribell’s business and carrying out our day-to-day responsibilities. The Code applies to all employees, officers, and directors of Ceribell, as well as anyone conducting business on Ceribell’s behalf (“Representatives”).

Compliance with the Code and Laws

Obeying the law, **both in letter and in spirit**, is the foundation of this Code. Our success depends upon each person operating within legal requirements and cooperating with local, national and international authorities. Ceribell is committed to complying with all applicable laws, as well as principles and standards outlined in The Advanced Medical Technology Association Code of Ethics (“The AdvaMed Code”). It is impossible to summarize all of Ceribell’s legal and regulatory obligations in this Code and, therefore, this Code only refers to a subset of obligations, including those federal and state statutes and regulations governing entities in the healthcare industry, including the Anti-Kickback Statute, the False Claims Act, the Sunshine Act, HIPAA/HITECH, and the Foreign Corrupt Practices Act.

Making Decisions

This Code will guide your conduct as you perform your daily job duties. However, many of the **principles described in this Code are general in nature** and do not cover every situation that may arise. Use common sense and good judgment in applying the Code. If you need guidance, don't hesitate to reach out to our Corporate Compliance Officer, the People team or your manager, who are always available to help you. Those Representatives who violate this Code will be subject to disciplinary action, up to and including termination of employment.

A Note About Other Obligations

This Code is not intended to reduce or limit the other obligations that you may have to the Company. Instead, the **standards in this Code should be viewed as the minimum standards** that the Company expects from all of us in the conduct of the Company’s business.

1. PROTECTING OUR PATIENTS

As members of the Ceribell team, we have a duty to prioritize the safety of our patients. To achieve this, we work collaboratively to maintain the highest standards of excellence in every aspect of our work, from product development to promotion and manufacturing.

Product Safety and Quality

The safety and quality of Ceribell’s products and services are essential to our customers and their patients. Ceribell protects the healthcare professionals and patients using our products by overseeing the manufacturing processes and supply chain of our products for clinical and commercial use, requiring

compliance with applicable laws and regulations concerned with quality control. Ceribell has quality policies that facilitate the timely and effective reporting and follow-up on reports of adverse events and potentially mislabeled or defective products.

Safety Monitoring and Reporting

Ceribell monitors and evaluates safety and performance data associated with our marketed products. To ensure we meet our worldwide reporting requirements, **employees must promptly report any adverse events, or other events associated with any of our products**, when they become aware of them. Report potential complaints and adverse events as soon as you discover them to the Quality Assurance and Regulatory team.

Data Privacy and Protecting Patient Information

Ceribell respects the privacy of personal information entrusted to us in the course of our business activities. **Each of us has a responsibility to respect and protect employee, patient, or other personal information provided to Ceribell.** We only collect personal information when there is a legitimate business need for such information, such as for administering employment activities or providing services to our customers. Our work involves the use of protected health information (PHI). Safeguarding patient data is of utmost importance to Ceribell, and we maintain a system of technical, administrative, and physical safeguards in accordance with applicable laws and regulations. Access to patient information is always restricted to the minimum necessary. If you believe or suspect that patient information has been inappropriately accessed, immediately contact the Information Security team. For more information, refer to Ceribell's Information Security policies.

2. PROTECTING EMPLOYEES

Culture of Inclusion

At Ceribell, we value diversity and inclusion at every level of our organization. Our commitment to creating a welcoming, respectful, and engaging work environment for all employees extends to opportunities for personal and professional development. We believe that diversity and inclusion foster creativity and innovation, which in turn, increase productivity and quality.

Commitment to Equal Employment Opportunity: Non-Discrimination/ Anti-Harassment

We are an equal opportunity employer. We make employment decisions based on a person's qualifications and our current business needs. We strive to ensure a work environment where no one is subjected to unwelcome conduct including disturbing or offensive behavior and language or intimidating, hostile or offensive words, images or actions. Such conduct is entirely unacceptable, inconsistent with our Policies and may result in disciplinary action.

Safe Working Environment

We care for and protect the health, safety and well-being of our fellow employees, those who use our product, those who are on Company property or engage in business activities and the public at large. We are each responsible for maintaining a safe working environment, including timely reporting of all workplace accidents, injuries, disease, or conditions that may endanger others.

Human Rights

Ceribell is committed to principles established under the United Nations Universal Declaration of Human Rights (UDHR) which addresses: equality of all human beings; right to life, liberty and security; personal freedom; economic, social and cultural freedoms and human rights. We require all Ceribell's suppliers to respect the rights of domestic and international workers. We do not knowingly conduct business with any individual or company that participates in the exploitation of children (including child labor), physical punishment, forced labor or human trafficking. Ceribell similarly expects you to uphold the human rights of all employees.

3. HOW WE CONDUCT OUR BUSINESS

Conflicts of Interest

To maintain the highest degree of integrity in the conduct of our business and to maintain your independent judgment, we seek to **avoid situations that present actual or perceived conflicts between our personal interests and those of the Company**. A conflict of interest occurs when a Representative's private interests interfere with, in any event, or even appears to interfere with the interests of Ceribell. A conflict can arise when a Representative of Ceribell takes actions or has interests that may make it difficult to perform his or her work for Ceribell objectively and effectively. A conflict can also arise when a Representative attempts to use his or her position at Ceribell to obtain any improper personal benefit for himself or herself, for any family members, or for any other person from any other person or entity. We understand that **even the appearance of a conflict of interest can damage the Company's reputation and our own**. If you are unsure whether a potential conflict of interest exists, seek guidance from management or the Compliance team.

Any activity which even appears to present a conflict must be avoided or terminated unless, after disclosure to the Compliance team, it is determined that the activity is not harmful to the Company or otherwise improper. The following are examples of situations that may, depending on the facts and circumstances, involve conflicts of interests:

- For Ceribell employees, additional jobs outside of Ceribell can potentially be a conflict of interest. Ceribell expects its employees to discuss any outside employment with management before undertaking such work. Further information on Ceribell's outside employment policies is found in Ceribell's Employee Handbook.
- Holding an interest, directly or indirectly, in a company that is in competition with Ceribell or in a firm with which Ceribell does business;
- Receiving any improper gains or benefits from any purchase or decision made by Ceribell;
- Accepting favors, financial or otherwise, from an outside person or organization that may affect or influence a Representative's judgment in making decision for Ceribell;
- Using information, to which a Representative has access by reason of his or her employment, for improper disclosure to a third party, outside person or competitor.

Corporate Opportunities

We owe a duty to the Company to advance its legitimate business interests when the opportunity to do so arises. Each employee, officer and director is prohibited from:

- diverting to himself or herself or to others any opportunities that are discovered through the use of the Company's property or information or as a result of his or her position with the Company unless such opportunity has first been presented to, and rejected by, the Company;
- using the Company's property or information or his or her position for improper personal gain or competing with the Company.

Media and Social Media Use

Only designated employees are authorized to speak or post on behalf of the Company or about Company products in the media or social media, and **only after the content has gone through the proper review and approval process**. Inquiries from the media must be directed to the Marketing and Communications team.

Ceribell understands that social media can be a rewarding way for employees to share their lives and opinions with family, friends and colleagues. However, the use of social media also presents certain risks and carries with it certain responsibilities. **Social media postings must only contain non-confidential information and employees should ensure that postings are consistent with Ceribell guidelines and policies**. Further information on social media policies for Ceribell employees is found in the Ceribell employee handbook.

Financial Reporting

The integrity, reliability, and accuracy in all material respects of the Ceribell's books, records and financial statements is fundamental to Ceribell's continued and future business success. Ceribell business records should always be prepared accurately and reliably. **Ceribell's employees and staff may not cause Ceribell to enter into a transaction with the intent to document or record it in a deceptive or unlawful manner**. In addition, no director, officer, or employee may create any false or artificial documentation or book entry for any transaction entered into by Ceribell. Similarly, officers and employees who have responsibility for accounting and financial reporting matters have a responsibility to accurately record all funds, assets and transactions in all material respects on Ceribell books and records. Finally, many employees regularly use business expense accounts, which must be documented and recorded accurately under this Code.

Record Retention

We have a responsibility to manage and maintain our Company records for as long as required by law. Government agencies can audit records, and we never destroy or alter documents or records when following a request by a government agency. All of Ceribell's books, records, accounts, and financial statements must be maintained in reasonable details, must appropriately reflect Ceribell's transactions

and must conform both to the applicable legal requirements and Ceribell's internal controls. For any questions about any record retention obligations, contact the Legal team.

Follow any instructions you may receive from your management or the Legal team to retain documents, such as required holds in litigation, government investigations, and audits.

Company Assets

We all have a duty to safeguard Ceribell's assets, including our physical facilities and equipment, computers, computer software, records, customer information, manpower and Ceribell names and trademarks. **Ceribell assets should be used for Ceribell business only.** All Ceribell purchases should be made strictly on the basis of quality, suitability, service, price, and efficiency. We should treat our suppliers fairly and equitably. It is Ceribell's policy to award orders and contracts on the basis of merit and without favoritism.

Intellectual Property and Confidential Information

Much of the information we use is confidential, privileged, proprietary or of competitive value to Ceribell. Confidential or proprietary information includes, among other things, any non-public information concerning the Company, its customers and other third parties, and customers' protected health information. This confidential information may have been developed by us or may belong to others, and we are required to keep it confidential. In both instances, **you must be careful to guard against disclosure of the information to any individuals outside Ceribell.** In addition, in the course of serving our customers, you may learn confidential or proprietary information about them. It is equally important that you **guard against the disclosure of our customers' confidential information.** You must exercise the utmost care when dealing with confidential information. All Ceribell emails, voicemails and other communications are presumed confidential and should not be forwarded or otherwise disseminated to individuals outside of Ceribell, except where required for Ceribell-related business reasons.

Your obligation to treat certain information as confidential does not end when you leave Ceribell. You may not disclose any confidential information to a new employer or to others after ceasing to be a Ceribell employee, director or consultant.

4. INTERACTIONS WITH THE HEALTHCARE COMMUNITY

The United States highly regulates the healthcare industry. The laws governing medical device development, approval, labeling, promotion and pricing are intended to protect the health, welfare and safety of patients. These laws also are designed to protect the integrity of the government programs and third-party insurers that purchase or reimburse for our products.

Ceribell engages regularly with many members of the healthcare community, including physicians, physician office staff, nurses, hospitals, payors, governmental entities, and other groups. **Interactions with the healthcare community should not have, nor appear to have, any improper influence on**

healthcare decisions, only for legitimate and appropriate business purposes consistent with Ceribell's policies and industry requirements, and any payments made to the members of the healthcare community will be made at a rate that is consistent with **fair market value** (as determined by the Compliance Department).

We collect, report, and disclose payments and other transfers of value made to the members of the healthcare community where required by law.

Any interactions or arrangements with any member of the healthcare community must be for the purpose of supporting healthcare, education, or research, and must comply with all applicable Ceribell policies and industry requirements.

Product Advertising and Promotion

The primary focus of all Company promotional interactions with healthcare professionals is the **communication of truthful, not misleading, and fairly balanced product information that is substantiated with scientific and clinical data and consistent with approved product labeling**. All materials used in advertising and promotion of a product must be approved in accordance with the promotional review approval process. This includes, but is not limited to, exhibits, displays, and commercial displays at medical congresses. Employees and others speaking on behalf of the Company, including but not limited to sales representatives and contracted speakers, may only use materials that have received required approval. If off-label information is shared with healthcare professionals, it will be done appropriately and lawfully in compliance with existing legal and regulatory obligations.

Gifts/Meals

It is against Company policy to give or receive gifts or business favors to/from the members of the healthcare community, U.S. public officials, foreign officials, patients, or vendors because it **may be perceived as a Conflict of Interest or as creating undue influence**. In some cases, it may be illegal. We may not provide branded, promotional items to the members of the healthcare community. We may occasionally provide modest, appropriate educational items to the health care professionals that benefit patients or serve a genuine educational function for health care professionals.

Meals and refreshments provided to health care professionals must be provided in a **manner and place that are conducive to the presentation of scientific, educational, or business information**. Meals and refreshments should be modest and subordinate in time and in focus to the discussion and presentation of scientific, educational, or business information.

5. FOLLOWING THE LAW

Anti-Corruption, Anti-Bribery and Anti-Kickback

Ceribell **does not permit or condone bribes, kickbacks or other improper payments, transfers or receipts**. No director, officer or employee should offer, give, solicit or receive any money or other item of value **for the purpose of obtaining, retaining or directing business or bestowing or receiving any kind of favored treatment**. In particular, the U.S. Foreign Corrupt Practices Act ("FCPA") prohibits any U.S. individual or business from authorizing, offering or paying money or anything of value, directly or

indirectly, to any foreign official or employee, political party, or candidate for public office for the purpose of obtaining or maintaining business or for any other business advantage. Violation of the FCPA could subject the Company and its individual directors, officers and employees to serious fines and criminal penalties.

Anti-Kickback laws prohibit payment or receipt of something of value intended to encourage purchasing, leasing, or ordering of an item or services that may be reimbursed under a government healthcare program, such as Medicare or Medicaid. **Items of Value can take many forms, such as cash payments, entertainment, credits, gifts, free goods or services, the forgiveness of debt or the sale or purchase of items at a price that is not consistent with fair market value.**

International Trade Controls

Many countries regulate international trade transactions, such as imports, exports and international financial transactions. In addition, the United States prohibits any cooperation with boycotts against countries friendly to the United States or against firms that may be “blacklisted” by certain groups or countries. It is the Company’s policy to comply with these laws and regulations even if it may result in the loss of some business opportunities. Employees should learn and understand the extent to which U.S. and international trade controls apply to transactions conducted by the Company.

Political Contributions/Gifts

Business contributions to political campaigns are strictly regulated by federal, state, provincial and local law in the United States, Canada and other jurisdictions. Accordingly, all political contributions proposed to be made with the Company’s funds must be coordinated through and approved by the Legal team. Directors, officers and employees may not, without the approval of the Legal team, use any of the Company’s funds for political contributions of any kind to any political candidate or holder of any national, state, provincial or local government office. Directors, officers and employees **may make personal contributions, but should not represent that he or she is making any such contribution on the Company’s behalf.** Similar restrictions on political contributions may apply in other countries. Specific questions should be directed to the Legal team.

Fair Competition/Anti-Trust Compliance

We support an open and competitive marketplace and will compete only on the strength and value of our products. We respect and adhere to fair competition and trade practices laws. **Competing vigorously, yet lawfully, with competitors and establishing advantageous, but fair, business relationships with customers and suppliers is a part of the foundation for long-term success.** However, unlawful and unethical conduct, which may lead to short-term gains, may damage a company’s reputation and long-term business prospects. No director, officer or employee should take unfair advantage of another person in business dealings on the Company’s behalf through the abuse of privileged or confidential information or through improper manipulation, concealment or misrepresentation of material facts.

Provisions of the U.S. federal and state and foreign antitrust and unfair competition laws are designed to promote fair and vigorous competition, unrestricted by anti-competitive agreements and practices. **The antitrust laws generally prohibit competitors from sharing competitively sensitive information (such as pricing) and fixing prices or other terms or conditions of sale, rigging bids, allocating customers and**

markets, and otherwise agreeing not to compete. To prevent even the appearance of illegality, Company directors, officers and employees should not discuss (orally or in writing) any of these subjects with a competitor without first discussing with the Company's Legal team. Violations can result in severe penalties against both the Company and individual employees. **The antitrust authorities in the U.S. and abroad actively monitor and investigate potential violations** of the antitrust laws and injured private parties may sue for treble damages. It is therefore imperative that all Company employees understand and fully comply **with both the spirit and the letter** of the antitrust laws.

6. REPORTING CONCERNS AND RECEIVING ADVICE

Communication Channels

Be Proactive. Everyone at Ceribell is encouraged to act proactively by asking questions, seeking guidance and reporting suspected violations of the Code and other policies and procedures of Ceribell, as well as any violation or suspected violation of applicable law, rule or regulation arising in the conduct of Ceribell's business or occurring on Ceribell's property.

If any employee knows or reasonably believes that actions have taken place, may be taking place, or may be about to take place that violate or would violate the Code or any law, rule or regulation applicable to Ceribell, he or she is **obligated to bring the matter to the attention of Ceribell.**

Seeking Guidance. You may communicate with the People team, Compliance team, your manager or report potential violations of the Code, by any of the following methods:

By e-mail to representatives from the People team or Compliance team (note that with e-mails, anonymity cannot be maintained); or

In writing (which may be done anonymously as set forth below under "Anonymity"), addressed to the Corporate Compliance Officer, by U.S. mail to c/o Ceribell, Inc., 360 N Pastoria Ave, Sunnyvale, CA 94085, or

By calling our Compliance Hotline at 1-855-387-4431 (which may be done anonymously as set forth below under "Anonymity"); or

Online at <https://www.ceribellcompliance.com> (which may be done anonymously as set forth below under "Anonymity").

Cooperation. Employees are expected to cooperate with Ceribell in any investigation of a potential violation of the Code, any other Ceribell policy or procedure, or any applicable law, rule or regulation.

Anonymity

When reporting suspected violations of the Code, Ceribell prefers that you identify yourself to facilitate Ceribell's ability to take appropriate steps to address the report, including conducting any appropriate investigation. However, Ceribell also recognizes that some people may feel more comfortable reporting a suspected violation anonymously.

If you wish to remain anonymous, you may do so, and **Ceribell will use reasonable efforts to protect anonymity and the confidentiality of the reporting person** subject to applicable law, rule or regulation or to any applicable legal proceedings. In the event the report is made anonymously, however, Ceribell

may not have sufficient information to look into or otherwise investigate or evaluate the allegations. Accordingly, persons who make reports anonymously should provide as much detail as is reasonably necessary to permit Ceribell to evaluate the matter(s) set forth in the anonymous report and, if appropriate, commence and conduct an appropriate investigation.

No Retaliation

Ceribell **expressly forbids any retaliation** against any person who, acting in good faith on the basis of a reasonable belief, reports suspected misconduct. Specifically, Ceribell will not discharge, demote, suspend, threaten, harass or in any other manner discriminate against, such a person, in the terms and conditions of employment. Any person who participates in any such retaliation is subject to disciplinary action, including termination.

Investigation

Each report of a suspected violation of this Code will be treated seriously and investigated diligently by the Company. Depending on the nature of a suspected violation, and the parties involved, the investigation will be conducted by management, the Compliance team, the Company’s board of directors, or outside professionals hired specifically for the investigation. Ceribell may also commence legal proceedings, if necessary, to recover the amount of any improper expenditures, any profits realized by an offending Representative, and any financial detriment sustained by the Company. In appropriate circumstances, violations of this Code will be reported to the applicable authorities.

Waiver

Any waivers of the provisions in this Code for Ceribell’s officers and directors may be granted only upon the discretion of Ceribell’s Board of Directors. Any waivers of the provisions in this Code for any other employee of Ceribell may be granted only by Ceribell’s Chief Executive Officer, or his or her designee.

REVISION HISTORY

Rev	Effective with DCO#	Change Description	Originator
A	DCO-0010XX	Initial Release	Elena Shturman