

ASPEN NEUROSCIENCE, INC.

CODE OF ETHICS AND BUSINESS CONDUCT

Introduction

Acting ethically and obeying the law, in letter and spirit, are among the core values of Aspen Neuroscience, Inc. (the “**Company**”). The Company is committed to conducting its business activities and transactions with the highest level of integrity and ethical standards and in accordance with all applicable laws, rules and regulations. To these ends, the Company has adopted the following Code of Ethics and Business Conduct (this “**Code**”). In addition to being bound by any other codes, policies, and procedures of the Company, all of the employees, executive officers and directors of the Company are subject to the following additional specific policies contained in this Code.

This Code covers a wide range of business practices and procedures. It does not cover every issue that may arise, but it sets out basic principles to guide all employees, officers, and directors of the Company and its subsidiaries. All such persons must conduct themselves accordingly and seek to avoid even the appearance of improper behavior. Those who violate the standards in this Code or who fail to cooperate with management directions given to effect compliance with this Code may be subject to disciplinary action, possibly including termination of employment. This Code may be amended, modified or waived from time to time.

In the event of a discrepancy between other codes, policies, and procedures of the Company and this Code, the more stringent of the rules will apply.

If you have any questions regarding this Code, you should address your questions to your supervisor or to the Compliance Officer of the Company or his or her designee (the “**Compliance Officer**”).

Basic Principles and Practices

Compliance with Laws, Rules, and Regulations

Company policy requires that our business activities comply with both the letter and the spirit of all applicable laws, rules, and regulations. Although not all covered persons are expected to know the details of these laws, it is important to know enough to determine when to seek advice from supervisors or other appropriate personnel. Covered persons should strive to identify and raise potential issues before they lead to problems and should ask about the application of this Code whenever in doubt. Questions about compliance should be addressed to the Company’s management.

Confidentiality

Employees who come into possession of non-public information regarding the Company or any other companies as to which the employee receives information not available to investors generally must safeguard the information from the public and not intentionally or inadvertently communicate it to any person (including family members and friends) unless the person has a need to know the information for legitimate, Company-related reasons. This duty of confidentiality is important both as to the Company’s competitive position and with respect to the securities laws applicable to the Company as a public company. Confidential information cannot be disclosed by any employee to any third party unless the third party has signed a nondisclosure agreement approved by the Company’s management and should be divulged only to people who have a need to know the information in order to carry out their job responsibilities. Further, you may not use any confidential information other than for legitimate, Company-related reasons. You

must also abide by any specific agreements and Company policies regarding confidentiality between you and the Company.

Consistent with the foregoing, all employees should be discreet with respect to confidential information about the Company or any other companies as to which the employee receives information not available to investors generally and not discuss it in public places.

Confidential information related to the Company or any other companies as to which the employee receives information not available to the public generally can include a variety of materials and information regarding the ongoing operations and plans of the Company, and also includes information that customers, partners, or vendors have provided to us. For example, confidential information includes, but it is not limited to, scientific or technical data, facility or product development plans, patents, significant new contracts, financial information, personnel data, acquisitions or divestiture plans and marketing strategies.

Confidential information may also include information provided to us by customers, partners, or vendors, as well as personal data such as names, contact information, and other identifying details. All employees are responsible for protecting both Company and third-party confidential and personal information, including digital data, and for complying with applicable data privacy laws and Company policies. Employees should be especially cautious when handling confidential information in public places or on digital platforms.

Conflicts of Interest

A “conflict of interest” arises when a person’s loyalties or actions are divided between the interests of the Company and those of another, such as a competitor, supplier, customer, or personal business. A conflict of interest can arise when an employee takes actions or has interests that may make it difficult to perform his or her work for the Company objectively and effectively. A conflict of interest may also arise when an individual, or a member of his or her family, receives an improper personal benefit as a result of his or her position in, or relationship with, the Company. Breach of confidentiality obligations can also give rise to a conflict of interest. Moreover, the appearance of a conflict of interest alone can adversely affect the Company and its relations with customers, suppliers, and employees.

Employees are expected to use good judgment, to adhere to high ethical standards, and to avoid situations that create an actual or potential conflict of interest. It is almost always a conflict of interest for employees to work simultaneously for a competitor, customer, or supplier.

A conflict of interest can also arise with respect to employment of relatives and persons with close personal relationships. If an employee or someone with whom an employee has a close relationship (e.g., a family member or close companion) has a financial or employment relationship with an actual or potential competitor, supplier, or customer, the employee must disclose this fact in writing to the employee’s supervisor or the Compliance Officer. The Company may take any action that it deems necessary in its sole discretion to avoid or remedy an actual, prospective or perceived conflict of interest, including a reassignment of some or all of the employee’s duties or change of the employee’s position.

A conflict of interest may not always be clear; therefore, you should consult with higher levels of management if you have any questions. Any employee who becomes aware of a conflict or a potential conflict should bring it to the attention of the Compliance Officer.

Directors and executive officers must seek determinations and prior authorizations or approvals of potential conflicts of interest from the Audit Committee (the “***Audit Committee***”) of the Board of Directors (the “***Board***”).

Corporate Opportunities

Employees, officers, and directors are expected to act as stewards of Company resources and to advance the legitimate interests of the Company whenever the opportunity arises. You must not take for yourself personally (or for the direct benefit of friends or family members) opportunities that are discovered through the use of Company property or confidential information or your position with the Company without the consent of the Board or its designees. No employee may use corporate property, information, or their position for direct or indirect improper personal gain, and no employee may compete with the Company directly or indirectly while they are employed by the Company. You owe a duty to the Company to advance its legitimate interests when the opportunity to do so arises.

Fair Dealing and Competition

Although the prosperity of our Company depends on our ability to outperform our competitors, the Company is committed to achieving success by fair and ethical means. We seek to maintain a reputation for honesty, integrity, and fair dealing among our customers, suppliers, competitors and the public. In light of this aim, dishonest, unethical, or illegal business practices are prohibited, including, without limitation, corruption, bribery, kickbacks, extortion, embezzlement, or other similar practices. An exhaustive list of unethical practices cannot be provided. Instead, the Company relies on the judgment of each individual to avoid such practices. Furthermore, each employee should strive to deal fairly with the Company's customers, suppliers, competitors, and employees. No employee should take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other unfair business practice. We also strive to comply with all applicable antitrust and competition laws and avoid any conduct that could be perceived as anti-competitive or unfair.

Payments or Gifts from Others

Employees, officers, directors, agents, and contractors may not accept or offer any payment, gift, or anything of value that is intended, or could be perceived as intended, to improperly influence a business decision or create a conflict of interest. Cash or cash equivalents (such as gift cards) are never acceptable. Inexpensive gifts, infrequent business meals, and reasonable entertainment may be accepted or offered only if they are not excessive, are consistent with Company policy, and do not create an appearance of impropriety. Gifts or entertainment involving government officials require prior written approval and must comply with all applicable laws and Company policies.

Gifts given by the Company to suppliers or customers or received from suppliers or customers should always be appropriate to the circumstances and should never create an appearance of impropriety. The nature and cost must always be accurately recorded in the Company's books and records.

Questions regarding whether a particular payment or gift violates this policy are to be directed to the Compliance Officer.

Insider Trading

You are not permitted to use, share, or disseminate material non-public information for any purpose except the conduct of our business. Material non-public information is any information not generally known to the public that a reasonable investor would find important in making a decision to buy, sell, hold or vote our securities. Using material non-public information for personal financial benefits or to "tip" others who might make an investment decision on the basis of this information is unethical and illegal. This prohibition applies to you, your family members, anyone living in your household, and any entities over which you

have control. These restrictions and related matters are set forth in the Company's Insider Trading Policy, which you are required to review and comply with in all respects.

Protection and Proper Use of Company Assets

All employees are responsible for protecting Company assets, including scientific and technical data, physical property, digital assets, intellectual property, confidential information, and financial resources. Company assets should be used only for legitimate business purposes and must be safeguarded against loss, theft, misuse, or unauthorized access. Incidental personal use of certain Company resources (such as phones or computers) may be permitted if it does not interfere with your work or violate Company policy. Report any suspected misuse, loss, or theft of Company assets promptly.

No secret or unrecorded fund of Company assets shall be established or maintained for any purpose. Anyone spending or obligating Company funds should be certain that the transaction is properly and appropriately documented and that the Company receives appropriate value in return.

All employees should protect the Company's assets and ensure their efficient use. Theft, carelessness, and waste have a direct impact on the Company's profitability. Any suspected incident of fraud, theft or misuse of assets, including digital assets, should be immediately reported to your supervisor or the Compliance Officer for investigation. Company equipment and information systems should not be used for non-Company business, though incidental personal use may be permitted. Employees must also take appropriate steps to protect Company information and systems from cybersecurity threats and report any suspected data breaches or security incidents promptly.

Record Keeping

The Company requires honest, accurate, and transparent recording and reporting of information to support responsible business decisions and compliance with legal requirements. All business expenses must be properly documented and recorded. If you are unsure whether an expense is appropriate, ask your supervisor.

All Company books, records, accounts, and financial statements must be maintained in reasonable detail, accurately reflect the Company's transactions, and conform to applicable legal requirements and internal controls. Falsifying, omitting, or misrepresenting information in Company records is strictly prohibited. All employees must cooperate fully with audits and investigations and ensure that business records are maintained for the periods specified in the Company's record retention policies.

Employees who contribute to or prepare the Company's financial statements, public filings, submissions, or communications should do so in accordance with the following guidelines:

- All accounting records, as well as reports produced from those records, must be prepared in accordance with the laws of each applicable jurisdiction.
- All records must fairly and accurately reflect the transactions or occurrences to which they relate.
- All records must fairly and accurately reflect, in reasonable detail, the Company's assets, liabilities, revenues, and expenses.
- The Company's accounting records must not contain any false or intentionally misleading entries.

- No transactions should be intentionally misclassified as to accounts, departments, or accounting periods.
- All transactions must be supported by accurate documentation in reasonable detail and recorded in the proper account and in the proper accounting period.
- No information should be concealed from independent auditors, and no action to improperly influence, coerce, manipulate or mislead internal or outside auditors should take place.
- Compliance with the Company's system of internal accounting controls is required.

Business records and communications often become public, and employees should avoid exaggeration, derogatory remarks, guesswork, or inappropriate characterizations of people and companies that can be misunderstood. This applies equally to Slack or similar internal communication systems, e-mail, internal memos, and formal reports.

Full and Accurate Public Disclosure

The Company's commitment to its stockholders demands that we provide full, fair, accurate, timely and understandable disclosure in the reports, documents and communications filed with the Securities and Exchange Commission ("**SEC**") and in other public communications. Accordingly, all employees, officers, directors and consultants must provide prompt, complete and accurate information in response to inquiries related to the preparation of the Company's public disclosure documents and public communications. Each director, officer and employee must cooperate fully with the Company's accounting, audit, and legal functions. Personnel involved in the maintenance and preparation of the Company's books, records, and accounts must ensure that all transactions and events are recorded accurately and in compliance with accounting principles and Company policies. Furthermore, each director, officer and employee involved in the Company's disclosure to the SEC must be familiar with and comply with the Company's disclosure controls and procedures and its internal control over financial reporting and take steps to ensure all SEC filings and other public communications about the financial and business condition of the Company provide full, fair, accurate, timely and understandable disclosure.

Reporting Unethical or Illegal Behavior – Protected Whistleblowing Activity

Employees, executive officers and directors are responsible for being aware of and complying with all applicable Company policies. If you become aware of illegal activity, unethical behavior, or a violation of this Code or any Company policy, or if you believe that a violation may occur (collectively, a "**Violation**"), you must promptly report it as described below. Failure to report a known Violation allows misconduct to go unremedied and is itself grounds for discipline.

When making a report, employees are encouraged to provide as much specific information as possible, including names, dates, places, and events that took place, relevant documents, and the employee's perception of why the incident(s) may be misconduct. If possible, the employee should provide a means by which the employee can be contacted in the event that an investigator needs to follow up or wants to report back to the employee.

Procedures for Reporting Violations Generally

Ordinarily, employees should report Violations to their supervisor who, in turn, should report it to the Compliance Officer when warranted. Actions prohibited by this Code, including grievances relating to

working conditions and management practices, involving anyone other than a director or executive officer must be reported to the reporting person's supervisor. Alternatively, if the employee is not comfortable reporting the matter to his or her supervisor, the matter may be reported to the head of the Company's human resources function (the "**HR Head**") or Compliance Officer.

Procedures for Anonymously Reporting Accounting and Auditing Matters

If a Violation relates to accounting or auditing matters, it must be reported. If an employee reports the matter to his or her supervisor, the HR Head, or Compliance Officer and is not satisfied with the response, or if the employee is not comfortable reporting the matter to such persons, the employee must use the Company's anonymous portal or hotline to report the matter to the Chair of the Audit Committee. It is always permitted to report a Violation that relates to accounting or auditing matters directly to the Chair of the Audit Committee.

Reports to the Chair of the Audit Committee may be made anonymously, at the employee's discretion, through any of the following methods:

- Through our online portal at <https://aspenneuroscience.ethicspoint.com/>.
- By mail to Aspen Neuroscience, Inc., 10835 Road to the Cure, Ste. 100, San Diego, CA 92121, Attn: Chair of Audit Committee.
- By anonymous hotline at 1-833-498-6792.

All such reports will be forwarded directly to the Chair of the Audit Committee.

Procedures for Reporting Violations Involving Leadership

Actions prohibited by this Code involving directors or executive officers (whether or not relating to accounting and auditing) must be reported to the Audit Committee. Such reports may be submitted using any of the methods set forth under "—Procedures for Anonymously Reporting Accounting and Auditing Matters."

Treatment of Reports and Retention of Records

Each supervisor shall report any suspected Violation reported to such person to the Compliance Officer to assure proper treatment and retention of complaints, concerns or notices of potential Violations. In addition, if persons outside the Company report complaints or concerns regarding accounting or auditing matters to anyone inside of the Company, that person should report the matter promptly to the Compliance Officer. Each supervisor and the Compliance Officer must promptly consider the reports of Violations they receive and take appropriate action, which may include investigations, in accordance with all applicable Company policies, laws, rules and regulations, and good business practice.

The Compliance Officer shall maintain a log of all reports of Violations such officer receives, indicating the description of the matter reported, the reporting party (if provided), the date of the report and the disposition thereof. This log and a record of the report shall be retained for five years.

If the Chair of the Audit Committee receives a report of a Violation, the Chair must promptly consider the report and take appropriate action, which may include investigations and consultations with the Audit Committee, the independent registered public accounting firm, management, and legal counsel, all in accordance with applicable Company policies, laws, rules and regulations, and good business practice.

Reports of Violations, and such other documents prepared in connection with an investigation, shall be retained for five years.

All directors, officers and employees are expected to cooperate in any internal investigation of misconduct, and the Company will ensure prompt and consistent action regarding Violations.

Upon receipt of a determination that there has been a Violation, the Board or its designee will take such preventative or disciplinary action as it deems appropriate, including, but not limited to, written notice, reassignment, demotion, suspension (with or without pay), or termination of employment or service – and, in the event of criminal conduct or other serious Violations of the law, notification of appropriate governmental authorities.

Confidentiality of Reports

The Company will, to the extent reasonably possible, keep confidential both the identity of the reporting person and the substance of the concerns reported under this Code, as well as its discussions and actions taken in response. In the course of any investigation, however, the Company may find it necessary to share information on a need-to-know basis in order to conduct an adequate review and take appropriate corrective action.

No Retaliation for Reports Made in Good Faith

The Company strictly prohibits retaliation against anyone who, in good faith, reports a possible Violation, raises a concern, or participates in an investigation. Retaliation for reporting a federal offense is illegal and will result in disciplinary action, up to and including termination of employment, and may also result in criminal prosecution. Employees are protected from retaliation even if the investigation does not substantiate the reported concern. We encourage everyone to speak up and report concerns without fear. However, if the employee making the report was involved in improper activity, the fact that they reported it will not necessarily prevent them from being disciplined for their participation in the Violation. In these circumstances, the Company may consider the employee's conduct in promptly reporting the information as a mitigating factor in any disciplinary decision.

Communications with Government Agencies

While the Company strives to address matters internally, nothing in this Code should discourage an employee from reporting illegal activities, including any violation of law, whether federal, state, local or foreign, or of any applicable rule or regulation, to the appropriate regulatory authority. Nothing in this Code is intended to limit or impede any individual's rights to communicate with any government agency, including to the SEC, as provided for, protected under, or warranted by any applicable whistleblower law or regulation.

What to Do if You Have Questions or Are Unsure About a Situation

We must all work to ensure prompt and consistent action against Violations. However, in some situations, it is difficult to know right from wrong. Since we cannot anticipate every situation that will arise, it is important that we have a way to approach a new question or problem. These are the steps to keep in mind:

- Ask first, act later. If you are unsure of what to do in any situation, seek guidance from your supervisor or an executive officer of the Company before you act.

- Make sure you have all the facts. In order to reach the right solutions, you must be as fully informed as possible.
- Ask yourself: Is there a specific request of me that feels 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.
- Discuss the problem with your supervisor. This is the basic guidance for all situations. In many cases, your supervisor will be more knowledgeable about the question and will appreciate being brought into the decision-making process.
- Seek help from Company resources. In the event it is inappropriate to discuss an issue with your supervisor, or if you do not feel comfortable approaching your supervisor with your question, you may also contact the Compliance Officer or HR Head.
- You may report ethical concerns in confidence and without fear of retaliation. If your situation requires that your identity be kept secret, your anonymity will be protected.

If you have any questions or uncertainties regarding this Code or are unsure as to whether any activity is consistent with this Code, please contact the Compliance Officer or HR Head.

Accountability for Adherence to this Code

The Board shall determine, or designate appropriate persons to determine, appropriate disciplinary action to be taken in the event of Violations. Such actions shall be reasonably designed to deter wrongdoing and promote accountability for adherence to this Code, and may include written notice, reassignment, demotion, suspension (with or without pay), or termination of employment or service. In the event of criminal conduct or other serious Violations of the law, the Company will notify appropriate governmental authorities.

Violations of this Code or of any direction given by management in order to effect the provisions, goals, and aims of this Code may also result in disciplinary action.

Waiver

Any waiver of this Code for executive officers or directors may be made only by the Board, or a committee of the Board responsible for corporate governance, and will be promptly disclosed as required by law.