



<b>POLICY:</b> Code of Conduct	
<b>EFFECTIVE DATE:</b> June 26, 2024	<b>DEPARTMENT:</b> Compliance
<b>REVIEWED DATE:</b> N/A	<b>REVISED DATE:</b> N/A

From Stephanie Hu, Chief Executive Officer

Dear Elase Med Spa Employees:

Elase Med Spa is committed to conducting our business with integrity through honest and ethical behavior. Our mission is to reshape the future of the medical spa space by building a best-in-class team who is dedicated to providing an unforgettable customer experience every time.

To assist in facilitating a strong compliance culture within our organization, the Company has adopted this Code of Conduct to serve as the guiding principles for our organization. The Code of Conduct is the foundation of our Compliance Program. These principles provide a framework for our business decisions and should be used as a guide to support our values and fundamental commitment to fostering an ethical work environment.

Compliance is an individual responsibility. Employees are required to familiarize themselves with and understand the Code of Conduct. Violations of the Code of Conduct may result in disciplinary action up to and including termination. For questions regarding this Code of Conduct or to report questionable activity, please contact your supervisor, the Compliance Department at [spacompliance@elase.com](mailto:spacompliance@elase.com), or to report a concern anonymously, the Compliance Helpline at (877) 215-5697.

Thank you for your support and commitment to our organization.

Sincerely,

Stephanie Hu  
Chief Executive Officer



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## Elase Med Spa's Compliance Program

### DEFINITIONS

- I. Employee: "Employee" refers to all active Company personnel, temporary employees, part-time employees, full-time employees, independent contractors, clinicians, officers, and directors.

### OVERVIEW

The goal of Elase Med Spa ("Company") is to promote ethical, legal, and compliant behavior within the organization that encourages prevention, detection, and mitigation of conduct that does not conform to our standards, federal law, state law or applicable regulations and requirements.

This Code of Conduct is intended to provide guidance on Company's ethical and legal standards to all Employees. More complex matters may require additional guidance for Employees directly involved in (1) training and education, and (2) policies and procedure creation and maintenance to receive direction from managers, supervisors, and legal counsel. If you have any questions about a compliance-related issue not covered fully within this Code of Conduct, you may:

- Speak to your Supervisor
- Contact the Compliance Department at [spacompliance@elase.com](mailto:spacompliance@elase.com)
- Call the Compliance Helpline at (877) 215-5697

Compliance is a shared activity. All Employees are expected to observe high standards of business and personal ethics in performing their work. Adherence to Company's Compliance Program is a condition of employment. Disciplinary action for violations of



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the Compliance Program, this Code of Conduct, compliance policies/procedures, and acts of noncompliance with state and federal laws/regulations will be enforced according to Company’s policies and procedures.

Thank you for your commitment to the Company’s Compliance Program.

Company Employees are expected to treat fellow Employees, customers, suppliers, and other stakeholders with fairness, honesty, and respect. This includes refraining from gender bias, racial bias, and all forms of harassment. We treat each other in the way we would wish to be treated.

I. Equal Employment

Elase Med Spa believes in hiring, promoting, and compensating Employees without regard to actual or perceived race, color, creed, religion, national origin, ancestry, citizenship status, age, sex or gender (including pregnancy, childbirth, pregnancy-related conditions, and lactation), gender identity or expression (including transgender status), sexual orientation, marital status, military service and veteran status, physical or mental disability, genetic information, or any other characteristic protected by applicable federal, state, or local laws and ordinances.

The Company is committed to equal employment practices and complying with all laws, regulations, and policies related to non-discrimination. These regulations include without limitation, Titles VI and VII of the Civil Rights Act of 1964, the Equal Employment Opportunity Act of 1972, the Age Discrimination in Employment Act of 1967, the Equal Pay Act of 1963, the National Labor Relations Act, the Fair Labor Standards Act, the Rehabilitation Act of 1973, and the Occupational Safety and Health Act of 1970.

Reasonable Accommodations

Elase Med Spa is committed to complying with applicable federal, state, and local laws governing reasonable accommodations of individuals, including, but not limited



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to, the Americans with Disabilities Act (ADA). The Company will endeavor to make a reasonable accommodation to applicants and employees who have requested an accommodation or for whom Elase Med Spa has notice may require such an accommodation, without regard to any protected classifications, related to an individual's:

- o Disability, meaning any physical, medical, mental, or psychological impairment, or a history or record of such impairment;
- o Sincerely held religious beliefs and practices;
- o Needs as a victim of domestic violence, sex offenses, or stalking;
- o Needs related to pregnancy, childbirth, or related medical conditions; and/or
- o Any other reason required by applicable law, unless the accommodation would impose an undue hardship on the operation of our business.

Any individual who would like to request an accommodation based on any of the reasons set forth above should contact Human Resources. Accommodation requests can be made in writing using a form which can be obtained from Human Resources. If an individual who has requested an accommodation has not received an initial response within five (5) business days, the employee should contact Human Resources.

Any employees with questions or concerns about equal employment opportunities in the workplace are encouraged to bring these issues to either the Compliance Department or Human Resources.

## II. Freedom from Harassment

Elase Med Spa prohibits any form of intentional or unintentional harassment, including harassment based on actual or perceived race, color, creed, religion, national origin, ancestry, citizenship status, age, sex or gender (including pregnancy, childbirth, and pregnancy-related conditions), gender identity or expression (including transgender status), sexual orientation, marital status, military service and



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veteran status, physical or mental disability, genetic information or any other basis protected by law. Elase Med Spa expects its Employees to report violations to their supervisor, Human Resources representative, Chief Compliance Officer, or the Compliance Helpline.

Harassment means different things to different people, so all Employees should refrain from any behavior which may be construed as offensive or inappropriate. Harassment is generally defined as unwelcome verbal, visual, or physical conduct that denigrates or shows hostility or aversion towards an individual because of any actual or perceived protected characteristic or has the purpose or effect of unreasonably interfering with an individual’s work performance or creating an intimidating, hostile, or offensive work environment. Examples of inappropriate behavior include: degrading jokes, intimidation, slurs, verbal harassment, visual harassment, and physical sexual harassment. Reports of harassment will be promptly investigated, and Employees engaging in this behavior will receive disciplinary action up to termination.

### III. A Safe Environment

All Employees are responsible for creating a safe working environment. Please use safety devices and report any potential/actual hazards to your supervisor. Hazards include security violations and/or criminal activity that take place on company premises. Please report any injuries or illnesses to your supervisor.

#### Workplace Violence:

Violence, intimidation, violent acts, and threats of violence have no place at the worksite and will not be tolerated. A threat includes any verbal or physical harassment or abuse, any attempt at intimidating or instilling fear in others, menacing gestures, flashing of weapons, stalking or any other hostile, aggressive, injurious or destructive action undertaken for the purpose of domination or intimidation. All potentially dangerous situations, including threats by co-workers, should be reported immediately to any member of management.

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## Maintaining Confidentiality

Elase Med Spa honors the privacy of patients’ and Employees’ personal medical and non-medical information just as we expect our privacy to be protected. We promise to protect trade secrets and the confidential information that belongs to Elase Med Spa, otherwise known as “intellectual property,” and refrain from divulging information that could be harmful to the Company or that could provide an advantage to competitors.

### I. Confidentiality

- A. Elase Med Spa is committed to preserving patient’s protected health information. Protected health information includes health information, diagnosis, treatments, personal data, billing and contact information. More information is located in the Company’s HIPAA Compliance Policies.
- B. Elase Med Spa is committed to preserving the right to privacy for all Employees and protecting the Company’s interests. Employees must follow all applicable laws and company policies when using or sharing confidential information. The following information is classified as confidential:
  - Employees information, personnel files, evaluations, and disciplinary matters.
  - Business information, including information regarding Elase Med spa’s finances, pricing, software and computer systems, products or services, processing, marketing and sales strategies, client lists, client email addresses and mailing addresses, client data, orders, memoranda, notes, records, technical data, sketches, designs, plans, drawings, trade secrets, research and development data, experimental work, proposals, new product and/or services developments, project reports, sources of supply and material, operating and cost data, and corporate financial information. This company-specific information is referred to as “intellectual property.”

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C. Any employee who improperly copies, removes (whether physically or electronically), uses or discloses confidential information to anyone outside of Elase Med Spa may be subject to disciplinary action up to and including termination. Employees may be required to sign an agreement reiterating these obligations.

### Respecting Company Property

Employees must protect and preserve company property and refrain from using company property for personal gain.

#### I. Use of Resources

Elase Med Spa discourages inappropriate use of company property. Employees are trusted to act responsibly, reasonably, and maturely, as well as to use good judgment in the use of all company-related communications and computing devices, including:

- The Internet
- All forms of printed and electronic media
- Copying devices (scanners, copy machines, and other devices/applications used for duplication)
- Telephones
- Cell phones
- Portable/wireless PDAs
- Desktop and laptop computers
- Remote access/dial-up hardware and software devices

Employees should not use a computer to transmit, store, or download materials that are threatening, maliciously false, or obscene. Facilities, equipment, technology, and resources are to be used only for business purposes in connection with job responsibilities. Employees who are provided company laptops, tablets or other

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moveable devices must do their best to protect the equipment from being defaced or harmed.

### Avoiding Conflicts of Interest

While employed at Elase Med Spa, Employees must avoid any conflict between their personal interests and those of Elase Med Spa's. Company Employees should not have, or appear to have personal interests or relationships that actually or potentially conflict with the best interests of the Company. Employees are prohibited from taking advantage of Elase Med Spa association for personal gain.

#### I. Activities and Relationships Beyond Elase Med Spa

- A. It is prohibited for Employees' personal lives to conflict with work or to pose a hazard to the Company.
- B. Steps Employees should follow to determine whether a conflict of interest exists:
  - i. Avoid personal outside activities and associations that might influence your business decisions and business-related objectivity; and
  - ii. Avoid doing business with competitors or making significant personal financial investments in competitors, suppliers, or customers.

#### C. Examples of conflicts of interest could arise in the following situations:

- i. Holding an interest in or accepting free or discounted goods from any organization that does, or is seeking to do, business with Elase Med Spa, by any employee who is in a position to directly or indirectly



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- influence either Elase Med Spa’s decision to do business, or the terms upon which business would be done with such organization;
- ii. Holding any interest in an organization that competes with Elase Med Spa;
  - iii. Being employed by (including as a consultant) or serving on the board of any organization which does, or is seeking to do, business with Elase Med Spa’s or which competes with Elase Med Spa’s; and/or
  - iv. Profiting personally, e.g., through commissions, loans, expense reimbursements or other payments, from any organization seeking to do business with Elase Med Spa.
  - v. Hiring or supervising family members or closely related persons. A familial relationship among employees can create an actual or at least a potential conflict of interest in the employment setting, especially where one relative supervises another relative. To avoid this problem, Elase Med Spa may refuse to hire or place a relative in a position where the potential for favoritism or conflict exists. In other cases, such as personal relationships where a conflict or the potential for conflict arises, even if there is no supervisory relationship involved, the parties may be separated by reassignment or discharged from employment, at the discretion of Elase Med Spa. Accordingly, all parties to any type of intimate personal relationship must inform management.
  - vi. Having a personal interest, financial interest, or potential gain in any Elase Med Spa transaction, other than a side-by-side investment.
  - vii. Placing company business with a firm owned or controlled by an Elase Med Spa employee or his or her family.

A conflict of interest could also exist when a member of the employee's immediate family is involved in situations such as those above.

Accepting gifts, discounts, favors, or services from a customer/potential customer, competitor or supplier, unless equally available to all Elase Med Spa employees.

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D. If you are not sure whether an outside activity represents a conflict of interest, contact your supervisor, Compliance Department or Compliance Helpline.

II. Entertainment, Gifts, and Gratuities

A. Some forms of business entertaining – including meals, social events or training, and educational activities – are accepted practices.

i. The cost and scope of these activities should be reasonable and appropriate. Before accepting or extending such invitations, check with your supervisor.

B. Employees should refrain from giving or accepting excessive gifts to or from vendors, customers, or other Business Associates. The value of gifts received or given should not exceed an aggregate value of \$500 per year unless prior approval has been given by a supervisor. Employees should never accept cash gifts from vendors, members, or customers.

It is the employee's responsibility to report any actual or potential conflict that may exist between the employee (and the employee's immediate family) and Elase Med Spa.

**Compliance with Laws and Regulations**

I. Regulatory Obligations

Elase Med Spa operates in a heavily regulated industry, subjecting the Company and its Employees to federal, state, civil, and criminal laws and regulations. The penalties for violation of these laws, regulations, and requirements are severe and can apply to both the Company and any Employees involved. Penalties include fines, other financial penalties, loss of licensure, and potential imprisonment. The Compliance



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Program is designed to prevent such violations. All Employees must be aware of and comply with the regulatory requirements applicable to their respective positions and duties.

II. Illegal Activities

- A. The Company and its Employees will not engage, directly or indirectly, in any corrupt business practices and other illegal activities. Such activities include, but are not limited to, fraud, embezzlement, kickback arrangements, and drug use.
- B. The Company and its Employees will comply with all applicable federal, state, and local laws, including, without limitation, the Health Insurance Portability and Accountability Act of 1996 (“HIPAA”) and the Health Information Technology for Economic and Clinical Health Act (“HITECH”).
- C. Fraud. Fraud includes actions such as falsifying timecards and expense reports.
- D. Kickbacks. A kickback arrangement involves accepting or offering bribes or payoffs intended to induce, influence, or reward favorable decisions of any person or entity in a position to benefit the Company. Such persons or entities include customers, contractors, vendors, and government personnel.

III. Antitrust and Unfair Competition

Antitrust laws ensure that competition between companies is fair. These laws also protect the public against business competitors who band together or “collude” to unfairly set prices. Employees could violate these laws by discussing with competitors pricing, terms and conditions of sales, or dealings with customers, suppliers, or other competitors. Our competitors include other medical spas that operate in our markets.



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Employees who participate in trade associations or other meetings where competitors are likely to be present must be especially cognizant of antitrust rules.

#### IV. Sales, Marketing, and Advertising Standards

We are committed to growing our business through well-trained, highly professional sales Employees. All sales Employees are committed to fair, forthright, and legally compliant sales, and marketing practices. Elase Med Spa adheres to all state regulations that require sales representatives to be licensed.

Employees do not engage in corrupt marketing practices, including misrepresentation of covered services and “redlining,” which refers to the practice of avoiding sales in specific geographic areas or neighborhoods.

When advertising our products and services, Elase Med Spa and its Employees will present only truthful, non-deceptive information.

#### V. Copyright Law

Elase Med Spa and Employees follow state, federal, and foreign laws pertaining to copyright protection, and laws that prohibit duplication of print materials, licensed computer software, and other copyright-protected works.

### Responsibilities and Consequences

#### I. Employees Responsibilities

Elase Med Spa will provide all Employees with the training and education needed to be knowledgeable about our ethics and compliance initiatives. In return, Elase Med Spa relies on you to help ensure that those initiatives remain a priority. This involves



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upholding all the standards outlined in this Code of Conduct, as well as reporting any suspected violations of those standards.

If you observe potential violations of law or the Code of Conduct, you should not hesitate to report such issues. Failure to do so could pose a risk to the Company or, in the case of illegal activities or regulatory violations, a risk to you or co-workers.

## II. Reporting Suspected Violations

If you have a compliance concern to report, talk to your supervisor. If they are not available or are unable to assist you, contact the Compliance Department.

You may also report issues through the Compliance Helpline – a service that allows violations or concerns to be reported anonymously. The Helpline is operated offsite by a third-party administrator and is available toll-free 24 hours a day, seven days a week, at (877) 215-5697.

## III. Resolution, Communication and Non-Retaliation

Once a problem or suspected violation has been reported, the Company pledges to quickly investigate and resolve the problem. The Company will not retaliate against Employees for reporting compliance violations in good faith.

## IV. Consequences of Violations

Elase Med Spa will be thorough and fair when investigating potential compliance violations. Employees who are deemed to have committed violations will be subject to disciplinary action up to termination.

## Where to Find Answers to Your Questions

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The Code of Conduct Guidelines are meant to provide an overview of Elase Med Spa's policies on ethics, compliance, and conduct-related issues. This publication is a living document and is subject to change as Elase Med Spa refines its policies and procedures and as government agencies and regulators modify their rules.

If you need more information or if you have a compliance-related question or concern, talk with your supervisor or the Compliance Department. These are the best sources when you need help understanding the laws, regulations, and practices that affect your work. Calling the Compliance Helpline is also an option if you wish to seek information on a specific company policy or standard.

Employees are encouraged to explore the following resources:

- Elase Med Spa's Employee Handbook: The handbook covers various topics, including employment, benefits, performance reviews, wage & salary, and employee relations subjects such as dress code, workplace conduct, counseling, and health and safety issues.
- Elase Med Spa's Intranet Site: This site contains extensive information on company policies and procedures and other company standards that affect your work activities.

**References**

[Department of Health and Human Services Office of the Inspector General Guidance](#)

Titles [VI](#) and [VII](#) of the Civil Rights Act of 1964

[Equal Employment Opportunity Act of 1972](#)

[Age Discrimination in Employment Act of 1967](#)

[Equal Pay Act of 1963](#)

[National Labor Relations Act](#)

[Fair Labor Standards Act](#)

[Rehabilitation Act of 1973](#)

[Occupational Safety and Health Act of 1970](#)