

X-BIOMEDICAL, INC.

FINANCIAL CONFLICT OF INTEREST (FCOI) POLICY FOR  
PHS/NIH-FUNDED RESEARCH

Rev	Date	Description
1.0	6/11/2026	Effective Release

1. PURPOSE

X-Biomedical, Inc. ("X-Biomedical" or the "Company") is committed to conducting research with integrity, objectivity, and transparency. The purpose of this policy is to establish requirements for the disclosure, review, management, and reporting of financial interests that may create actual, potential, or perceived conflicts in connection with research funded by the Public Health Service (PHS), including the National Institutes of Health (NIH).

This policy is intended to ensure compliance with applicable federal regulations, including 42 CFR Part 50 Subpart F, and to promote public confidence in the design, conduct, and reporting of PHS/NIH-funded research.

2. SCOPE

This policy applies to all Investigators who are planning to participate in, or are participating in, PHS/NIH-funded research conducted by or on behalf of X-Biomedical.

For purposes of this policy, Investigators may include employees, officers, consultants, collaborators, subcontractors, subrecipient personnel, and any other individuals responsible for the design, conduct, or reporting of PHS/NIH-funded research.

This policy applies to NIH Phase II SBIR/STTR awards and any other PHS-funded research activities conducted by the Company.

3. INSTITUTIONAL RESPONSIBILITIES

Institutional Responsibilities include professional activities conducted on behalf of X-Biomedical, including but not limited to:

- Research and development activities
- Product development activities
- Clinical investigations
- Regulatory activities
- Grant-supported activities
- Scientific publications and presentations
- Educational activities
- Professional service activities
- Consulting activities performed on behalf of the Company

4. DESIGNATED INSTITUTIONAL OFFICIAL

The Regulatory and Quality Manager shall serve as the Designated Institutional Official ("DIO") responsible for administration of the Company's Financial Conflict of Interest program.

Current Contact Information:

Regulatory and Quality Manager  
X-Biomedical, Inc.  
[smethers@x-biomedical.com](mailto:smethers@x-biomedical.com)

The DIO is responsible for:

- Collecting and reviewing financial disclosures
- Determining whether Significant Financial Interests are related to PHS/NIH-funded research
- Determining whether a Financial Conflict of Interest exists
- Developing and overseeing management plans when necessary
- Coordinating required investigator training
- Maintaining required records
- Coordinating required reporting to NIH

The DIO may consult with Company leadership, scientific advisors, external consultants, legal counsel, or an ad hoc Conflict of Interest Review Committee when additional review or expertise is necessary.

## 5. DEFINITIONS

Investigator

An Investigator is any individual, regardless of title or position, who is responsible for the design, conduct, or reporting of PHS/NIH-funded research.

Significant Financial Interest (SFI)

A Significant Financial Interest ("SFI") means a foreign or domestic financial interest of the Investigator, the Investigator's spouse, or dependent children that reasonably appears related to the Investigator's Institutional Responsibilities.

Examples of interests that may require disclosure include:

- Consulting fees
- Honoraria
- Advisory board compensation
- Board of director compensation
- Royalty income
- Licensing income
- Equity interests
- Founder shares
- Common stock
- Preferred stock
- Stock options
- Warrants
- Stock Appreciation Rights (SARs)
- Sponsored or reimbursed travel
- Intellectual property interests

For publicly traded entities, an SFI generally exists when remuneration received during the previous twelve months and the value of any equity interest, when aggregated, exceeds \$5,000.

For non-publicly traded entities, any equity interest is considered an SFI regardless of value.

#### Financial Conflict of Interest (FCOI)

A Financial Conflict of Interest exists when X-Biomedical reasonably determines that an SFI could directly and significantly affect the design, conduct, or reporting of PHS/NIH-funded research.

#### Intellectual Property Interests

Intellectual Property Interests include issued patents, pending patent applications, invention disclosures, patent licensing agreements, royalty arrangements, copyrights, trademarks, trade secrets, proprietary technologies, and other intellectual property rights that may reasonably relate to PHS/NIH-funded research.

#### Ownership Interests in X-Biomedical

Ownership interests in X-Biomedical, including founder shares, stock ownership, stock options, warrants, SARs, and similar equity interests, are not prohibited. Such interests must be disclosed and reviewed in accordance with this policy.

### 6. DISCLOSURE REQUIREMENTS

Each Investigator shall disclose all foreign and domestic Significant Financial Interests:

- a. No later than the time of application for PHS/NIH-funded research.
- b. At least annually during the period of award.
- c. Within thirty (30) days of discovering or acquiring a new Significant Financial Interest, including through purchase, inheritance, marriage, consulting arrangements, licensing agreements, stock grants, option grants, or other means.

Each Investigator shall also certify annually that previously disclosed information remains accurate or submit updated disclosures as appropriate.

### 7. REVIEW OF DISCLOSURES

The DIO shall review each disclosure to determine:

- Whether an SFI exists;
- Whether the SFI is related to PHS/NIH-funded research; and
- Whether the SFI constitutes a Financial Conflict of Interest.

When an Investigator participating in PHS/NIH-funded research discloses a new Significant Financial Interest, the DIO shall complete the review and implement any required interim management measures within sixty (60) days.

### 8. MANAGEMENT OF FINANCIAL CONFLICTS OF INTEREST

Prior to the expenditure of NIH funds, identified Financial Conflicts of Interest shall be reviewed and appropriately managed.

Management measures may include, as appropriate:

- Public disclosure of the financial interest
- Disclosure in publications or presentations
- Independent review of research activities
- Appointment of an independent monitor
- Modification of research plans
- Modification of investigator responsibilities
- Recusal from specific decisions or activities
- Reduction or elimination of conflicting financial interests
- Other measures deemed appropriate by the Company

The DIO shall monitor compliance with management plans throughout the duration of the applicable project.

#### 9. REPORTING TO NIH

X-Biomedical shall submit all required FCOI reports through the NIH eRA Commons FCOI Module in accordance with applicable regulations and NIH requirements.

Reports shall be submitted:

- Prior to expenditure of funds when required
- Within sixty (60) days of identification of a newly identified FCOI
- Annually for the duration of the award
- Following retrospective review when required

#### 10. RETROSPECTIVE REVIEW

Whenever an SFI is not disclosed, not reviewed, or not managed in a timely manner, X-Biomedical shall conduct a retrospective review within one hundred twenty (120) days of the determination of noncompliance.

The retrospective review shall include, at a minimum:

- Project number
- Project title
- Investigator name
- Entity involved
- Reason for the review
- Methodology used
- Findings
- Conclusions

If bias is identified, X-Biomedical shall submit any required mitigation reports to NIH.

#### 11. TRAINING

All Investigators participating in PHS/NIH-funded research shall complete Financial Conflict of Interest training:

- Prior to engaging in PHS/NIH-funded research

- At least once every four (4) years thereafter
- Whenever this policy is materially revised
- Whenever an Investigator is found to be noncompliant with this policy or an applicable management plan

Training may be completed using NIH training resources or equivalent Company-approved training.

## 12. SUBRECIPIENT REQUIREMENTS

When PHS/NIH-funded research is conducted through a subrecipient, X-Biomedical shall establish a written agreement specifying whether the subrecipient's Financial Conflict of Interest policy or X-Biomedical's policy applies.

Subrecipient investigators who do not maintain an NIH-compliant Financial Conflict of Interest policy shall comply with the requirements of this policy, including disclosure, training, review, management, and reporting requirements.

## 13. PUBLIC ACCESSIBILITY

This policy shall be made publicly accessible through the Company's website.

Information regarding identified Financial Conflicts of Interest held by senior/key personnel shall be made available within five (5) business days of a written request, as required by applicable federal regulations.

Such information shall be updated at least annually and within sixty (60) days of identification of a newly identified Financial Conflict of Interest.

Publicly available information shall remain available for at least three (3) years from the date of the most recent update.

Requests may be submitted to:

[smethers@x-biomedical.com](mailto:smethers@x-biomedical.com)

## 14. RECORD RETENTION

X-Biomedical shall maintain all records related to disclosures, reviews, determinations, management plans, retrospective reviews, training, and reporting activities for a minimum of three (3) years from submission of the final expenditure report or longer if required by applicable regulations.

## 15. ENFORCEMENT

Failure to comply with this policy may result in corrective action, removal from research activities, modification of responsibilities, termination of consulting arrangements, employment action, or other measures deemed appropriate by the Company.

## 16. POLICY APPROVAL

This policy is approved and adopted by X-Biomedical, Inc. and is effective as of June 11, 2026.

X-BIOMEDICAL, INC.

Jennifer Cole  
President and Chief Executive Officer

A handwritten signature in black ink that reads "Jennifer Cole". The signature is written in a cursive, flowing style.

Date: Jun 11, 2026