



field trip

Code of Ethics & Business Conduct

(October 2020)

Field Trip Health Ltd. (**Field Trip**) is committed to maintaining high standards of integrity, ethics and accountability in conducting its operations while seeking to grow its business and realize its mission to Heal the Sick and Better the Well™. This Code of Ethics & Business Conduct (**Code**) sets out the standards and expectations of conduct that Field Trip has for its directors, officers, employees, contractors and associates of Field Trip and its subsidiaries (collectively **Personnel**) with regards to ethics and integrity and acts as a framework in guiding our operations and business practices.

This Code sets forth such standards as are reasonably designed to deter wrongdoing and to promote honest and ethical conduct, the prompt internal reporting of violations of this Code to an appropriate person or persons, and accountability for adherence to this Code. The guidelines set out in this Code may be further supplemented by specific corporate, divisional or departmental policies.

General Conduct and Behaviour

All Personnel are expected to show a duty of loyalty and faithfulness to Field Trip and to take actions to prevent damage to its interests or reputation. All Personnel, in discharging their duties, must comply with applicable laws and regulations, the rules of the stock exchange(s) on which Field Trip shares are listed as well as Field Trip's internal policies. Personnel must ensure that they keep up-to-date on law, regulations, policies and issues that may affect their area of operation.

As a general guideline, when you are faced with a situation and you are not clear as to what action you should take, ask yourself the following questions:

- Is the action legal?
- Is the action ethical?
- Does the action comply with this Code and other policies and laws applicable to my job?
- How will my decision affect others, including our patients, shareholders, employees and the community?
- How will my decision look to others? If your action is legal but can result in the appearance of wrongdoing, consider taking alternative steps.
- How would I feel if my decision were made public? Could the decision be honestly explained and defended?
- Should I contact my supervisor or the Field Trip legal department regarding the action?

Lawful Conduct

Field Trip conducts research and operates, or provides administrative services to the operators of, clinics in various Provinces of Canada and States in the USA. These activities are subject to federal, provincial, state, and local laws and regulations, and conditions for the participation in the healthcare industry such as licenses, permits, accreditation, medical record-keeping, corporate practice of medicine restrictions, and the requirements of government or private insurance program requirements. Field Trip is subject to numerous other laws in addition to these healthcare laws, regulations, and the conditions of participation.

We have developed policies and procedures to address many legal and regulatory requirements. However, it is impractical to develop policies and procedures that encompass the full body of applicable law and regulation.

As such, Personnel are expected to (a) learn about laws, rules and regulations that affect what they do at Field Trip, (b) attend periodic training and seek to keep up on any legal developments, and (c) raise any questions concerning the applicability, existence or interpretation of any law or regulation or conduct with their supervisor or the Legal Department of Field Trip.

Leadership Responsibility

Ethical business practices and compliance with this Code is everyone's responsibility. The tone from the top is important in creating a foundation for a culture of integrity. Leadership at Field Trip must act to cultivate this culture across the company and assure that all Personnel understand their responsibilities and feel comfortable raising concerns without fear of retaliation. This means encouraging ethical conduct and compliance with the law by personally demonstrating and promoting Field Trip's values and mission. Leaders should consider compliance with this Code when evaluating and rewarding Personnel and ensure that that Personnel understand that business results must be achieved while complying with this Code.

All leaders must ensure that policies and processes, tailored to address their particular risk areas, are communicated and implemented and that Personnel receive education on Field Trip policies and applicable law. Leader must also encourage Personnel to speak up and report integrity or compliance issues and implement prompt corrective action to fix identified weaknesses. All legal and ethics issues must be reported to the Legal Department or the Chief Executive Officer.

Bribery and Corruption

A bribe or improper payment is designed to influence another's behavior and is always prohibited. As such, Personnel are prohibited from making or participating in making any payments designed to cause or improperly influence the decisions of an individual, a company or a governmental official to act in a way that gives Field Trip or the Personnel an advantage. Similarly, you cannot solicit, encourage or actually receive any bribe or other payment, contribution, gifts or favor that could influence your or another's decision.

All Personnel are expected to comply with the *Corruption of Foreign Public Officials Act* (Canada), the *US Foreign Corrupt Practices Act* and similar legislation in other countries. Field Trip should never provide payments to customers, government officials or others that could be characterized as a bribe or other improper payment under such laws. A bribe could take the form of direct cash payments or other forms of payments such as kickbacks, unexplained rebates, or invoices for some disguised expenses.

Improper payments and improper gifts should not be confused with reasonable and limited expenditures for gifts, and entertainment that are made in accordance with Field Trip policy, described below.

Fraud

Fraud is perpetrated by individuals or in concert with others to obtain money, property, or services; to avoid payment or loss of services; or to secure personal or business advantage. Field Trip's fraud risk generally falls into the categories of (a) inappropriate sales practices, (b) asset misappropriation, and (c) insurance payment fraud. Field Trip recognizes the risk that fraud of any type represents to the company and our shareholders and takes the appropriate steps to prevent fraud before it occurs, detect fraud which may be occurring and thoroughly investigates suspected fraud.

Field Trip has procedures to facilitate accurate sales of services and billing to government payers, commercial insurance payers, and patients. We prohibit any Personnel or agent of Field Trip from (a) misleading or overselling services, or (b) knowingly presenting or causing to be presented claims for payment or approval which are false, fictitious, or fraudulent.

If fraud is discovered, Field Trip will respond swiftly and aggressively to identify the person or persons responsible, terminate the fraudulent activity and will work with law enforcement to recover funds and/or prosecute the responsible individuals.

Personnel should immediately contact their supervisor, the Chief Financial Officer or use the Whistleblower Portal if they suspect fraud is perpetuated. The Audit Committee or the Board of Directors will be immediately notified of the any such allegations.

Anti-Money Laundering / Anti-Terrorist Financing

Money laundering is the act of placing illegal gains into the financial system in ways designed to avoid drawing the attention of banks, financial institutions or law enforcement agencies. Another concern is that legitimate funds may be used to finance terroristic activities. Failing to detect illicit relationships and transactions can severely damage Field Trip's integrity and reputation and could violate the law.

All Personnel are expected to abide by the Criminal Code (Canada), the Proceeds of Crime (Money Laundering) and Terrorist Financing Act (Canada), the US Bank Secrecy Act and similar legislation in other countries. Field Trip is prohibited from doing business that involves proceeds of criminal activities or to facilitate the finding of finance terroristic activities. To mitigate the risk of inadvertent or explicit participation in in these activities, Personnel are prohibited from (a) accepting or making cash payments of any kind, or (b) accepting payments from entities other than the contractual patient/customer, other than from an insurance provider, in each case without obtaining approval from the Legal Department.

Furthermore, Field Trip will conduct business only with reputable persons involved in legitimate business activities, with funds derived from legitimate sources. To mitigate this risk, Field Trip conducts due diligence on its business partners as part of its contracting process.

Personnel should immediately contact their supervisor, the General Counsel or use the Whistleblower Portal if they suspect money-laundering or terrorist financing is perpetuated. The Audit Committee or the Board of Directors will be immediately notified of the any such allegations.

Competition / Antitrust Laws

The Competition Act (Canada) and other antitrust laws are designed to create a level playing field in the marketplace and to promote fair competition. These laws could be violated by discussing Field Trip business with a competitor, such as how our prices are set, disclosing the terms of supplier relationships, allocating markets among

competitors, or agreeing with a competitor to refuse to deal with a supplier. Personnel must be alert to potential situations where it may not be appropriate to participate in discussions regarding prohibited subjects with competitors.

If a competitor raises a prohibited subject, Personnel must end the conversation immediately and document their refusal to participate in the conversation by reporting the incident to the Legal Department.

Third-Party Compliance

Field Trip's relationships with vendors, partners and consultants are based on mutual respect and the expectation that we all engage in lawful, efficient, and fair practices. Field Trip can be held accountable for unethical behavior of our third parties conducted on our behalf if we knew or should have known that it was occurring. We expect our third-party business partners to abide by all laws and, in the case of material partners and consultants, may require them to agree to follow this Code when acting on behalf of Field Trip. Specifically, Field Trip requires all independently-owned professional medical corporations that operate Field Trip clinics to agreement to abide by this Code.

Transparency

Field Trip believes that transparency is a cornerstone of any program designed to foster high standards of integrity and ethical behaviour. This Code and other Field Trip policies and procedures are designed to create a framework of transparency.

Public Disclosures

Field Trip is committed to the principles and rules of good governance, specifically in accordance with the rules of the exchanges where our securities are traded and associated securities laws. Field Trip is committed to providing all shareholders and other investors accurate, transparent, regular, and timely communication of information that allows them to appropriately monitor our performance and trends. See "Disclosures Concerning Field Trip" below for more detail.

Marketing and Advertising

Consistent with laws and regulations, Field Trip may use marketing and advertising activities to educate the public, provide information to the community, increase awareness of our services, and to recruit Personnel. Field Trip will present only truthful, fully informative, and non-deceptive information in these materials and announcements.

Research and Clinical Trials

Field Trip follows the highest ethical standards in full compliance with applicable laws and regulations in any research and/or clinical trials conducted by Field Trip or its physicians and professional staff. We do not tolerate research misconduct of any kind.

Field Trip's first priority is to protect the patients and human subjects and respect their rights during research and clinical trials. Personnel participating in research and clinical trials are expected to obtain voluntary informed consent from all patients and human subjects, including explanation of the risks, expected benefits, and alternatives. Refusal of a patient to participate in a research study will not compromise his or her access to other services offered by Field Trip.

Research conducted by Field Trip Discovery and Field Trip Natural Products must adhere to the laws, regulations, rules and standards pertaining to research, including

the US Food and Drug Administration's Good Laboratory and Manufacturing Practice regulations and Good Clinical Practices. Personnel are expected to inform themselves of the laws, regulations, rules and standards that apply to them.

Conflicts of Interest

A conflict of interest may arise whenever a personal interest interferes – or even appears to interfere with the interests of Field Trip.

While we respect your right to manage your personal affairs and investments and we do not wish to intrude on your personal life, each Personnel owes primary business loyalty to Field Trip and shall avoid engaging in any business or other interest which may conflict with the duties and responsibilities owed to Field Trip. To avoid conflicts of interest, you should identify potential conflicts when they arise and notify your supervisor if you are unsure whether a relationship or transaction poses a conflict. It is your responsibility to identify and to report any possible or actual conflict of interest regardless of whether or not you derive a benefit.

Keep in mind that not all conflicts are prohibited and the list below does not address every example. Some conflicts are permissible if they are disclosed and approved by Field Trip. Since it is impossible to describe every potential conflict, we rely on your commitment to exercise sound judgment and to seek advice when appropriate. If you need advice on whether a particular activity is a conflict of interest, please contact your supervisor or the Legal Department.

Outside Activities

Field Trip encourages Personnel to be involved with outside organizations and within your community; provided your involvement does not create or appear to create a conflict of interest or interfere with your ability to carry out your responsibilities at Field Trip. You are expected to avoid any activity that might compromise Field Trip or our brand and reputation.

Any outside activity which involves (a) a second job or providing services to another business, (b) the provision of medical, health or wellness services or advice, or (c) any activity which may be or become associated with Field Trip or its industry, must be preapproved by your immediate supervisor and the General Counsel. If approved, any second job or position must be kept completely separate from your Field Trip position and cannot interfere with your responsibilities and performance as such.

Outside Directorships

Serving as a director of another company may create a conflict of interest. Being a director or serving on a standing committee of some organizations including government agencies, also may create a conflict. Before accepting an appointment to the board or committee of any organization, Personnel must receive written approval from the General Counsel.

Employees are permitted, however, to serve on boards of charities or non-profit organizations or in family businesses that have no relations to Field Trip (other than a holding company through which you provide services to Field Trip). Prior approval is not required for these types of situations. If you hold a position with a charity or non-profit organization and if you speak publicly for the entity, you should ensure that you are seen as speaking on behalf of the entity or as an individual, and not on behalf of Field Trip.

Political Activity

Field Trip strongly supports and respects your right to participate in political activities. No one at Field Trip may require you to contribute to, support or oppose any political group or candidate.

Since laws and regulations governing lobbying and political contributions are complex and diverse, Personnel are not permitted to make any political contributions on behalf of Field Trip without the prior approval of from the Chief Executive Officer.

If you publicly express political views, you should make it clear that they are individual, personal views and not those of Field Trip. Please notify the Chief Executive Officer if you plan to campaign for, or serve in, public office, and avoid conflicts of interest by excusing yourself from any political matters involving Field Trip or its industry if you do so.

Gifts & Entertainment

We allow employees to offer or receive business gifts and entertainment within specific guidelines. Gifts given or received should never include cash. Acceptable business gifts, meals, services or entertainment comply with this Code under the following guidelines if they:

- are relatively infrequent and not excessive in value for someone of your position
- comply with applicable laws and are consistent with customary business practices
- would not embarrass Field Trip, the person receiving the gift or the person giving the gift, if publicly disclosed
- are never given to, or received from, any government official

Where Personnel are invited to attend a conference or seminar offered by a vendor, service provider or other third-party, they must obtain approval from their supervisor prior to accepting any offer which includes paid travel, hotel or meals other than those made available during the conference or seminar.

Workplace Behaviour

Field Trip is committed to providing a safe and inclusive work environment where everyone is treated with fairness, dignity, and respect. We will make ourselves accountable to one another for the manner in which we treat one another and for the manner in which people around us are treated.

Respectful & Inclusive Workplace

Personnel need to know that they work in a safe and respectful environment where high value is put on equity, fairness and dignity. Personnel should behave with courtesy and consideration when interacting with other Personnel, patients and people with whom Field Trip has business dealings.

Field Trip is also committed to recruit and retain a diverse staff reflective of the patients and communities we serve. Field Trip strives to create and maintain a setting in which we celebrate cultural and other differences and consider them strengths of the organization.

Harassment and Workplace Violence

Field Trip does not tolerate harassment by anyone. Degrading or humiliating jokes, slurs, intimidation, or other harassing conduct is not acceptable in our workplace. Harassment

also includes incidents of workplace violence such as physical intimidation, stalking, and other forms of violence.

Sexual harassment is prohibited. This prohibition includes unwelcome sexual advances or requests for sexual favors. Moreover, verbal or physical conduct of a sexual nature that interferes with an individual's work performance or creates an intimidating, hostile, or offensive work environment has no place at Field Trip. Personnel who observe or experience any form of harassment or violence should report the incident to their supervisor, the Legal Department or through the Whistleblower Portal.

Health and Safety

Field Trip clinics and research facilities comply with all government regulations and practices that promote the protection of workplace health and safety. Our policies have been developed to protect Personnel from potential workplace hazards. All Personnel must become familiar with and understand how these policies apply to their specific responsibilities and seek advice from their supervisor whenever they have a question or concern. It is important that Personnel immediately advise a supervisor or the Chief Operating Officer of any workplace injury or any situation presenting a danger of injury so timely corrective action may be taken to resolve the issue.

Drugs and Alcohol

Field Trip is dedicated to the health and safety of Personnel, patients and the communities in which it operates. To protect those interests, we are committed to ensuring that Personnel's mental acuity is not affected by the influence of alcohol or drugs. All colleagues are prohibited from using, possessing, or selling illegal drugs while on Field Trip time or property. Work events must comply with the Field Trip Entertainment Policy.

Some Personnel routinely have access to prescription drugs, controlled substances, and other medical supplies. Many of these substances are governed and monitored by specific regulatory organizations and must be administered by a physician or nurse practitioner only. Prescription and controlled medications and supplies must be handled properly and only by authorized individuals to minimize risks to us and to patients. If you become aware of inadequate security of drugs or controlled substances or the diversion of drugs from the organization, the incident must be reported immediately.

Disclosures Concerning Field Trip

Do NOT speak on behalf of Field Trip in any capacity or forum unless you are authorized to do so. Additionally, before publishing, making a speech or giving an interview in your capacity as Field Trip Personnel or that relies on expertise related to your Field Trip position, you should obtain approval from disclosure committee of Field Trip (**Disclosure Committee**). Personnel should also review Field Trip's Disclosure Policy.

Disclosure Policy

Applicable securities laws require Field Trip to disclose certain information in various reports and other continuous disclosure documents. In addition, from time to time, Field Trip makes other public communications, such as issuing press releases. Field Trip has a responsibility to provide full, fair, accurate, timely and understandable disclosure in reports and documents filed with or submitted to securities regulatory authorities and in other public communications. Accordingly, such disclosures must be approved by specifically designated representatives of Field Trip. All Personnel are expected to abide by Field Trip's Disclosure Policy setting out the details of these requirements in more detail.

Media

Communication on behalf of Field Trip to the media, securities analysts, and investors must be made only by specifically designated representatives of Field Trip. If any Personnel receive an inquiry relating to Field Trip from a securities analyst or an investor, it should be referred to the Executive Chairman of Field Trip. If any Personnel receive an inquiry relating to Field Trip from the media, it should be referred to the Disclosure Committee. Any communications related to Field Trip via social media should be referred to the Disclosure Committee, including any communications that Personnel see online and on bulletin boards.

Regulators and Government Officials

Field Trip interact with regulators, government officials, and government agencies in connection with its status as a public company and in connection with its clinical operations, research operations or in connection with coordination of insurance payments. In every instance, Personnel must comply with applicable laws and regulations. As such, only certain designated persons may communicate with regulators, government officials, and government agencies on behalf of the company.

Where communications with a regulator or official relates to your own professional license, you are entitled to interact directly with such regulator or official; provided that Field Trip's Chief Medical Officer is made aware of any matters which may affect Field Trip or the services you provide to Field Trip or one of its clinics.

We may also interact with government officials through third parties, such as vendors, consultants, brokers, agents, law firms or through associated professional corporations which operate Field Trip clinics in certain jurisdictions. If these third parties are representing or working on the behalf of Field Trip, their actions can be deemed to be those of Field Trip. Therefore, any such engagement must be preapproved by the Legal Department.

Insider Trading Policy

Securities legislation in Canada and the United States prohibits insiders and others from: (a) trading in securities of Field Trip on the basis of undisclosed material information; and (b) disclosing such information to another person or company, other than in the ordinary course of business. Contravention of the insider trading rules exposes insiders to civil liability and to substantial fines and imprisonment. In addition to the prohibitions on insiders described above, certain insiders are subject to additional insider reporting obligations. All Personnel are expected to abide by Field Trip's Insider Trading Policy setting out the details of these prohibitions and reporting obligations in more detail.

Confidentiality

Personnel may become privy to information about (a) Field Trip, (b) Field Trip's systems, operations, records, strategies, or business plans or (c) Field Trip's patients, suppliers, contractors or employees (**Confidential Information**) to any person other than as directed by Field Trip. Confidential Information should not be disclosed to anyone other than persons who are authorized by Field Trip to receive such information. If you are in doubt as to whether certain information is confidential, seek clarification from their supervisor or the General Counsel before making any disclosures. The foregoing extends to both external and internal disclosure.

Personnel shall return all materials which contain such Confidential Information to us immediately upon the cessation of their employment or upon request at any time.

Confidential Information obtained as a result of your employment or contract relationship with Field Trip shall not be used for the purpose of furthering any private interest, or as a means of making personal gains. Use or disclosure of such information can result in civil or criminal penalties, both for the individuals involved and for Field Trip.

No Expectation of Privacy

All communications systems, including but not limited to computers, electronic mail, Intranet, Internet access, telephones, and voice mail, are the property of Field Trip and are to be used primarily for business purposes. Limited reasonable personal use of Field Trip communications systems is permitted. Users of Field Trip computer and telephonic systems should presume no expectation of privacy in anything they create, store, send, or receive on the computer and telephonic systems.

Field Trip reserves the right to monitor and/or access communications usage and content consistent with our policies and practices in the industry. Additionally, Field Trip may log use and access of and to data and sites through computer and telephonic systems for any purposes, including internal investigations. Field Trip may disclose such information to law enforcement or regulatory authorities in connection with any investigation or other process.

Good Information Hygiene

Care must be taken to safeguard all Confidential Information. Field Trip depends on the integrity and loyalty of all Personnel to keep private all such information. Confidential Information should not be copied, sent or stored outside of Field Trip's authorized systems or as approved by Field Trip. Sensitive documents should not be left lying on desks or visible on computer screens. Visitors should not be left unattended in offices containing internal Field Trip documents. Confidential material should not be discussed in common places where one may be overheard.

Cybersecurity

Personnel are expected to abide by all of Field Trip's policies and practices concerning information security, cybersecurity and acceptable use of Field Trip's information technology infrastructure and services. Adhering to such policies and practices is an ethical obligation, and all Personnel must use company email, hardware, applications, and accounts responsibly. Always strive to ensure that our networks, computers, programs, and data are protected from unauthorized access because not doing so could cause irreparable harm to Field Trip, its patients and other personnel as well as leading to fines and sanctions against the company.

Personal Health Information

Clinical and research Personnel may become privy to the health information of individuals receiving services from a Field Trip clinic or participating in a Field Trip Discovery or Field Trip Natural Products trail. Such personal health information must be treated with strict confidentiality. Field Trip Personnel who have access to such information shall use and disclose it only in accordance with applicable legal requirements. Personnel shall comply with privacy legislation in jurisdictions where applicable, including the *Personal Health Information Protection Act* (Ontario) and the United States *Health Insurance Portability and Accountability Act of 1996*.

Outside Confidential Information

We also respect third-party confidential information regarding other companies, including applicants applying for work at Field Trip, suppliers or competitors. If you learn

of third-party confidential information about another company in the course of your work, you should protect it the same way that you would Confidential Information of Field Trip. You should consult with the Legal Department regarding any third-party confidential information (or information that appears to be confidential) of an applicant, supplier or competitor.

Privacy Policy

All Personnel are expected to abide by Field Trip's Privacy Policy setting out the details of the requirements related to personal information and personal health information in more detail.

Integrity of Books and Records

Field Trip books and records are valuable corporate assets and must be managed with due care. Books and records include paper documents such as letters and memos, computer-based information such as e-mail or computer files on disk or tape, information stored in Field Trip approved applications and any other medium that contains information about Field Trip or its business activities.

Accuracy and reliability in the preparation of all business records is of critical importance to Field Trip's decision-making process and its compliance with financial, legal and reporting obligations. As such, all business records, expense reports, invoices, payroll, corporate records and other similar reports must be prepared with care, accuracy and honesty. False or misleading entries in Field Trip's books and records are not permitted.

Document Retention and Destruction Policy

Field Trip has an established policy for properly caring for, storing, retrieving and disposing of business records. Personnel must manage books and records in a manner that ensures:

- Consistently organized filing, storage, and retrieval of recorded information
- Record maintenance in whatever media satisfies legal, fiscal, regulatory, and operational requirements
- Protection of company records (including backups, cybersecurity and privacy requirements)
- Documentation is available in the event of litigation
- Proper and timely disposal of records no longer of value

Each department of Field Trip shall have a retention schedule that identifies by title each category of records it maintains, including: (a) description of the records, (b) length of time they are to be retained, (c) where they are stored, (d) whether or not they contain personal information, personal health information or material non-public information, and (d) how and when records are to be destroyed.

Financial Books and Records

Field Trip has established and maintains a high standard of accuracy and completeness in documenting, maintaining, and reporting financial information. This information serves as a basis for managing our business and is important in meeting our obligations to shareholders, suppliers, and others. It is also necessary for compliance with tax and financial reporting requirements. As such, all financial information must be properly

recorded in the books and records of Field Trip and conform to International Financial Reporting Standards.

Field Trip maintains a system of internal controls to provide reasonable assurances that all transactions are executed in accordance with management's authorization and are recorded in a proper manner so as to maintain accountability of the organization's assets. We diligently seek to comply with all applicable auditing, accounting and financial disclosure laws.

Anyone having concerns regarding questionable accounting or auditing matters should report such matters to the Board of Directors' Audit Committee or through the Whistleblower Portal.

Medical & Research Records

Field Trip Health clinics are located in multiple jurisdictions, each having its own laws, regulations, rules and standards pertaining to the creation and maintenance of medical records, including consent to treatment, medical record-keeping, access to medical records and confidentiality, and clinical research. Medical professionals and other Personnel in each jurisdiction are expected to inform themselves of the laws, regulations, rules and standards that apply in their jurisdictions and apply to them by virtue of any professional licensing they possess.

In support of accurate billing, medical records must provide reliable documentation of the services we render. It is important that all individuals who contribute to medical records provide accurate information and do not destroy any information considered part of the official medical record.

Contractual Authorization

Field Trip's contractual agreements govern its business relationships. Since the laws governing contracts are numerous and complicated, policies and procedures are in place to ensure that any contract entered into by and on behalf of Field Trip has the appropriate level of review and approval. As a result, Personnel who enter into contracts or agreements on Field Trip's behalf must have proper authorization, including legal review where required by Field Trip's Document Execution Policy, prior to the execution of any contract. Copies of all signed contracts must be provided to the Legal Department.

Intellectual Property Rights and Obligations

Any work of authorship, invention, or other creation (IP) created by Personnel during the scope their employment or under a services agreement shall be considered the property of Field Trip, including any patent, trademark, copyright, trade secret or other intellectual property right in the IP. All Personnel are required to maintain full records pertaining to any IP, including iterations and notes, as part of our business records. Prior to using Field Trip IP, Personnel must consult with the Legal Department and apply any notices required by them.

When creating IP for Field Trip, Personnel shall respect the intellectual property rights of others. Any works or inventions created by Personnel prior to joining Field Trip shall be disclosed to Field Trip upon commencement of employment or service and not included in IP developed for Field Trip without sign off from the Legal Department.

Litigation Holds

Do not destroy documents or e-mails if you learn of litigation or investigations.

If you are informed about pending or threatened litigation or a governmental investigation, you may not destroy any records (including e-mails) until you have been authorized to do so by a member of the Field Trip legal department. It may be a criminal offense to destroy documents or e-mails that are subject to a subpoena or other legal process. Any employee, who fails to comply with this policy, as well as applicable regulations and laws, is subject to termination and may also face criminal or civil prosecution, with possible fines and prison terms.

Whistleblower Program

Field Trip strives to foster a business environment that promotes integrity and deters unethical or illegal behaviour. It is our responsibility to monitor and to ensure compliance with the guidelines set out in this Code.

All Personnel are required to report unethical or illegal behaviour, including questionable accounting, internal controls or auditing matters. Best practices are to:

- Raise Concerns Early
- Confidentiality Is Respected
- You May Remain Anonymous by Using the Whistleblower Portal
- You May Report Externally

Presumption of Innocence

If someone makes a report or complaint against you, you will be presumed innocent unless the investigation reveals a violation has occurred. In the case of alleged harassment or workplace violence, Field Trip reserves the right to suspend Personnel with pay or ask them to work-from-home during an investigation.

No Retaliation

Field Trip absolutely prohibits retaliation against anyone who in good faith raises or helps to address an ethics, integrity or a compliance concern. "Good faith" does not mean that you have to be right – but it does mean that you believe you are providing truthful information regarding conduct that you reasonably believe is unethical or that constitutes a violation of law, this Code or our other policies. Retaliation is grounds for discipline up to and including dismissal.

Waivers

Field Trip may, at its discretion, waive the prohibitions contained in this Code in exceptional circumstances, provided that all such waivers are reported to the Board of Directors on a quarterly basis.

Constraints and Clarifications

Nothing in this Code is intended to constrain or restrict any medical professional from exercising his or her or their professional judgement in treating a patient.

You are not prohibited from communicating with government agencies about possible violations including filing a complaint and participating in government investigations and proceedings.

The terms of this Code are not intended to give rise to civil liability on the part of Field Trip, any Personnel, shareholders, security holders, customers, suppliers, or other persons, or to any other liability whatsoever.

Questions Concerning this Code

As with all guidelines or principles, you are expected to use your own judgement and discretion, having regard to these standards, to determine the best course of action for any specific situation. If you are unsure about a particular situation or course of action governed by this Code, please speak to your supervisor, the Chief Executive Officer or General Counsel of Field Trip.

Consequences of Violating this Code

Failure to comply with this Code will be considered by Field Trip to be a very serious matter. Depending on the nature and severity of the violation, Personnel who violate this Code may be subject to disciplinary action, up to and including termination. Anyone who fails to report a violation upon discovery or otherwise condones the violation of this Code may also be subject to disciplinary action, up to and including termination.

Annual Review

Field Trip's Board of Directors shall review and assess the adequacy of this Code periodically as conditions dictate, but at least annually, to ensure compliance with any rules or regulations and approve any modifications to this Code if and when appropriate.

Contacts

Audit Committee: auditcommittee@fieldtriphealth.com

Compensation Committee: auditcommittee@fieldtriphealth.com

Disclosure Committee: disclosurecommittee@fieldtriphealth.com

Legal Department: legal@fieldtriphealth.com