

NUVO PHARMACEUTICALS INC. d/b/a MIRA VO HEALTHCARE

INSIDER TRADING POLICY

The following insider trading policy (the “Policy”) was adopted by the board of directors of Nuvo Pharmaceuticals Inc. d/b/a Miravo Healthcare (the “Company”) on March 25, 2022.

No one with any knowledge of a material fact or a material change in the affairs of the Company, or of other publicly traded companies, that has not been generally disclosed to the public should purchase or sell any securities of the Company, or of other publicly traded companies, as applicable, inform anyone of such material fact or material change (other than in the necessary course of business) or advise anyone to purchase, sell, hold or exchange securities of the Company, or of other publicly traded companies, as applicable, (or any other securities whose price or value may reasonably be expected to be affected by material changes affecting the Company) or disclose such information to a third party who does so profit (such person, a “**Tippee**”), until the information has been generally disclosed to the public and sufficient time has elapsed for such information to have been adequately disseminated to the public.

The Policy is intended to complement, and should be read together with, the Company’s Disclosure and Confidential Information Policy.

The Policy is to be made available to all Personnel of Company and its subsidiaries. The Company may change the Policy and the procedures that it contemplates as may be necessary to carry out the purposes of the Policy and applicable legal requirements. The Policy will be posted on the Company’s website. Any individual who violates the Policy may face disciplinary action up to and including immediate termination of employment. The violation of the Policy may also violate certain securities laws, which could expose directors, officers or employees to personal liability. If it appears that an individual may have violated such securities laws, the Company may refer the matter to the appropriate regulatory authorities, which could lead to fines or other penalties.

General Guidelines

For the purpose of implementing the foregoing principles, the following general guidelines have been adopted. These guidelines should be followed by: (i) all members of the board of directors, officers and senior management of the Company and any of its subsidiaries; (ii) all employees, contractors and consultants of the Company and any of its subsidiaries; and (iii) in each case described in (i) and (ii), their respective spouses, minor children, immediate family members who reside in the same home as that person and any legal entities controlled by that person (collectively, “**Associates**”). The persons described in (i) and (ii) shall be responsible for notifying their respective Associates of all relevant information relating to compliance with these guidelines. All members of the board of directors, officers, senior management and employees of the Company and any of its subsidiaries shall provide an acknowledgment to the Company (in the form as set out in Appendix A) confirming that he or she has read and will comply with the Policy at all times.

1. Do not at any time “actively trade” in the securities of the Company (which include securities exchangeable into securities of the Company and related financial instruments). For this purpose, “actively trading” means purchasing or selling with the expectation of making profit on a short term rise or fall of the market price. As a non-limiting example, if you sell common shares or a related derivative security before negative news is publicly announced, and as a result of the announcement the share price declines, you have avoided the loss resulting from the negative news which may result in insider trading liability as well. It is important that the appearance of insider trading in securities be avoided. Accordingly, to limit the possibility of any suspicion of improper trading, any purchase or sale of securities of the Company should only be made for investment, and not speculative, purposes.
2. Do not (i) sell “short” any of the Company’s securities; (ii) purchase or sell puts, calls or other derivative securities, on an exchange or in any other organized market; (iii) engage in hedging or monetization transactions that allow an individual to continue to own the covered securities, but without the full risks and rewards of ownership; or (iv) purchase financial instruments, such as prepaid variable forward contracts, equity swaps, collars or common shares of exchange funds that are designed to hedge or offset a decrease in the market value of equity securities granted to such person as compensation or held directly or indirectly by such person.
3. Transfers (including purchases, sales or loans, gifts, pledges, hedges or other transfers of beneficial ownership) of Company securities may not be made from the end of each of the fiscal quarters until two clear trading days after the general release of the financial results for the quarter and may not be made from the end of each fiscal year until two clear trading days after the general release of the financial results for the year, as set out in Appendix B and any other periods which the Company stipulates as a blackout period by notice to the persons to be bound thereby (each, a “Blackout Period” and collectively, the “Blackout Periods”). In recognition of the fact that the Company’s business involves continuously assessing acquisitions and divestitures and that, accordingly, the Company may impose or leave in place a Blackout Period even at times when no undisclosed material change or material fact may exist, purchases and sales of securities of the Company (including the grant or exercise of options or similar forms of security based compensation) may be undertaken during such Blackout Periods if the Chairman, President and Chief Executive Officer or Vice President Finance and Chief Financial Officer of the Company determines that either (i) no undisclosed material change or material fact exists at such time, or (ii) the party proposing to undertake such purchase or sale of securities of the Company does not have knowledge of any undisclosed material fact or change.
4. No purchase or sale of securities of the Company should be made with the knowledge of a material change in the affairs of the Company for at least two (2) clear trading days following the widespread public release of such change in a manner compliant with the Disclosure and Confidential Information Policy. Similarly, if in the course of your relationship with the Company, you learn of any confidential information that is material to another publicly traded company, including but not limited to a customer or partner of the Company or an economically linked company such as a competitor of the Company, you may not trade in that other company’s securities until the information becomes

public or is no longer material to that other company. It is important to note that “materiality” is different for different companies. Information that is not material to the Company may be material to another company.

5. Until the widespread public release of a material fact or material change in the affairs of the Company, do not pass on, or “tip,” the material fact or material change to any other person. The same restriction applies to any material confidential information of another publicly traded company learned during the course of your time at the Company. The use of a non-public material fact or material change by someone for personal gain, and passing on, or “tipping” the inside information to someone who uses it for personal gain, is illegal, regardless of the quantity of shares being traded, and is therefore prohibited. A person can be held liable both for their own transactions and for transactions effected by a Tippee, or even a Tippee of a Tippee.

Additional Guidelines for Insiders

The following additional guidelines should be followed by: (i) all members of the board of directors, officers and senior management of the Company; (ii) all employees, contractors and consultants of the Company who the Company has designated in writing as being “Insiders” because of their position with the Company or any of its affiliates or subsidiaries and their access to material non-public information; and (iii) in each case described in (i) and (ii), their respective Associates. The persons described in (i) and (ii) (collectively, “**Insiders**”) shall be responsible for notifying their respective Associates of all relevant information relating to compliance with these guidelines, including the applicable “blackout periods”.

1. Outside of the Blackout Periods, no transfers (including purchases, sales or loans, gifts, pledges, hedges or other transfers of beneficial ownership) of Company securities can be undertaken by Insiders without sending an email to legalgroup@miravohealth.com (which email will be reviewed by one of the President and Chief Executive Officer, Vice President Finance and Chief Financial Officer or the Vice President, Secretary and General Counsel), providing notice of such proposed trade at least two (2) clear trading days in advance of the trade that is acknowledged as being received. If a trade has not been completed within five (5) business days from notice having been given, a new notice must be given. The foregoing notice procedures do not in any way obligate the Company or any officer thereof to approve any trades.
2. The restrictions on purchases and/or sales of securities of the Company in the Policy apply to the discretionary grant, exercise or redemption of options, restricted share units, performance share units or similar forms of equity-based compensation awards (including cash-settled awards).

“Material Change” and “Material Fact”

Material Change

A “material change” in the affairs of the Company means a change in the business, operations or capital of the Company that could reasonably be expected to have a significant effect on the market price or value of any of the securities of the Company. A “material change” includes a

decision to make such a change by the board of directors or by senior management of the Company who believe that board confirmation is probable.

Material Fact

A “material fact” means a fact that would reasonably be expected to have a significant effect on the market price or value of the Company’s securities. As a practical matter, it is sometimes difficult to determine whether one possesses a “material fact”. The key to determining whether non-public information about the Company is a “material fact” is whether dissemination of the information would be expected to have a significant effect on the market price of the Company’s securities or would likely be considered important, or material, by investors who are considering trading in the Company’s securities. Certainly, if the information makes you want to trade, it would likely have the same effect on others. Both positive and negative information can be material.

Potential Sanctions

There are substantial statutory penalties for persons or companies where there has been a breach of the insider trading legislation. These penalties include fines up to \$5 million (or triple any profit made or loss avoided by such contravention, whichever is greater), and prison terms of up to five years. In addition to statutory penalties, insider trading could cause the Company acute embarrassment and may result in disciplinary action against any employee who violates the Policy, which may include in termination of employment.

The Policy may not cover all circumstances and exceptions may be justified from time to time. Any questions and all requests for exceptions from the Policy should be addressed to the Company’s President and Chief Executive Officer, following which a decision will be made whether or not it is appropriate to vary the Policy in such circumstances.