



Code of Business Conduct and Ethics

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A Message from our President



Dear Colleagues:

Neuronetics, Inc. (“**Neuronetics**”, or the “**Company**”) is committed to creating an environment where we are able to do our best work while maintaining the highest standards of business conduct and ethics. This Code of Business Conduct and Ethics (the “**Code**”) reflects the business practices and principles of behavior that support this commitment. We are all required to read and understand the Code and its application to the performance of our business responsibilities on behalf of the Company. Our commitment to compliance is outlined in this Manual and our Code. Our commitment to Compliance is outlined in this Code and in our Compliance Manual. The principles outline, in simple terms, the way we need to work every day and everywhere we do business on behalf of the Company.

This Code addresses conduct that is particularly important to proper dealings with the people and entities with whom we interact but reflects only a part of our commitment. From time to time, we may adopt additional policies or procedures with which our personnel are expected to comply, if applicable to them. In addition to following the Code and our other policies, it is the responsibility of each employee to apply common sense, together with his or her own highest personal ethical standards, in making business decisions.

By working at the Company, you agree to read, understand and comply with the Code. We treat violations of the Code very seriously, which may include disciplinary action. You should not hesitate to ask questions about whether any conduct may violate the Code, voice concerns or clarify gray areas. Also, if you are aware of a possible violation of the Code or Neuronetics’ other compliance policies, you should report it to your supervisor, Human Resources or the Chief Compliance Officer. We will not allow or tolerate any form of retaliation for good faith reporting of compliance concerns.

We act in accordance with our Mission, Vision & Values

Renewing Lives by Transforming Neurohealth

Our Mission

We are committed to the mission of renewing lives by transforming neurohealth. Neuronetics believes that mental health is as important as physical health. We take a patient-centric approach to designing, developing, and marketing products that improve quality of life for people who suffer from psychiatric disorders. We care about practice success, and we care about getting people better.

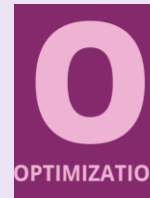
Our Vision

The ultimate Neuronetics vision is *neurohealth achieved for people everywhere.*

Our Values



We are open minded and acknowledge that there is always room to grow



We strive for continuous improvement by maximizing efficiency, effectiveness, and innovation in everything we do



We prioritize the needs, well-being, and outcomes of our patients



We are driven to uphold high standards of integrity in the work we do

Preface

This Code covers key ethical principles and governs how Neuronetics' employees, Executive Officers and members of the Board of Directors should conduct business. More specific day-to-day procedures are outlined in Neuronetics' policies and procedures. The Company's senior management is tasked by the Board of Directors to ensure that this Code and the Company's corporate policies appropriately direct all Company activities. Therefore, everyone at Neuronetics must understand the legal and ethical requirements that apply to their business and areas of responsibility.

Violation of any law, regulation, the Code or Neuronetics' other policies and procedures is a serious matter. Any employee who compromises or violates any compliance obligations may be subject to disciplinary action, up to, and including, termination; loss of employment-related benefits; and, if applicable, criminal or civil proceedings.



If you are ever unsure whether an act is ethical, ask yourself the following questions:

- **Is the action legal?**
- **Does the action comply with our Code and other company policies and procedures?**
- **Would the action withstand public scrutiny if disclosed?**
- **Will the action reinforce our reputation as an ethical company?**

If you cannot answer these questions with an unqualified yes, you should seek guidance by reviewing Neuronetics' policies and procedures as well as by discussing the situation with your supervisor, Human Resources or the Chief Compliance Officer before proceeding with the action.

We Play by the Rules

Obeing the law is the foundation of our Code of Business Conduct and Ethics. Neuronetics operates in many different countries and jurisdictions, and employees are required to comply with the applicable laws in all countries to which they travel or any location where Neuronetics does business. Although employees may not know the details of all laws, rules and regulations, it is important to know enough to determine when to seek advice.



Interactions with Healthcare Providers

As a medical device manufacturer, we hold a position of trust and are committed to ethical interactions with healthcare providers. We do not offer anything of value to influence purchasing or prescribing decisions. Our practices align with the AdvaMed, MDMA, and PhRMA codes of ethics to ensure compliance and integrity.

Employee Safety/Environment

At Neuronetics, the safety and health of our employees, contractors, customers, and communities is our top priority. Every employee is responsible for working safely and complying with all environmental, health, and safety policies and procedures.

Insider Trading Laws

We must not trade Neuronetics or other company securities based on material non-public information, nor share such information with others. Employees, executive officers, and board members are subject to additional trading restrictions. For details, refer to Neuronetics' Insider Trading Policy.

Competition, Antitrust and Fair Dealing Laws

We comply with all laws designed to protect competition. We must always deal fairly with Neuronetics' customers, suppliers and competitors, as well as employees. We should not take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material factors or other unfair dealing practices. Fair dealing laws and antitrust laws protect industry competition by generally prohibiting formal or informal agreements between competitors that seek to manipulate or fix prices, divide markets or unfairly impact competitors.

Gathering Competitive Information

Obtaining and using information about competitors can be a legitimate part of the competitive process if gathered properly. However, information should be gathered only from publicly available sources. If you believe someone is improperly giving you confidential information, politely decline to continue the conversation and report the incident to a member of the Legal Department.

Anti-Corruption Laws

Neuronetics strictly prohibits bribery and complies with all anti-corruption laws, including the FCPA, U.K. Bribery Act, and others where we operate. We do not offer or accept bribes, kickbacks, or improper benefits—including gifts, entertainment, or donations—from anyone. We also expect our business partners to uphold the same standards. For details, see our Anti-Corruption and Gifts & Business Entertainment Policies.

Import-Export & Trade Laws

Neuronetics complies with all applicable international trade laws, including U.S. export controls, sanctions, and anti-boycott regulations. We do not conduct business with sanctioned individuals, companies, or restricted jurisdictions. Employees must ensure accurate, complete, and lawful handling of trade-related activities and documentation in every country where we operate.

Money Laundering Laws

We comply and expect you to comply with all applicable anti-money laundering and counter-terrorism financing laws and regulations. We may not attempt to conceal, or “launder” illegally received funds or make the source of the funds appear legitimate. To avoid engaging in acts of money laundering, employees must follow company payment procedures. In addition, employees should be alert for and immediately report any irregular payments, unusual payment methods, refund requests or other suspicious transactions.

We Play Nicely – Embracing Diversity, Equity & Inclusion

The diversity of our workforce is a tremendous asset. We are committed to providing equal opportunity in all aspects of employment and will not tolerate discrimination on the basis of age, race, color, national origin, religion, sex, gender identity, sexual orientation or any other protected status. We will not tolerate harassment or unlawful behaviors of any kind, including derogatory comments based on race or ethnicity or unwelcome touching or sexual advances. We have no tolerance for intimidation, hostility or threats.

We treat people with dignity and respect, and we set high standards for professional and ethical conduct that govern how we interact with customers, suppliers, colleagues and members of the public. This includes extending courtesy and respect to individuals; respecting Neuronetics property and that of others; acting fairly and honestly at all times; working together to achieve better results and taking steps to understand the laws and customs of the different countries in which we operate.

Neuronetics maintains standards of performance and conduct in the workplace through the appropriate use of informal counseling, employee training, formal counseling and disciplinary actions, which may result in penalties up to, and including, dismissal.



We Practice Business Responsibly



Interactions with HCPs

We must never attempt to improperly induce a Health Care Professional to purchase or prescribe Neuronetics' products or services, and we will never provide anything of value to health care providers for free.



Workplace Safety

Neuronetics, and any supplier, vendor, intermediary or service provider working with Neuronetics, must comply with all labor laws in the jurisdictions where it operates. We will not engage in or do business with any third party engaging in the use of forced or involuntary labor, human trafficking or child labor.



Environmental Stewardship

Employees are entitled to a safe, clean and healthy working environment that complies with all relevant laws, rules, regulations and policies, as well as Neuronetics' own standards and guidelines. All business activities must be conducted with all necessary permits, approvals and controls. You should report any unsafe conditions or behavior immediately to your supervisor or Human Resources.



Human Rights and Labor Practices

We are committed to environmental stewardship and protecting environmental resources for future generations. To that end, you must follow all environmental rules and regulations established by local, regional or national authorities, as well as Neuronetics' own policies.

We Play Honest - Recognizing & Managing Conflicts of Interest

Neuronetics respects the right of our employees, Executive Officers, and members of our Board of Directors to manage their personal affairs. Nevertheless, our personal interests must never interfere (or appear to interfere) with the interests of Neuronetics. A conflict of interest situation can arise when someone takes actions or has interests that may make it difficult to perform his or her company work objectively and effectively. Employees, Executive Officers and members of the Board of Directors must avoid apparent or actual conflicts of interest and must disclose potential conflicts of interest. Employees should report apparent or actual conflicts of interest to their supervisor, Human Resources, or the Chief Compliance Officer. Executive Officers and members of the Board of Directors should report apparent or actual conflicts of interest to the Chief Compliance Officer.

Employees should not participate in any business decision that could benefit an individual with whom they have a close personal relationship at a cost or detriment of any kind to Neuronetics. Loans or guarantees to such persons are of special concern. Executive Officers and members of the Board of Directors must also refer to Neuronetics' Related Person Transaction Policy.



Q: Is it appropriate for an employee to participate in employment-related decisions that may impact a relative?

A: No. A conflict of interest exists when an employee, Executive Officer, Board member, or their family receives improper personal benefits due to their position at Neuronetics, Inc.

Navigating Situations Prone to Conflicts of Interest

- **Corporate Opportunities**
 - You are prohibited from (a) taking for yourself opportunities that are discovered through the use of Neuronetics property, information or position; (b) using Neuronetics property, information, or position for personal gain; and (c) competing with Neuronetics.
 - Employees, Executive Officers and members of the Board of Directors owe a duty to Neuronetics to advance its legitimate interests when the opportunity to do so arises.
- **Fraud and Misappropriation of Company Resources**
 - You should follow all internal approval, accounting, and reporting procedures to ensure proper transaction recording and review.
 - Never use or accept forged documents, direct company funds to personal accounts, or assist in fraudulent activities. Protect company resources and report any suspected external fraud.
- **Personal Relationships**
 - Avoid business decisions that could benefit someone with whom you have a close personal relationship at Neuronetics' expense.
 - Do not influence employment decisions involving relatives or accept improper personal benefits.
 - Loans or guarantees to such individuals are especially concerning. Executive Officers and Board members must also follow the Related Person Transaction Policy.



Navigating Situations Prone to Conflicts of Interest

○ **Protecting Assets**

- Use Neuronetics' assets responsibly and with good judgment.
- Personal use should be minimal and not impact work. Do not use company systems for offensive content.
- Protect Neuronetics' intellectual property and any confidential information entrusted by others, disclosing only when authorized or legally required.

○ **Confidential Information**

- Confidential information includes any non-public data that could harm Neuronetics or benefit competitors if disclosed—such as plans, financials, personal data, and intellectual property.
- Protect it by following all laws and privacy standards, and never use it for personal gain or to compete with the company.

○ **Safeguarding Intellectual Property**

- Neuronetics' intellectual property—including trademarks, patents, trade secrets, and proprietary methods—must be protected by all employees.
- Never disclose sensitive information to unauthorized individuals, and only share confidential data internally on a need-to-know basis.
- Respect third-party IP rights, as misuse may lead to legal consequences.



Navigating Situations Prone to Conflicts of Interest

- **Personal Data**
 - Neuronetics is committed to protecting personal data.
 - If you handle such data, you must follow all applicable privacy laws and company policies to ensure its proper use and safeguarding.
- **Outside Employment**
 - Full-time employees must obtain written approval from their supervisor and HR before working for another for-profit business, unless permitted by their employment terms or local law.
 - Executive Officers need Board approval. Providing services to competitors while employed by Neuronetics is strictly prohibited.
- **Political Activities**
 - Keep political activities separate from your work at Neuronetics.
 - Do not use company resources for political purposes, and notify your manager before accepting public office.
 - Any political activity on behalf of Neuronetics requires approval from the Chief Compliance Officer.



Navigating Situations Prone to Conflicts of Interest

○ Gifts and Business Entertainment

- Gifts and entertainment for Healthcare Providers are generally prohibited—refer to Neuronetics’ policy for details.
- In other contexts, modest, appropriate gifts may support business relationships if they comply with laws and policies and are not intended to influence decisions.
- Lavish gifts, cash, or equivalents like gift cards are prohibited.
- Extra caution is required when dealing with government officials. See the Gifts & Business Entertainment and Anti-Corruption Policies for guidance.



Q: Would it be appropriate for me to stop by one of my provider’s offices with a coffee to reconnect?

A: No. There must be a bona fide business or educational need for meeting with an HCP. Good will is not an appropriate reason for a meeting.

We Play Organized



Accurate Records & Public Disclosures: You must follow Neuronetics' system of internal controls and disclosure controls and ensure that corporate records and all securities filings are timely, legitimate and accurate. Creating false or misleading records of any kind is prohibited.



Careful Communications: Unless specifically authorized, you should refrain from speaking publicly on Neuronetics' behalf or publicly disclosing proprietary or confidential information about Neuronetics. Only employees who have been given permission to speak publicly on Neuronetics' behalf are permitted to do so. Those individuals permitted to speak on Neuronetics' behalf must always be truthful, accurate and respectful in their communications. For more information, see Neuronetics' Public Statements and Press Release Policy.



Data Security: Keeping Neuronetics' data safe strengthens our business by building trust between our employees, customers and business partners. You must comply with all of Neuronetics' data security policies. Specifically, you must protect all passwords, user IDs, access cards and encryption or authentication keys. You must safeguard all confidential and non-public information, including, but not limited to, trade secrets, contracts, manufacturing, customer, employee and pricing data.



Document Retention: You must comply with Neuronetics' records management policies and legal hold notices. These policies apply to retention and destruction of all records created by Neuronetics, including hard copies, electronic files, emails, instant messages, videos and backup tapes.

We Play to Learn – Reporting Resources

Speak up!

Any employee who would like guidance on how to comply with the Code or applicable law, or who has a question about a possible violation of the Code, Neuronetics' policies or procedures or of any applicable law, should contact:

- Your manager/supervisor
- Human Resources
- Any member of the Neuronetics legal department
- The Chief Compliance Officer at compliance@neurostar.com

If you prefer to leave a message for the Compliance Officer, the Company also maintains a third-party service to allow employees to **anonymously** report compliance concerns.

- Hotline number: 877-472-2110
- Hotline website link: <https://report.syntrio.com/neuronetics>
 - To report an incident, click the “Submit” button

Neuronetics



Syntrio Anonymous Reporting



Report an Incident

To report an incident, click the Submit button below.

Submit



Already Made a Report?

To follow-up or get the status of an existing report, click a button below.

Already have a PIN

Don't have a PIN



Company Documents

To view Company documents, click on the link(s) below

[Download the Company Policy](#)

CONFIDENTIALITY COMMITMENT

Syntrio is an independent provider that assists your organization to identify improper activity. We are committed to protecting the identity of all persons who use our secure reporting system. Reports are submitted by Syntrio to the organization's designee, and may or may not be investigated at the sole discretion of the organization. Although we will not disclose your identity without your express permission, it is possible that your identity may be discovered during an investigation of the matter reported because of information you have provided.

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We Play Humble

Admit Mistakes: In the course of your employment with Neuronetics, you may make a mistake that has compliance implications. If you discover you may have made a mistake, seek help from your supervisor, Human Resources, the Legal Department or the Chief Compliance Officer. While sometimes difficult, most mistakes can be corrected if detected early and reported voluntarily. Covering up a mistake is an intentional act which will only worsen the consequences upon discovery.

Cooperating in Investigations: You may be asked to cooperate or provide information in an investigation. Your full cooperation and assistance are required and the failure to do so will be considered a violation of the Code and Neuronetics' policy.



We Speak Up, Keep Doors Open & Never Retaliate

We will not tolerate retaliation against any employee who makes a good faith report about a violation or possible violation of applicable law or the Code, or who participates in any investigation conducted internally or by a government enforcement agency. Any employee who believes they have been retaliated against should promptly report it to one of the resources listed below.

Waivers or exceptions to the Code for any employee generally will not be granted. Only under exceptional circumstances will a waiver be granted, in advance, by the Chief Compliance Officer. A waiver of this Code for any Executive Officer or member of the Board of Directors may be made only by the Board of Directors or a committee of the Board. Members of the Board of Directors are required to obtain a waiver of this Code only under those circumstances in which they seek a waiver regarding conduct to be performed pursuant to that Director's role as a member of the Board of Directors.

“I've been with Neuronetics for over eight years now and I really enjoy working in this field service department. The whole company has a drive and passion to put the customer and their patients first. This allows me to do what is necessary to manage my territory and make sure my customers are always happy and their NeuroStar systems are always ready to treat their patients.”

—Jonathan Goad

