

# TRYFACTA, INC.

## CODE OF BUSINESS CONDUCT AND ETHICS

*(Adopted and approved by Board of Directors on November 26, 2025, and effective as of the Company's listing date)*

### 1. Purpose

Tryfacta, Inc. (collectively with its subsidiaries, the "Company") is committed to high standards of honest and ethical business conduct and compliance with applicable laws. This Code of Business Conduct and Ethics (this "Code") sets expectations for the ethical behavior required of all directors, officers, and employees (collectively, "Covered Persons"). This Code is not a substitute for common sense and good judgment. Covered Persons are expected to be guided by the spirit of this Code.

### 2. Adherence to the Law

The Company is committed to following all applicable laws, rules, and regulations. All Covered Persons must comply with these laws.

### 3. Conflicts of Interest

Covered Persons must avoid situations where their personal relationships or interests interfere, or could be seen as interfering, with the interests of the Company. A conflict of interest can arise when a Covered Person takes action or has an outside interest (e.g., a financial interest in a competitor or supplier, hiring a close family member) that makes it difficult to perform their duties objectively.

All Covered Persons must disclose any actual or potential conflict of interest to the Company's Compliance Officer in writing. All related-party transactions must be approved in accordance with the Company's Related-Party Transactions Policy.

### 4. Corporate Opportunities

Covered Persons may not compete with the Company or take personal advantage of business opportunities that are discovered through the use of Company property, information, or position.

### 5. Confidential Information & Company Assets

- **Confidential Information:** Covered Persons must not disclose the Company's nonpublic confidential information (e.g., financial data, trade secrets, customer information) externally without authorization. This obligation continues even after service to the Company ends.
- **Company Assets:** All Covered Persons are expected to protect the Company's assets (including intellectual property, physical property, and proprietary information) and ensure their efficient use for legitimate business purposes. Theft, carelessness, and waste are prohibited.

### 6. Fair Dealing and Competition

The Company strives to compete vigorously and fairly. Covered Persons are expected to deal honestly with customers, suppliers, competitors, and colleagues. No Covered Person may take unfair advantage of anyone through manipulation, concealment, misrepresentation of facts, or any other unfair dealing practice. The Company is committed to complying with all applicable antitrust and unfair competition laws.

## 7. Bribery and Corruption

The Company prohibits bribery and corruption in all forms. Covered Persons are prohibited from offering, promising, or paying anything of value, directly or indirectly, to influence any act or secure an improper advantage. This applies to all interactions with government officials and private parties.

## 8. Accurate Recordkeeping & Public Disclosures

The Company is committed to maintaining accurate books and records. All public disclosures must be full, fair, accurate, timely, and understandable. No secret or "off-balance-sheet" funds or accounts may be established.

## 9. Reporting Concerns and No Retaliation

- **Duty to Report:** All Covered Persons have a duty to report known or suspected violations of this Code, laws, or other Company policies.
- **How to Report:** Reports may be made to a manager or the Compliance Officer. Confidential and anonymous reporting is available through the Company's Whistleblower Policy procedures.
- **No Retaliation:** The Company strictly prohibits any form of reprisal, threat, or retaliation against anyone who makes a good-faith report of a known or suspected violation.

## 10. Waivers

Any request for a waiver of this Code must be made in writing to the Compliance Officer and must be authorized by the Board of Directors or, as permissible, a committee of the Board. Any waiver for a director or executive officer will be publicly disclosed as required by law.