

Inotiv Global Code of Business Conduct and Ethics

This is our Global Code of Conduct – it guides us all in making the right choices, every day.

Our mission at Inotiv is to provide ever increasing value to all our stakeholders, including clients, shareholders, employees, suppliers, and the communities in which we work and live. Based on our core values we strive to build and share the fundamental value of Mutual Trust and Respect for all. Inotiv promotes a work environment in which each of us can work in a harmonious and dynamic culture. We drive toward continuous improvement in everything we do. With this background in mind, we have consolidated, revised, and renewed the Inotiv Code of Business Conduct and Ethics. Our fundamental approach will always be to fully comply with the laws of the locations we operate in and from, and to maintain our core value of honesty and integrity in everything we do.

These core values are embodied in the Inotiv Code of Business Conduct and Ethics – the foundation upon which we perform our duties and responsibilities.

Complying with the Code of Business Conduct and Ethics is not an option; rather, it is an obligation. We will always follow the law, embrace diversity of people and thought, treat all people with dignity and respect, avoid conflicts of interest, compete fairly, protect our planet/environment and act responsibly, and ensure the highest standards of employee safety, animal welfare, and ethical research and business practices.

If you supervise others, you must lead by example. It is expected that you will always set a professional, ethical tone and work environment and require and be accountable that your team does the same.

If you are uncertain as to what is right in a particular situation, or if you think that a colleague, teammate or third party is not complying with the Code of Business Conduct and Ethics, it is your duty and responsibility to discuss the matter with your immediate supervisor or a Human Resources representative, or to report the matter to the Inotiv Integrity Line.

Your complete and resolute support of our Company's values and the Code of Business Conduct and Ethics is key to our success. I am confident that as a team, we will not falter.

Remember to do the right thing and speak up if something isn't right. The Code of Business Conduct and Ethics is not a substitute for your good judgment, and it cannot cover every conceivable situation. You should ask yourself three simple questions if you have any doubts about what you should do:

- Is this consistent with the spirit of Inotiv's Code of Business Conduct and Ethics, and its policies?
- Am I willing to be held accountable for this decision?
- How would this decision look to others within Inotiv and externally?

Remember: Act when you see an issue. Ask if you're not sure. I expect and ask you to carefully read the Inotiv Code of Business Conduct and Ethics and to implement it in all that you do for our Company.

Sincerely,

Robert Leasure, Jr.
Chief Executive Officer, President and Director

INTRODUCTION

The Code of Business Conduct and Ethics (“Code of Conduct”) of Inotiv, Inc. (the “Company”) is designed to (i) inform our employees and partners doing business with the Company about our standards and expectations of business conduct, (ii) promote compliance with the legal requirements that the Company is subject to, (iii) inform employees and partners how to seek and obtain help in the event of questions or concerns and (iv) mitigate and deter wrongdoing.

All Company directors, officers and employees are expected to read and understand this Code of Conduct, uphold these standards in day-to-day activities, comply with all applicable policies and procedures, and ensure that all agents, suppliers and contractors are aware of, understand and adhere to these standards.

Because the principles described in this Code of Conduct are general in nature, you should also review all applicable Company policies and procedures for more specific instruction, and contact the Human Resources Department if you have any questions.

Please sign the acknowledgment form at the end of this Code of Conduct and return the form to the Human Resources Department indicating that you have received, read, understand and agree to comply with the Code of Conduct. The signed acknowledgment form will be located in your personnel file. Periodically, or as there are substantive changes to the Code of Conduct, you may be asked to sign an acknowledgment indicating your continued understanding of, and adherence to, the Code of Conduct.

A CODE OF CONDUCT: WHAT IS IT?

The Company adopted this Code of Conduct to:

- Promote honest and ethical behavior;
- Ensure compliance with applicable governmental laws, rules, and regulations;
- Promote a culture where each Inotiv employee makes choices, and behaves in a way, that reinforces trust from our customers, regulators, suppliers, communities, investors, and fellow employees to consistently do the right thing;
- Promote full, fair, accurate, timely, and understandable disclosure of financial and business information;
- Protect Company assets, corporate opportunities, and confidential information;
- Promote fair dealing practices;
- Deter wrongdoing;
- Ensure accountability for adherence to our policies and procedures; and
- Encourage employees to feel comfortable speaking up to raise concerns and without fear of retaliation.

All Company directors, officers, and employees are required to comply with the Code of Conduct provisions and speak up if they witness non-compliance. All Company directors, officers, and employees are also required to cooperate with any review or investigation of alleged wrongdoing related to the Company’s policies, procedures, or this Code of Conduct.

The Company's internal operating controls and corporate reporting and disclosure procedures are intended to prevent, deter, and remedy any violation of this Code of Conduct, including applicable laws and regulations. Even the best systems of controls and procedures, however, cannot provide absolute safeguards against violations.

The Company has a responsibility to investigate and report violations of applicable legal and regulatory requirements relating to corporate reporting and disclosure, accounting and auditing controls and procedures, securities compliance, or other matters pertaining to fraud against shareholders.

Our suppliers operate in different legal and cultural environments throughout the world; therefore, we expect them to comply with the laws, rules, regulations, and policies of the countries in which they operate in addition to this Code of Conduct. It is our responsibility to ensure all suppliers promote and abide by the principles outlined in our Supplier Code of Conduct.

Refer to the Code of Conduct whenever you have questions or need guidance to make sound decisions. No code can cover every possible situation; therefore, business decisions may require additional advice and support.

Nothing in this Code of Conduct, in any Company policies and procedures, or in other related communications (verbal or written) creates or implies an employment contract or any specific term of employment.

If you are ever worried that the requirements of this Code of Conduct are not being followed, or if you are being asked to do something you feel is wrong, then you must report the issue through the processes outlined in this Code of Conduct.

In these situations, consider first consulting with your line manager, local leadership team, a member of Human Resources or the Legal Team. If you feel uncomfortable discussing the issue internally, you can also choose to report your concerns online or by phone using the Inotiv Integrity Line (<https://www.inotivco.com/about/ethics-and-compliance/>), which is hosted by an independent third-party provider. If you prefer, you may also contact Inotiv's Audit Committee directly about your concern or question, by emailing auditcommittee@inotivco.com. You may report concerns anonymously through the Integrity Line if you prefer, where allowed by law.

Looking After our People, our Animals, and our Customers

Inotiv promotes high standards of integrity by conducting its affairs honestly and ethically. Each employee must act with integrity and observe ethical standards of business conduct in their dealings with each other, the animals in our care, our customers, regulators, suppliers, partners, service providers, competitors, shareholders and anyone else with whom they have contact in the course of performing their job.

Similarly, our relationships with our suppliers are built on mutual trust and respect aligned with our mission and values. Employees are required to make all purchasing decisions in the best interests of the Company in accordance with the Company's Procurement Policy and relevant grants of authority.

OUR PEOPLE

While this Code of Conduct provides principles to guide your decision-making at work, there are specific areas where we take a clear and unambiguous stance.

This includes not accepting:

- Unsafe working practices;
- Discrimination on any grounds, including race, religion, disability, gender, age or sexual orientation;
- Bullying and harassment;
- Sexual harassment;
- Violence and aggression in the workplace, or conduct that impacts employees, customers, suppliers, or others we interact with;
- Working under the influence of drugs or alcohol;
- Bribery and corruption;
- Animal welfare issues;
- Retaliation against anyone who, in good faith, raises or reports concerns related to our Code of Conduct, Company policies and procedures, or the law; and
- Treatment of animals that violates the law or our Code of Conduct, Company policies and procedures, or the law.

As an Inotiv employee, you have a responsibility to speak up when you see or hear anything that does not conform to the requirements of this Code of Conduct or its supporting policies and procedures.

If you are ever worried that the requirements of this Code of Conduct are not being followed, or if you are being asked to do something you feel is wrong, then you must report the issue through the processes outlined in this Code of Conduct.

In these situations, consider first consulting with your line manager, local leadership team, a member of Human Resources or the Legal Team. If you feel uncomfortable discussing the issue internally, you can also choose to report your concerns online or by phone using the Inotiv Integrity Line (<https://www.inotivco.com/about/ethics-and-compliance/>), which is hosted by an independent third-party provider. If you prefer, you may also contact Inotiv's Audit Committee directly about your concern or question, by emailing auditcommittee@inotivco.com. You may report concerns anonymously through the Integrity Line if you prefer, where allowed by law.

ANIMAL WELFARE

At Inotiv, we are committed to applying the highest standards of animal welfare globally. Our Animal Welfare Policy harmonizes our approach to ethically conducting biomedical research through:

- actively fostering a culture of caring at all organizational levels towards the animals at, transported by, and in the care of Inotiv;
- complying with all applicable national and local regulations regarding the care and use of animals within our facilities and transported by Inotiv;

- achieving the highest standards of animal welfare while meeting the scientific objectives of the studies conducted and breeding performed;
- advocating for and implementing the 3R principles of ‘Reduction, Refinement and Replacement’; and
- fostering and encouraging these principles within our customer and scientific communities.

Any employee who observes an animal procedure or treatment that they perceived as non-compliant with Inotiv’s policies or standard operating procedures must immediately report the relevant concerns in detail to their local animal welfare representative (attending veterinarian, institutional officer, or Institutional Animal Care and Use Committee member), line manager, local leadership team, a member of the Human Resources or the Legal Team, supervisor, facility leader, or the local IACUC representative (United States only). You can also report to an independent source online or by telephone through the Inotiv Integrity Line (<https://www.inotivco.com/about/ethics-and-compliance/>). You may also contact Inotiv’s Audit Committee directly about your concern or question, by emailing auditcommittee@inotivco.com. Your concerns are treated confidentially, and you may report them anonymously if you prefer, where allowed by law.

QUALITY AND CUSTOMER EXPERIENCE AT INOTIV

Our approach to quality management is focused on ensuring product and service quality.

Our Quality Policy recognizes that quality arises from the intent of all our people to consistently provide, either directly or indirectly, fit-for-purpose products and services to our customers through robust planning, processes, quality control, quality assurance and continuous improvement. Providing quality products and services is vital to our growth, success and reputation.

Our brand promise is to work collaboratively with our customers, ensuring we understand their needs and delivering quality products, scientific research and customer service that supports their essential research goals.

DIVERSITY, DISCRIMINATION, AND HARASSMENT

Building a talented and diverse workforce strengthens our Company and provides competitive advantage.

We each play an important role in creating an open and inclusive workplace, where every individual can fully contribute to our success.

Inotiv is an equal opportunities employer and prohibits discrimination based on actual or perceived: race (including traits historically associated with race, such as hair texture and protective hairstyles), religious creed, color, national origin, ancestry, ethnicity, physical or mental disability, medical condition, genetic information, marital status (including registered domestic partnership status), sex and gender (including pregnancy, childbirth, lactation, reproductive health decision making, and related medical conditions), gender identity and gender expression (including transgender individuals who are transitioning, have transitioned, or are perceived to be transitioning to the gender with which they identify), age (forty [40] and over), sexual orientation, citizenship, past, current, or prospective military

and veteran status and any other consideration protected by federal, state or local law (collectively referred to as “protected characteristics”).

To champion these important values, we must:

- Treat others fairly and with respect and dignity;
- Avoid actions that could be considered bullying or harassment, including sexual harassment;
- Not tolerate any discriminating behavior;
- Report any suspected discriminatory or harassing acts or practices; and
- Focus solely on a person’s attitude, qualifications, abilities, experience, and performance in hiring, terminating employment, compensation, promotions, or discipline of an employee.

HEALTHY, SAFE, AND SUSTAINABLE WORKPLACE

Safeguarding the health and safety of our employees is paramount to our culture and integral to our business success. Our commitment to ensure compliance with the relevant health and safety requirements at all of our locations globally.

Our aim is to create a safe, professional working environment that inspires pride in working for our organization. We are committed to an open and honest environment where employees can identify and report hazards so that together we can create and maintain a safe working environment that benefits our employees, their families, our customers and all our stakeholders.

Inotiv is committed to clear expectations and providing resources, including facilities, equipment, training, expertise, and time. This includes ensuring that facilities, processes, and systems of work are designed to account for health and safety in mind. Our global health and safety performance is regularly monitored to achieve these important objectives. We need an engaged workforce that accepts health and safety responsibilities as part of their role.

We all have health and safety responsibilities while at work. Some of these are specific legal duties, while others are Company requirements to help us manage environmental health and safety risks and achieve our objectives. You must:

- Take reasonable care of your own safety and that of others;
- Cooperate with the Company on matters of health and safety;
- Use any work equipment as instructed and follow established procedures;
- Report promptly any health and safety issues in your workplace to your line manager, local facility manager or a member of the Human Resources team;
- Use the correct Personal Protective Equipment (PPE);
- Participate in health surveillance programs when asked;
- Report promptly any injuries, accidents or near misses; and
- Report promptly any illness or adverse health condition which might be work-related, or might impact your performance at work.

Our Environmental Policy supports our efforts to reduce environmental impacts from our operations, products, and services, and pursue sustainability initiatives like reducing waste and promoting recycling. Employees are required to adhere to the Environmental Policy, stay informed and comply with environmental laws and regulations applicable to their specific work responsibilities.

ANTI-BRIBERY AND ANTI-CORRUPTION

Inotiv is committed to ensuring the prevention of bribery and corruption in all parts of its business and to conducting all activities honestly. It is illegal to offer, promise, give, request, agree, receive, or accept any bribe or improper inducement. Employees are responsible for speaking up and report any suspected corruption. We seek to proactively prevent bribery and corruption by maintaining open dialogue to assess vulnerabilities and by providing all Inotiv employees with guidance on what constitutes bribery. This includes keeping up to date with the latest resources and requirements; requiring employees to complete necessary training and seek guidance when concerns arise.

For more detailed information, please refer to Inotiv's Policy on Anti-Bribery and Anti-Corruption.

ANTI-SLAVERY AND HUMAN TRAFFICKING

Modern slavery is a crime and a violation of fundamental human rights.

Modern slavery takes various forms, such as slavery, servitude, forced and compulsory labor, and human trafficking, all of which involve the deprivation of a person's liberty by another for exploitation. We implement and enforce processes and controls to ensure modern slavery is not taking place anywhere within our business or in our supply chain.

CONFLICTS OF INTEREST

Conflicts between our business interests and personal interests must be avoided.

A conflict of interest occurs when an individual's private interest (or the interest of a member of their family) conflicts or appears to conflict with the interests of Inotiv. A conflict of interest can arise when an employee (or a member of their family) takes actions or has interests that may make it difficult to perform their work for Inotiv objectively and effectively. Conflicts of interest also arise when an employee (or a member of their family) receives improper personal benefits as a result of their position in the Company.

Exactly what constitutes a conflict of interest or an unethical business practice is both a moral and a legal question. Inotiv recognizes and respects the individual employee's right to engage privately in activities that do not in any way conflict with or reflect poorly on the Company.

It is not possible to define all the circumstances that might create a conflict of interest. Employees who have questions about a potential conflict of interest, or become aware of an actual or potential conflict, should discuss the matter promptly with their supervisor and seek prior authorization from their supervisor or the Legal Team.

Loans by Inotiv to, or guarantees by Inotiv of obligations of, employees or their family members are of special concern and could constitute improper personal benefits to the recipients of such loans or guarantees. Such loans or guarantees are strictly prohibited.

Relationships with family members and close personal friends can influence business decisions. To avoid personal conflicts of interest, avoid supervising or participating in the hiring, rewarding, or promoting of a family member, and avoid positions with access to or influence over confidential information relating to a family member. If any of these situations occur, inform your manager, who may assess and resolve the situation.

Directors and officers must seek prior authorizations or approvals of potential conflicts of interest from the Audit Committee or the Legal Team.

GOVERNMENT CONTRACTING

As a portion of our business involves government agencies, special rules apply when we do business with government entities.

We must ensure that all government-related information, such as invoices, is accurate and complies with procurement rules. Inotiv can incur substantial penalties and the Company and individual employees may face criminal charges for violating government procurement laws.

In addition, these basic rules should be followed:

- never ask for, or use, another company's bid or proposal information, non-public government source selection information, or other proprietary or confidential information;
- never offer or provide gifts, gratuities or entertainment to a government customer without prior written approval of the Legal Team;
- comply with all restrictions on gifts or "kickbacks" by those who seek to receive business from the government and government contractors;
- never engage sales agents or consultants, or enter into any other arrangements in which a third party would be paid a commission engaging, developing or obtaining government business;
- never offer or accept any compensation of any kind (such as money, fees, commissions, credit, gifts, or gratuities) for the purpose of obtaining a subcontract or rewarding favorable treatment in connection with a prime contractor;
- always be truthful, accurate and complete in all representations and certifications;
- ensure that all costs are properly and accurately charged and recorded, including charging for hours worked; and
- immediately disclose to the Legal Team or the Inotiv Integrity Line any suspected violation of law involving fraud, conflict of interest, bribery, inappropriate gifts or gratuities, or any misrepresentation or improper invoicing in connection with a government contract.

COMPLIANCE WITH LAWS

All employees shall comply, both in letter and spirit, with all applicable laws, rules, and regulations in the localities, states, and countries in which Inotiv operates or is otherwise present.

All Company directors, officers, employees, agents, and contractors must comply with all applicable laws, including U.S. anti-bribery, sanctions, and export control regulations. Employees must have sufficient knowledge of relevant laws to recognize potential issues and seek advice on specific policies and procedures. Violations can subject employees or contractors to criminal or civil penalties and may also lead to disciplinary action by the Company. Questions about legal compliance should be directed to the Legal Team.

PUBLIC DISCLOSURES

Information in the Company's public communications, including filings and submissions with the Securities and Exchange Commission, must be full, fair, honest, accurate, timely and clear. Anyone involved in the Company's disclosure process is responsible for maintaining these standards. In particular, employees involved in the disclosure process must maintain familiarity with applicable requirements and are prohibited from knowingly misrepresenting or omitting material facts about the Company in communications, including with auditors. Supervisors involved in disclosures have a duty to diligently discharge their responsibilities.

INSIDER TRADING

Trading on non-public information is a violation of federal securities laws. In the course of their work, officers, directors, employees, agents, contractors and consultants of the Company may obtain material, non-public information which is confidential Company property. Those entrusted with such information may not profit from it by buying or selling securities, or passing on the information to others to enable them to profit or for them to profit on their behalf. The Company has adopted a separate policy concerning insider trading and "tipping." The purpose of that policy is both to provide information about the applicable legal responsibilities and to make clear that the misuse of sensitive information is prohibited.

For more detailed information, please refer to Inotiv's Insider Trading Policy.

PROTECTION AND PROPER USE OF COMPANY, CUSTOMER, SUPPLIER AND EMPLOYEE ASSETS AND DATA

All employees should protect Inotiv's customer, employee, and vendor information assets, including electronic data, and ensure their efficient and appropriate use.

The Company provides a wide variety of communication tools and resources to employees for use in running day-to-day business activities. All communication using these tools should be handled in a professional and respectful manner.

Communications on Company devices and systems may be accessed by authorized personnel to ensure compliance. Employees do not have any expectation of privacy in their use of Company communication tools. Even deleted messages may remain in the system. All communications made using Company-provided equipment or services – including email and internet activity – are subject to monitoring and inspection by the Company. Even deleted emails, voicemails or other communications, may be archived on the Company's systems and subject to monitoring.

Employees' use of Company-provided communication systems, including personal e-mail and internet use, that are not job-related have the potential to drain, rather than enhance, productivity and system performance. Information transmitted through e-mail and internet is not completely secure or may contain viruses or malware, and information transmitted or received could damage the Company's systems, reputation, and/or competitiveness. To protect against possible exposures, report to Information Technology and delete any e-mail messages prior to opening that are received from unknown senders and advertisers. It also is against Company policy to turn off antivirus protection software or make unauthorized changes to system configurations installed on Company devices. Violations of this policy may result in termination.

All use of Company-provided communications systems, must adhere to Company Policies, including but not limited to the Policies on Equal Opportunity, Harassment, Confidential Information, and Conflicts of Interest. Employees should avoid discriminatory or defamatory behavior and sharing of confidential information on social media.

The electronic communication systems may not be secure and may allow inadvertent disclosure, accidental transmission to third parties, etc. Sensitive information should not be sent via unsecured electronic means. Sensitive information includes the combination of one or more of the following that may make an individual readily identifiable: an individual's name, mailing address, email address, driver's license number, social security number, voice, or image.

Nothing in this Code of Conduct and related policies is designed to interfere with, restrain, or prevent employee communications regarding wages, hours, or other terms and conditions of employment as protected under the National Labor Relations Act. Employees have the right to engage in or refrain from such activities.

Employees may have access to a cell phone while in their cars and should remember that their primary responsibility is driving safely and adhering to driving and traffic regulations. Employees are prohibited from using cell phones to conduct business while driving and should safely pull off the road and come to a complete stop or, where allowed by law, have a hands-free device enabled before dialing, talking, texting, and/or checking email on the cell phone.

The same standard business etiquette used when speaking from office phones or in meetings applies to conversations conducted over a cell phone, as do all confidentiality obligations.

PERSONAL DEVICES FOR NON-BUSINESS USE

Although Inotiv permits employees to bring personal electronic devices, including cellular phones and smart devices, into designated workspaces including but not limited to operational areas, employees are expected to remember that working time is for work. These guidelines do not prohibit use of personal electronic devices during non-work times in non-work areas.

Under no circumstance should any personal (or Inotiv-provided) device be used for the photographing or otherwise recording of any Inotiv operation or Confidential Information unless authorized in writing to do so by the CEO, CHRO or an authorized designee of Inotiv. Doing so could result in immediate corrective action up to and including immediate separation of employment.

INTELLECTUAL PROPERTY

All representatives of the Company are obliged to protect Company assets, including proprietary information, intellectual property, and innovative ideas.

Intellectual property rights, including patents, trademarks, copyrights, trade secrets and know-how, are valuable assets and must be planned for and managed with the same degree of care as any other valuable Company asset. New concepts and ideas will be identified for purposes of evaluation and protection, as appropriate, to support the Company's goals.

SOFTWARE

Representatives of the Company also have an obligation to protect and manage any software that is proprietary to, or licensed by, the Company. "Software" includes programs, routines and procedures that cause a computer system to perform a predetermined function or functions, as well as the supporting documentation. This includes algorithms, flow charts, diagrams, specifications, diagnostic testing materials and operating or maintenance manuals. Representatives of the Company developing, using or acquiring software must make sure that the appropriate intellectual property rights (copyrights, patents and trade secrets) in the software are obtained. All software must be developed and used in compliance with applicable laws and contractual obligations assumed by the Company, including copyright laws and necessary licensing. No representative of the Company may use unlicensed software or create or use unauthorized copies of software.

For more detailed information, see Inotiv's Employee Privacy and Privacy of Information and Company Provided Cell Phones Policy.

Acting With Integrity

EXTERNAL COMMUNICATIONS AND SOCIAL MEDIA

The way we communicate internally and externally is crucial to building trust.

We must ensure all communications about our business interests are timely, accurate, and reflect our values. All communications must comply with our policies, approval procedures, and applicable laws. As individuals, employees have the right to make personal comments on social media, making it clear that any opinion expressed is personal and not representative of the Company.

However, it's important to remember that only designated spokespeople can make comments on behalf of Inotiv. When using social media, avoid inadvertently sharing proprietary or confidential information about Inotiv, our employees, our customers, or suppliers. Examples include the early release of sales figures or knowledge of a company restructuring or potential acquisition target. The Company's policies on confidential information apply to personal use of social media accounts.

For more detailed information, please refer to Inotiv's Social Media Policy.

CORPORATE AND BUSINESS OPPORTUNITIES

All employees owe a duty to Inotiv to advance its interests whenever the opportunity arises.

Employees are prohibited from taking business opportunities for themselves (or for the benefit of friends or family members) that are within Inotiv's interests and scope of activities. Business opportunities that are discovered through the use of Company information or such person's position within Inotiv, that are expressly presented or offered to such person directly and exclusively in their capacity within Inotiv, or that compete with Inotiv, are expressly prohibited. Employees may not use Inotiv assets, property, information or position for personal gain (including gain of friends or family members).

SCIENTIFIC INTEGRITY

Medical science is our business, and upholding the highest standards of scientific integrity are essential to our continued success. The U.S. Food and Drug Administration's Good Laboratory Practices, Current Good Manufacturing Practices, and Current Good Clinical Practices, as detailed in our Standard Operating Procedures (SOPs), set forth many of our obligations. Employees are expected to adhere to the SOPs and applicable federal regulations, and to demonstrate the highest standards of scientific integrity. Cooperation with quality assurance audits, as well as regulatory audits and inspections, is an essential obligation of every employee.

SENIOR FINANCIAL OFFICERS

This section applies to the Company's principal executive officer, principal financial officer, principal accounting officer or others performing similar functions (the "Senior Financial Officers"). Senior Financial Officers are responsible for protecting and balancing the interests of all of the Company's stakeholders, including shareholders, clients, employees, suppliers, and local communities. They fulfill this responsibility by prescribing and enforcing Company financial policies by demonstrating the following:

Honest and Ethical Conduct. Senior Financial Officers will promote the highest standards of honest and ethical conduct by:

- Encouraging professional integrity in all aspects of the finance organization, eliminating inhibitions and barriers to responsible behavior, such as coercion, fear of reprisal, or alienation from the finance organization or the enterprise itself.
- Prohibiting and eliminating conflicts between what is in the best interest of the Company and what could result in material personal gain for a member of the finance organization, including the Senior Financial Officers.
- Providing mechanisms for members of the finance organization to inform senior management of deviations in practice from policies and procedures governing honest and ethical behavior.
- Demonstrating support for such policies and procedures through periodic communication reinforcing these ethical standards throughout the finance organization.

Financial Records and Periodic Reports. Senior Financial Officers will strive to establish and manage the transaction and reporting systems and procedures to ensure that:

- Business transactions are properly authorized and completely and accurately recorded on the Company's books and records in accordance with Generally Accepted Accounting Principles (GAAP) and established Company Financial Policy.
- The retention or proper disposal of Company records shall be in accordance with established financial policies and applicable legal and regulatory requirements.
- Periodic financial communications and reports will be delivered in a manner that facilitates the highest degree of clarity of content and meaning so that readers and users will quickly and accurately determine their significance and consequence.

Compliance with Applicable Laws, Rules and Regulations. Senior Financial Officers will establish and maintain mechanisms to:

- Educate finance team members about applicable federal, state or local statute, regulation or administrative procedure that affects the operation of the finance organization and the enterprise generally.
- Monitor compliance with federal, state and local laws affecting the finance organization.
- Identify, report and correct, any deviations from applicable laws promptly.

POLITICAL ENGAGEMENT

Inotiv is committed to citizenship and community involvement.

Employees are free to contribute their personal time and support to candidates, parties, and civic organizations. However, an employee's individual political involvement must be totally voluntary, on the employee's own time and at their own expense.

Employees engaged in personal political activities should not purport to speak or act on behalf of Inotiv. Employees are not allowed to directly, or indirectly, use or contribute Company funds or assets to a political party, candidate, or campaign unless the activity is lawful in the country involved and is approved by the Legal Team and the CFO. This includes use of Inotiv facilities, office equipment, supplies, inventory and even an employee's own work time.

CONFIDENTIALITY

We do not disclose the Company's confidential information to others except when disclosure is authorized, contractually protected, or legally mandated. Confidential information includes, among other things, all non-public information concerning the Company, such as our intellectual property, business strategies and organizational structure, marketing plans, outsourced business functions and relationships, third party partners' lists and records, employee lists and records, and financial information such as sales numbers. This also includes passwords and identification codes designed to prevent unauthorized access to the Company's confidential information, information entrusted to the Company by third parties, and all other non-public information that might be of use to our competitors or harmful to the Company, if disclosed. Within our community, we share confidential Company information only as appropriate and on a 'need-to-know' basis. Questions from members of the press or other media about the Company's business should be directed to the Chief Commercial Officer or a member of the Company's leadership team. The obligation to preserve confidential information continues even after the employee ceases to perform services for the Company.

FAIR DEALING

The Company has a history of succeeding through honest business competition. We do not seek or pursue competitive advantages through illegal or unethical business practices. Each director, officer, employee and representative of the Company should deal fairly with the Company's customers, service providers, suppliers, competitors and employees, and should not take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other intentional unfair dealing practice.

REPORTING AND ENFORCEMENT

Actions prohibited by the Code of Conduct must be reported to a supervisor, facility leader, local HR representative, the Legal Team or the Inotiv Integrity Line.

Any person with a concern or who is aware of alleged wrongdoing that may violate the Code of Conduct or any of the company's policies may visit the Inotiv Integrity Line website at <https://www.inotivco.com/about/ethics-and-compliance/>. The Inotiv Integrity Line is hosted by an independent third-party provider. If you so prefer, you may also contact Inotiv's Audit Committee directly about your concern or question by emailing auditcommittee@inotivco.com.

All reports are managed confidentially to the greatest extent possible. A person may also report a concern or alleged wrongdoing anonymously through the Integrity Line, where allowed by law.

Inotiv takes all reported concerns seriously. After receiving a report of an alleged prohibited action, the relevant team or a member of the Legal Team will promptly take appropriate actions necessary to review the concern. Inotiv will ensure prompt and consistent action against violations of the Code of Conduct and relevant policies. If, after reviewing a concern or a report of an alleged prohibited action by any person, the Company determines that a violation of the Code of Conduct has occurred, the Company will take appropriate preventative and/or disciplinary action as it deems appropriate, including, but not limited to, reassignment, demotion, dismissal or, in the event of criminal conduct or other serious violations of the law, notification to appropriate governmental authorities.

A Company employee or a third party raising a concern must fully cooperate in any investigation into the alleged concern by Inotiv (or its designee). Any employee or third party being interviewed pursuant to an investigation by Inotiv (or its designee) must fully cooperate with the investigation.

For more detailed information, please refer to Inotiv's Investigations Policy.

ZERO TOLERANCE FOR RETALIATION

Inotiv prohibits retaliation against anyone who raises or reports good faith concerns and will take disciplinary action up to and including dismissal against any employee who threatens or engages in retaliation or harassment of someone who has reported, or is considering reporting, a concern of any kind and under any policy in good faith.

INOTIV INTEGRITY LINE

If you are ever worried that the requirements of this Code of Conduct are not being followed, or if you are being asked to do something you feel is wrong, then you should follow the procedures outlined in the Inotiv's Speak Up and Investigations Policies. Depending on the situation, first consider consulting with your line manager, local leadership team, a member of Human Resources or the Legal Team. If you feel uncomfortable discussing the issue internally, you can also choose to report your concerns online or by phone using the Inotiv Integrity Line via <https://www.inotivco.com/about/ethics-and-compliance/> which is hosted by an independent. If you so prefer, you may also contact Inotiv's Audit Committee directly about your concern or question by emailing auditcommittee@inotivco.com. Your concerns are treated confidentially, and you may report them anonymously if you prefer, where allowed by law.

WAIVERS

Any waiver of any provision of this Code of Conduct for a member of the Company's Board of Directors or an officer must be approved in writing by the Company's Board of Directors. Any waiver of any provision of this Code of Conduct with respect any other employee, agent or contractor must be approved in writing by the Company's Chief Executive Officer. Any amendment to, or waiver of, a provision of this Code of Conduct that applies to a director or officer will be publicly disclosed as required by applicable law, regulation or requirement of the stock exchange or automated quotation system upon which the Company's common stock is listed, if any.

DISCIPLINARY ACTIONS

The matters covered in this Code of Conduct are of the utmost importance to the Company and its stakeholders, and are essential to the Company's ability to conduct its business in accordance with its stated values. We expect all employees, agents, contractors, and consultants to adhere to these rules in carrying out their duties for the Company.

The Company will take appropriate action against any employee, agent, contractor, or consultant whose actions are found to violate the Code of Conduct, or any other policies of the Company. Disciplinary actions may include immediate termination of employment or business relationship at the Company's sole discretion. Where the Company has suffered a loss, it may pursue remedies against the individuals or entities responsible. Where laws have been violated, the Company will cooperate fully with the appropriate authorities.

Adhering to this Code of Conduct is a condition of employment. The Company must have the opportunity to investigate and remedy any alleged violations or employee concerns, and each employee has a duty to fully cooperate in any such investigation.