

# TG THERAPEUTICS, INC.'S CALIFORNIA DECLARATION OF COMPREHENSIVE COMPLIANCE PROGRAM

## COMPREHENSIVE COMPLIANCE PROGRAM DESCRIPTION

### I. INTRODUCTION

TG Therapeutics, Inc. ("TGTX" or the "Company") is committed to conducting its business in accordance with the highest ethical standards and applicable laws and regulations. A key component of this commitment is our establishment and maintenance of a comprehensive compliance program ("CCP") comprised of policies, procedures, and processes that address the matters covered by the "Compliance Program Guidance for Pharmaceutical Manufacturers" published by the Office of the Inspector General, U.S. Department of Health and Human Services ("OIG Compliance Guidance") and the Pharmaceutical Research and Manufacturers of America (the "PhRMA Code"), both of which set forth voluntary guidelines. Our CCP reflects our reasonable interpretation and application of those guidelines to the specific nature and needs of the Company.

Our CCP is an evolving and flexible program that is designed to account for growth and other changes in the Company, as well as changes in our legal, regulatory or industry obligations. We reevaluate our CCP on a regular basis for opportunities to further enhance its reach and effectiveness. The fundamental elements of our CCP are described below.

### II. COMPLIANCE PROGRAM OVERVIEW

#### A. Leadership and Structure

Compliance Officer. The Chief Compliance, Ethics and Risk Management Officer, is charged with developing, operating and monitoring the CCP. This individual interacts routinely with senior management and reports on the CCP to our Audit Committee of the Board of Directors on a regular basis. A Compliance Committee of senior leadership of various functions has been established and meets regularly to provide oversight of the CCP, set the tone at the top of the organization, and support pull-through of compliance initiatives.

#### B. Written Standards

TGTX has established its commitment to compliance through a number of Company policies, procedures, and processes which help guide our daily operations and reflect the unique regulatory environment in which we operate and the nature and needs of our Company. The standards in these policies apply to all TGTX employees.

#### *Annual Spending Limits*

Our CCP addresses appropriate interactions with healthcare professionals ("HCPs") and our commitment to complying with the limits on gifts, meals and other activities

with HCPs set forth in the PhRMA Code.

In compliance with California Safety Code § 119402, TGTX has established an annual aggregate spending limit of \$1500 for gifts, promotional materials or items or activities that TGTX may provide to an individual HCP. Such items or activities primarily include: medical journal articles and other items that seek to support an understanding of the Company's products or enhance patient care in a particular disease; modest meals associated with a substantive discussion of a Company product or a disease state; and other items or activities permitted under the PhRMA Code and/or the OIG Compliance Guidance. The spending limit represents a spending cap, is monitored regularly, and we anticipate that it will typically not be reached.

#### C. Education and Training

We regularly provide compliance training to all TGTX employees, including new hire orientation. We train employees on our CCP, Company policies, and on all applicable laws, regulations and industry codes. We regularly respond to compliance inquiries and address compliance issues during internal meetings and through various internal corporate communications. We instruct employees on their obligation to report actual or potential compliance violations, and we provide them with various resources including an independent, third-party operated Compliance Helpline (Hotline) by which they can report compliance questions, concerns or violations anonymously, if they wish to do so.

#### D. Internal Lines of Communication

We employ a variety of internal communication tools to communicate with employees about compliance issues and concerns, including an intranet website and a Compliance Helpline as well as regular individual and team interactions. In addition, we routinely respond to compliance questions from individual employees.

#### E. Auditing and Monitoring

TGTX has developed a plan for monitoring and auditing compliance with its CCP. The nature, extent, and frequency of our compliance monitoring and auditing activities vary according to a number of factors, including new regulatory requirements, changes in business practices and other considerations. Reports of these activities are made to Senior Management as well as the Compliance Committee and Audit Committee of the Board of Directors. Identified issues and opportunities for enhancement are addressed, and education, training and corrective action are taken when necessary.

#### F. Responding to Potential Violations

Our CCP requires that the Company respond promptly to potential violations of law, regulation, industry codes or Company policies. Potential violations are investigated and evaluated on a case-by-case basis. Disciplinary action, up to and including termination, is taken when deemed appropriate.

#### G. Corrective Action Procedures

After investigation of a reported or detected compliance issue, the Company assesses whether additional corrective action is appropriate. The assessment includes a determination as to whether a violation is due, in part, to any gaps in our policies, training or internal controls. If a gap is identified, the Company will take action to correct it.

## **DECLARATION**

TGTX declares that, to the best of its knowledge it has adopted a CCP in compliance with the statutory requirements of California Health and Safety Code sections 119400 and 119402. As of the date of this declaration, TGTX believes it is in compliance with its CCP in all material respects. As noted in OIG Compliance Guidance, “the implementation of a compliance program may not entirely eliminate improper conduct from the operations of a pharmaceutical manufacturer.” Accordingly, this declaration is not intended and should not be construed to imply that the Company has not identified individual instances in which an employee or agent of the Company has or may have violated one or more provisions of its CCP. In those situations, the Company takes reasonable and appropriate remedial or corrective action with respect to any actual or potential non-compliance in a manner consistent with its CCP. TGTX makes this declaration, in good faith, in the absence of clarifying regulations or guidance from the State of California.

To request a copy of the TGTX Declaration and Comprehensive Compliance Program description, please email [Compliance@tgtxinc.com](mailto:Compliance@tgtxinc.com).