



CODE OF BUSINESS CONDUCT AND ETHICS

Revised June 2025

This Code of Business Conduct and Ethics (the "Code") sets forth legal and ethical standards of conduct for employees, officers and members of the Board of Directors of Ocular Therapeutix, Inc. (the "Company" or "Ocular") that applies to our relationships with customers, outside partners, and how we work and interact with each other.

The Code also applies to all representatives engaged to perform work for, or on behalf of, the Company, including temporary agency personnel, independent contractors and consultants and other vendors. If any employee becomes aware of misconduct by a third party, this information must be reported to either the Chief Compliance Officer at compliance@ocutx.com or the hotline at 1-888-423-8006 or www.MyComplianceReport.com (access ID: OCUTX).

This Code is intended to promote ethical conduct and mitigate wrongdoing of all Company business and act in accordance with Ocular's Core Values: Drive, Focus, Accountability, Collaboration, and Transparency.

While this Code is a comprehensive statement of Ocular's standards on Business Conduct and Ethics, it is not exhaustive. For further guidance on a specific policy, you should reference Ocular's policies and standard operating procedures.

This Code is intended to be consistent with all applicable laws and regulations, along with the guidelines set forth in the PhRMA Code. The Pharmaceutical Research and Manufacturers of America (PhRMA) provides accepted industry guidance on ethical relationships and behaviors for the pharmaceutical industry.

All Company employees, officers and members of the Board of Directors are required to read, understand and abide by the obligations and standards set forth in this Code of Business Conduct and Ethics. Violations of the Code may result in disciplinary action up to and including termination. If you have any questions regarding this Code, please contact the Chief Compliance Officer.

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Ocular Core Values

Our Core Values are the fundamental behaviors that guide every aspect of how we work. How we conduct ourselves is how we learn to trust each other. Collectively, Ocular is committed to encouraging every individual to actively engage and commit to the five values that are the foundation of our future.

Drive – Act with high sense of urgency and continuous improvement

Focus – Prioritize ruthlessly

Accountability – Accept responsibility and deliver on commitments

Collaboration – Win as a team, not as an individual, and ensure everyone contributes

Transparency – Share information to enhance speed and agility, and engage proactively and openly

Every employee, every day, should be mindful of how they are demonstrating our values. It is our collective actions that will guide both our present and future success.

Compliance with Laws, Rules and Regulations

Ocular is committed to compliance, and requires that all employees, officers and directors comply with all laws, rules and regulations applicable wherever it does business. Everything you do as an employee is subject to internal and external audits, as well as discovery by third parties in the event of a government investigation, or criminal or civil litigation. Accordingly, it is in everyone's responsibility to abide by the Code.

Compliance with Company Policies

In addition to complying with the Code, all employees, officers and members of the Board of Directors are expected to abide by all Company policies. You are expected to familiarize yourself with such policies and to raise any questions that you may have to your supervisor or the Chief Compliance Officer.

The revised Code and updated internal policies are in accordance with "Compliance Program Guidance for Pharmaceutical Manufacturers" published by the Office of Inspector General of the U.S. Department of Health and Human Services (the "OIG Guidance").

The Company will conduct periodic evaluations and monitoring of the ethics and compliance program to assess our adherence. All employees are expected to cooperate fully during these reviews.

If an employee is required to testify, participate or otherwise assist in any state or federal administrative, judicial or legislative proceeding or investigation, the employee must notify the Chief Compliance Officer immediately upon notice of their potential involvement.

Reporting of Potential Compliance Violations and Related Procedures

Employees are required to promptly report any suspected compliance violations. If you have a good faith belief that any Ocular employee, officer, members of the Board of Directors, or third party that conducts business on behalf or with Ocular may have violated any law, rule, or regulation applicable to internal Ocular policies, including this Code, you must promptly report the matter to your supervisor and the Chief Compliance Officer.

Individuals may report violations on a confidential or anonymous basis through several channels. Please note the reporting mechanisms that are available to every employee twenty-four hours a day, 365 days a year:

- The Chief Compliance Officer at compliance@ocutx.com
- The Chief Financial Officer at oculfinance@ocutx.com
- The Chief Legal Officer at law@ocutx.com
- By mail at Ocular Therapeutix, Inc., 15 Crosby Drive, Bedford, Massachusetts 01730
- By email via the website: www.MyComplianceReport.com (access ID: OCUTX)
- Call the Ethics Hotline: 1-888-423-8006

While we prefer that you identify yourself when reporting violations if any follow-up information is needed, anonymous reporting is permitted.

Individuals are required to report a violation even if they have participated in the violation. While self-reporting will not shield someone from potential consequences, consideration will be given to an individual who comes forward to report.

All reports should contain enough information to investigate the concerns raised by anyone who submits a report. Efforts will be made to treat each report confidentially and to protect the identity of the individual who reports. Upon receipt of a report, the Company and the Chief Compliance Officer will begin a confidential inquiry and take corrective action when appropriate. The Company may determine that further investigation and additional information is warranted. The reporting employee is encouraged to cooperate in the investigation, if requested.

Any employee who deliberately makes a false report or who knowingly fails to report a matter of non-compliance will be subject to disciplinary action, up to and including termination.

All reports and subsequent actions submitted to the Chief Compliance Officer shall be documented and maintained in accordance with Ocular's policies.

Non-Retaliation Policy

Ocular encourages its employees to openly discuss with their supervisors, the Chief

Compliance Officer, or Human Resources any suspected policy or legal or regulatory violations without fear of retaliation. Ocular strictly prohibits any and all forms of retaliation against employees who report compliance issues in good faith.

If any employee believes they have been subjected to unlawful retaliation by the Company, they are required to immediately report their concerns to Human Resources and the Chief Compliance Officer. The Company takes these issues seriously and will take any corrective action necessary after a thorough investigation.

When employees report compliance concerns, it is Ocular's preference to first investigate and address potential compliance violations internally. Employees are encouraged to report compliance concerns via the internal channels that have been established. However, it is permissible and lawful for an employee to report any suspected illegal activity directly to an outside regulatory authority without fear of retaliation.

Conflicts of Interest

Employees, officers and members of the Board of Directors must act in the best interests of the Company. You are required to refrain from engaging in any activity or having a personal interest that might conflict with the Company. A conflict of interest occurs when you have a professional or personal interest that creates, or gives the appearance of, adverse influence on your professional judgment or that prevents you from performing your job honestly, objectively and effectively.

For example:

- No employee, officer or director should perform services as an employee, officer, director, consultant, advisor or in any other capacity for a competitor of the Company, other than services performed at the request of the Company or that have been approved by the Chief Compliance Officer
- No employee officer or director should have a financial interest in a competitor of the Company, other than a financial interest representing less than one percent (1%) of the outstanding shares of a publicly-held company; and
- No employee officer or director should use his or her position with the Company to influence a transaction with a supplier or customer in which such person has any personal interest, other than a financial interest representing less than one percent (1%) of the outstanding shares of a publicly-held company.

Full-time employees and officers may not hold additional employment or engage in any outside business activities unless the individual has obtained express prior written approval and consent from the Chief Compliance Officer.

Conflicts may also arise with (a) significant other or immediate family interest in an enterprise that has material business relations with the Company; or (b) an enterprise or contract with a supplier, service provider, or any other company or entity where the employee or an immediate family member is a principal or financial beneficiary, or (c) a

family member is an employee of a government entity that has oversight or interaction with Company business Any and all such interests should be disclosed immediately by the employee to the Chief Compliance Officer who will determine if Audit Committee approval is necessary. If you believe you have a potential conflict of interest, you are required to disclose it to your supervisor or the Chief Compliance Officer so that any action necessary to protect parties can be taken. Factors that may be considered in evaluating a potential conflict of interest include:

- Whether it may interfere with the employee's job performance, responsibilities or judgment; or have the appearance of;
- Whether it may interfere with the reputation of the Company;
- Whether the employee has access to confidential information;
- Any potential adverse or beneficial impact on the Company's business or entities the Company conducts business with; and
- Any financial or other benefit to the employee or to any entity the Company does business with.

Insider Trading

Employees, officers and members of the Board of Directors who have material non-public information about the Company or other companies, including our suppliers and customers, as a result of their relationship with the Company are prohibited by law from trading in securities of the Company or such other companies, as well as from communicating such information to others who might trade on the basis of that information. To help ensure that you do not engage in prohibited insider trading and avoid even the appearance of an improper transaction, the Company has adopted an Insider Trading Policy, which has been distributed to you and is available from the Company's Chief Financial Officer or Chief Legal Officer. If you are uncertain about the constraints on your purchase or sale of any securities, you should consult with the Chief Financial Officer (oculfinance@ocutx.com) or Chief Legal Officer (law@ocutx.com) before making any purchase or sale.

Accuracy of Books and Records and Public Reports

Employees, officers and members of the Board of Directors must honestly and accurately report all business transactions. You are responsible for the accuracy of your records and reports. Accurate information keeping is required to meet legal and regulatory obligations.

All Company books, records and accounts shall be maintained in accordance with all applicable laws, regulations and standards. The financial statements of the Company shall conform to the Generally Accepted Accounting Principles (GAAP) and the Company's accounting policies.

It is the policy of the Company to abide by the law to provide accurate and timely disclosure in reports and documents filed with, or submitted to, the Securities and Exchange Commission and other government agencies.

Concerns Regarding Accounting or Auditing Matters

Employees with concerns regarding questionable accounting or auditing matters are required to report their concerns immediately. Individuals may confidentially, or anonymously submit reports to the Chief Compliance Officer who will forward these reports to the Audit Committee.

Concerns can be submitted via the following channels:

- Writing: Chief Compliance Officer at compliance@ocutx.com,
- Via the website: www.MyComplianceReport.com (access ID: OCUTX)
- Calling the hotline: 1-888-423-8006

See “Reporting and Compliance Procedures.” All such concerns and complaints will be reviewed by the Chief Compliance Officer for appropriate action.

The Company will not take any action against any employee who reports a complaint or concern, unless it is determined that the report was knowingly falsely reported.

Dealings with Independent Auditors

Under federal law and Ocular’s internal policy, no employee, officer or director shall, directly or indirectly, make a materially false or misleading statement to an accountant in connection with (or omit to state, or cause another person to omit to state, any material fact necessary in order to make statements made, in light of the circumstances under which such statements were made, not misleading to, an accountant in connection with) any audit, review or examination of the Company’s financial statements or the preparation or filing of any document or report with the SEC.

Records Management

Ocular has implemented measures to ensure that its records are appropriately safeguarded. All employees must comply with Ocular's records management policies. The Company will retain records to comply with legal, regulatory, administrative and operational requirements. There may be legal requirements that certain records be retained for a specific period of time and it is the responsibility of each employee to know the records retention policy of their respective departments. If it should ever become apparent that records of any type will be required in connection with a lawsuit or government investigation, all relevant records should be preserved, not altered and ordinary disposal of records pertaining to the subject of the litigation or investigation should be suspended. Questions about document preservation and management should be directed to your supervisor or the Chief Compliance Officer. When in doubt, err on the side of retention.

Confidentiality

As an Ocular employee, you must maintain the confidentiality of the Company's nonpublic information, including the nonpublic information of outside partners Ocular conducts business with. Employees may not disclose or discuss Ocular's confidential or proprietary information and must safeguard information from the public. Maintaining confidentiality and proprietary information is vital to the Company's ability to achieve success and maintain a competitive position in the industry.

As a publicly traded company, Ocular employees must adhere to the Securities Exchange Commission (SEC) Fair Disclosure Regulation (Reg FD). Reg FD is a rule designed to prevent selective disclosure by public companies to market professionals and certain shareholders.

Specifically, when a public company discloses material nonpublic information regarding an issuer of stock or its securities to a limited group of individuals, the issuer must make public disclosure of that information. It is imperative that information shared on calls where shareholders and the public are not included receive that information simultaneously. Any non-intentional share of such information must be promptly followed by a public disclosure. Only authorized company personnel are permitted to handle investment communications. It is required that every employee be aware of Reg FD and Ocular's policy on Fair Disclosure.

Unauthorized disclosure of any confidential information is prohibited and could result in legal and reputational damage. Employees should take appropriate precautions to ensure that sensitive business information is not communicated within the Company except to employees who have a need to know. Your obligation to protect Ocular's confidential and proprietary information extends during your time outside company premises, and during and after your employment.

To avoid inadvertent disclosure of any confidential or proprietary information, you should avoid discussions of Company information in public places.

Promotional & Medical Communications

Only authorized personnel can provide Promotional Materials. All Promotional Materials must undergo review and receive approval by the Ocular Promotional Review Committee prior to use.

Requests for Medical Information must go through Medical Affairs. Medical Science Liaisons (MSLs) provide internal secondary analyses to questions that arise from commercially marketed products. There are MSLs in specific regions assigned to evaluate the integrity of submitted investigator initial trials (IIT's) proposals and Company areas of interest among other important functions. MSLs work cross functionally with Commercial in designated activities related to medical market research.

Corporate Communications

Only authorized personnel may address inquiries concerning the Company from the media. Any employee that receives an outside inquiry from the media must decline to comment and immediately alert the Chief Financial Officer (oculfinance@ocutx.com) and the Chief Legal Officer (law@ocutx.com).

Third parties may ask you for information concerning the Company, such as market professionals, securities analysts, institutional investors, financial advisors and other financial parties. Any recipient of such an inquiry must immediately alert the Chief Financial Officer (oculfinance@ocutx.com) and Chief Legal Officer (law@ocutx.com). Employees must not discuss internal Company information with anyone outside the Company.

If appropriate, disclosure of company information can only occur after a confidentiality agreement is in place, that has been authorized in advance by the Chief Financial Officer or Chief Legal Officer. As a reminder, it is imperative that approved communications be limited to the scope of the CDA.

You also must abide by any lawful obligations that you have to your former employer. These obligations may include restrictions on the use and disclosure of confidential information, restrictions on the solicitation of former colleagues to work at the Company and non-competition obligations.

Honest and Ethical Conduct and Fair Dealing

Employees, officers and members of the Board of Directors are expected to deal honestly, ethically and fairly with the Company's suppliers, customers, competitors and employees. Statements regarding the Company's products and services must not be untrue or misleading. Any form of misrepresentation of material facts or any other unfair-dealing practice is strictly prohibited.

Compliance with Antitrust Laws

As an employee, you may not engage in any conduct that might restrict competition or otherwise restrain competitive activity. This conduct may include, but is not limited to, engaging in the following types of agreements or discussions: (i) pricing strategies or terms of sale; (ii) refraining from competing on bids ("bid rigging") with competitors; (iii) market division with competitors; or (iv) boycotting or collectively refusing to deal with certain customers, health care professionals or vendors.

Ocular's interactions with Healthcare Professionals (HCPs) shall be in accordance with Company policies, the PhRma industry guidelines, and all applicable laws and regulations. If the Company enters into consulting arrangement with or obtains any other services from a health care professional, it will do so pursuant to a legitimate business need.

Retaining Healthcare Professionals as Consultants

Ocular's interactions with Healthcare Professional (HCPs) shall be in accordance with Company Policies, the PhRma industry guidelines, and all applicable laws and regulations. If the Company enters into a consulting arrangement with, or obtains any other services from an HCP, it will do so pursuant to a legitimate business need.

Approval from the Chief Compliance Officer must be obtained before entering into any consulting agreement with an HCP. Ocular will pay no more than fair market value for the services rendered, unless approved by the Chief Compliance Officer.

Any compensation that the Company pays to HCPs for providing consulting services must be documented in a signed agreement that is approved by the Chief Compliance Officer.

Interactions with Healthcare Professionals

Company interactions with HCPs should be professional in nature and facilitate the exchange of medical or scientific information, with the goal of ultimately benefiting patient care. Ocular, or any employee, will not provide, offer, or promise any money, goods, hospitality, gifts, or any other items of value to induce or reward favorable treatment of our products.

All business meals provided to a healthcare professional should be modest, occasional in nature, contain an informational component, and be conducive to bona fide scientific, educational, or business discussion.

Commitment to Quality and Patient Safety; Clinical Trials

Ocular is committed to carefully assessing the risks and benefits of its products before and after they are brought to market by providing accurate product information to patients and physicians. The Company will work with the appropriate regulatory authorities to provide accurate and complete information about the indications and safety of its products.

The Company supports new medical research and recognizes that clinical trials and other research findings are critical to the medical community's body of scientific knowledge. Ensuring the safety of patients enrolled in clinical trials sponsored by Ocular is a top priority. Ocular will not subject participants in its clinical trials to unnecessary risks, and will comply with all applicable informed consent requirements, including fully informing all clinical trial participants about the risks, benefits, nature, and purpose of the clinical trial. Ocular will maintain the confidentiality of all personal data and will implement processes to record and store clinical trial data in a manner that complies with all applicable data protection laws while simultaneously assuring the accurate reporting, interpretation and verification of clinical trial data.

Adverse Event and Product Complaint Reporting

The Company is committed to developing and manufacturing the highest quality products in accordance with Good Manufacturing Practices and all relevant laws. An Adverse Event is defined as an unexpected medical event, in a patient, as a result of, an Ocular product. Unexpected, refers to an adverse drug experience that has not been previously observed as opposed to the event not being anticipated based on pharmacological properties of the product. A Product Complaint is defined as any deficiency, defect, misbranding or report of 'rogue' product related to an Ocular product or package. Any employee who learns of an adverse event or product complaint, related to a Company product, should not try to determine if the report or complaint qualifies as an Adverse Event or Product complaint, rather the employee must report the information within twenty-four (24) hours. Ocular Personnel or others who learn of an adverse event or product complaint should:

- Report Adverse Events by notifying the ProPharma Group call center at: 1-844-668-3948 or via email: ocutx.pharmacovigilance@propharmagroup.com
- Report Product Complaints via email: ocutx.productcomplaint@propharmagroup.com

Privacy and Protection of Personal Data

Ocular, as part of its normal business operations, may collect, use, store or share the personal data of the people the Company interacts with or employs.

When patients, healthcare providers, business partners, colleagues, and other individuals provide their personal data to Ocular, they trust the Company to keep that information confidential and secure. Ocular expects all employees to maintain that trust by treating personal data with care and collecting, using, sharing and storing that information in accordance with all applicable data protection laws and regulations and Ocular's internal privacy policies.

International data protection requirements such as the General Data Protection Regulation (GDPR) have an extraterritorial reach and may apply to Ocular if it processes the personal data of European Union (EU) residents or offers EU residents goods and services (even for free). If your role requires international personal data collection, you must contact the Chief Compliance Officer for guidance prior to any action.

In the United States, the Health Insurance Portability and Accountability Act (HIPAA) does not directly apply to Ocular as a pharmaceutical manufacturer (it may apply as to our clinical trial operations). From time to time, health care providers that are subject to HIPAA may attempt ask Ocular to sign Business Associate Agreements. Ocular does not create, receive, maintain, or transmit patient health information on the provider's behalf, therefore a "Business Associate Agreement" is unlikely to be warranted. In any event, employees must never sign a "Business Associate Agreement" on the Company's behalf and any such requests should be sent to the Legal Department of Ocular (law@ocutx.com) or the Chief Compliance Officer (compliance@ocutx.com).

Violations of data protection laws can have serious repercussions, including significant fines, the criminal prosecution of individuals who have violated the law, reputational damage to the Company and harm to the person whose data was improperly

disclosed. Ocular employees must report any violations or suspected violations to the Chief Compliance Officer as soon as the potential issue is identified.

Relationships with Government Officials and Compliance with Anti-Bribery Laws

Ocular is committed to compliance with anti-bribery laws wherever it does business, including the U.S. Foreign Corrupt Practices Act. The Company prohibits the unlawful exchange of value, including bribes, kickbacks, and other types of payoffs and benefits paid to any healthcare professionals, customers, governmental authorities, suppliers, or any other parties, to influence them to obtain or retain a business advantage.

The Company is committed to cooperating with government representatives and complying with governmental requests and processes. Employees are expected to provide full cooperation and must be truthful in their dealings with the government. Any employee contacted by any government entity with regard to the unlawful exchange of value, including bribes, kickbacks, and any other types of payoffs and benefits paid to any healthcare professionals, customers, governmental authorities, suppliers or any other parties to influence them to obtain a business advantage, must notify the appropriate department head and the Chief Compliance Officer.

It is important to note that many healthcare professionals outside of the United States are employees or officials of foreign government agencies and, therefore, are considered "government officials." Thus, employees should exercise care and caution if engaging in business interactions with such institutions and seek guidance from the Chief Compliance Officer when they have any questions.

Gifts and Gratuities

Giving or receiving of gifts, gratuities, courtesies, favors or entertainment can create a conflict of interest and may be unlawful. Therefore, giving or receiving gifts in return for doing business with Ocular is generally prohibited. A nominal gift should not be accepted or given if it is perceived an attempt to influence the recipient.

No employee should offer, give, accept or receive a gift if:

- It violates any Company guideline, policy or procedure;
- It can be construed as a bribe, kickback or payoff in violation of any law;
- It would create an obligation for the giver or receiver;
- It is in cash or any other form of monetary compensation;
- It is in excess of \$100.00
- It is frequent; or
- It could cause embarrassment to or discredit the Company if disclosed.

Prior to accepting any gift that is offered to you over \$100.00 in value, you must receive approval from the Chief Compliance Officer.

Employees, officers and members of the Board of Directors must not accept or permit any member of their immediate family to accept, any gifts, gratuities or other favors from any customer, supplier or other person doing or seeking to do business with the Company, other than items of insignificant value. Any gifts of significant value should be

returned immediately and reported to your supervisor and the Chief Compliance Officer. If immediate return is not practical, they should be given to the Chief Compliance Officer for disposition.

Protection and Proper Use of Corporate Assets, Company Systems and Equipment

All employees are expected to protect the assets of the Company. Assets are to be safeguarded and used solely for legitimate business purposes of the Company and not for any personal benefit or the personal benefit of anyone else.

Employees are prohibited from using Ocular's name, brand name(s), or any trademark(s) owned or associated with the Company for any personal purpose. Any misuse or suspected misuse of the Company's assets must be immediately reported to the Chief Legal Officer (law@ocutx.com) and the Chief Compliance Officer (compliance@ocutx.com).

Ocular employees are expected to promptly report to the Information Technology (IT) department lost, stolen or damaged company-owned devices.

Employees are prohibited from installing personal software onto Company computers or duplicating licensed Company owned software for external use. Files obtained from outside sources, including attachments from outside emails, may contain viruses that could damage the Company's network. If an employee suspects a virus has been introduced to the Company network, they must immediately notify IT. Outside materials for work purposes must be first scanned through virus checking software. Individuals who are unsure of IT security data protection scans, should contact IT prior to using outside materials.

All employees who use Ocular's technology are responsible for using the resources provided appropriately and securely, ensuring that Company confidential or proprietary information is not put at risk.

Reasonable and limited personal use of these systems and equipment is permissible. Any individual that utilizes a company asset to engage in offensive, discriminatory or illegal behavior will be subject to disciplinary action and possible legal action. Employees should have no expectation of privacy in their use of company systems or equipment.

Workplace Safety, Equality, and Harassment Policies

Ocular is committed to fostering a work environment in which all employees are treated equally and with respect. The Company maintains a professional atmosphere that prohibits discriminatory practices or harassment against anyone on the basis of race, religion, color, national origin, sex, sexual orientation, gender identify, age, ancestry, physical or mental disability, medical condition, marital status, or any other classification protected by applicable local, state or federal laws.

If an employee observes or is the subject of any form of harassment or discrimination they must immediately report the incident to either their manager, Human

Resources, the Chief Compliance Officer at compliance@ocutx.com or contact the hotline at 1-888-423-8006 or via www.MyComplianceReport.com (access ID: OCUTX).

This Code applies to all aspects of employment, including, but not limited to: hiring, job assignment, working conditions, compensation, promotion, benefits, scheduling, training, discipline, and termination. In compliance with the Americans with Disabilities Act (ADA), the Company provides accommodation to the disabled to the full extent required by law. Ocular expects all employees to maintain a workplace free from discrimination and harassment.

Ocular is committed to maintaining a safe and healthy workplace for all employees. Employees must comply with all established safety rules and procedures, as well as all applicable federal, state and local health and safety laws, including those issued by the Occupational Safety and Health Administration ("OSHA"). Employees are required to report any violation of a safety rule or law, accident, workplace injury, or any situation presenting a danger of injury immediately to their supervisor and the Chief Compliance Officer.

Ocular prohibits the use of illegal drugs, alcohol abuse, and the misuse of legal drugs in the workplace. If an individual becomes aware that an employee may be in violation of this policy, they should notify their supervisor and Human Resources immediately. The Company may, from time to time, host social events that will include the serving of alcoholic beverages. Employees should use their discretion in their consumption of such beverages. The Company may, at its sole discretion, discontinue serving any person at any time.

Ocular is committed to the well-being and security of all employees. The Company prohibits behavior and threats of behavior that is considered violent, threatening, or intimidating. Employees must immediately report threats or acts of malicious behavior to Human Resources.

At-Will Employment

Unless otherwise agreed in writing by an authorized officer of the Company, every Ocular employee is employed on an at-will basis. This Code shall not be construed or interpreted as creating an implied contract between the Company and any employee or limiting the Company's right to terminate an employee immediately for any reason. Your employment with Ocular is voluntarily entered into, and you are free to resign at will at any time, for any or no reason, with or without notice. Similarly, Ocular may terminate the employment relationship at will at any time, for any or no reason, with or without notice, so long as there is no violation of applicable federal, state or local law.

Disclosure of Suspension/Debarment/Criminal Conviction

All candidates for employment must undergo a comprehensive background screening process prior to hire. Ocular does not employ or contract with individuals, including physicians, Principal Investigators, and Sub-Investigators who have been "suspended" or "debarred" by the Food & Drug Administration (FDA), the Office of Inspector General (OIG), the General Services Administration ("GSA"), or who have been excluded from participation in any federal or state healthcare program.

Ocular requires employees to disclose any criminal conviction that may occur during their employment to Human Resources and the Chief Compliance Officer. Ocular reserves the right to terminate employment as a result of a criminal conviction.

All employees are required to inform the Chief Compliance Officer if they become involved in a debarment, suspension or exclusion proceeding with the FDA, GSA, or any additional federal or state health care program.

Dissemination and Amendment

This Code shall be distributed to all employees, officers and members of the Board of Directors of the Company upon commencement of their employment and when materially updated every employee, officer and members of the Board of Directors shall certify in writing that they received, read and understood the Code and will comply with its terms.

Certification

I, _____ do hereby certify
that: (Print Name Above)

1. I have received and carefully read the Code of Business Conduct and Ethics of Ocular Therapeutix, Inc.
2. I understand the Code of Business Conduct and Ethics.
3. I have complied and will continue to comply with the terms of the Code of Business Conduct and Ethics.
4. Except as noted below, I do not know or believe that any employee or representative of the Company has engaged or is engaging in Company-related conduct that violates applicable law or the Code of Business Conduct and Ethics.

Exceptions (describe, or state "None"):

Date: _____ (Signature)

EACH EMPLOYEE, OFFICER AND MEMBERS OF THE BOARD OF DIRECTORS IS REQUIRED TO SIGN, DATE AND RETURN THIS CERTIFICATION TO THE CHIEF COMPLIANCE OFFICER. FAILURE TO DO SO MAY RESULT IN DISCIPLINARY ACTION.

SUSPECTED VIOLATIONS SHOULD BE REPORTED TO THE CHIEF COMPLIANCE OFFICER AT COMPLIANCE@OCUTX.COM, www.MyComplianceReport.com (access ID: OCUTX)

or

1-888-423-8006