

EBR SYSTEMS, INC.

WHISTLEBLOWER POLICY FOR ACCOUNTING AND AUDITING MATTERS

1 Statement of Policy

EBR Systems, Inc. (**EBR**) is committed to providing a workplace conducive to open discussion of EBR's business practices and is committed to complying with the laws and regulations to which EBR is subject. Accordingly, EBR will not tolerate conduct that is in violation of such laws and regulations. Each EBR employee, including employees of EBR's subsidiaries, is encouraged to promptly report a good faith complaint regarding accounting or auditing matters in accordance with the provisions of this policy. Any other third party, such as vendors, consumers, stockholders or competitors also may report, under the procedures provided in this policy, a good faith complaint regarding accounting or auditing matters.

To facilitate the reporting of complaints regarding accounting or auditing matters, the Audit and Risk Committee of EBR's Board of Directors (**Audit Committee**) has established procedures for (i) the receipt, retention and treatment of complaints regarding accounting, internal accounting controls, or auditing matters (**Accounting Matters**) and (ii) the confidential, anonymous submission by EBR employees of concerns regarding questionable accounting or auditing matters. This policy is a supplement to EBR's Code of Conduct.

2 Scope of Accounting Matters Covered by Policy

This policy covers complaints relating to Accounting Matters, including the following:

- (a) fraud, deliberate error or gross negligence or recklessness in the preparation, evaluation, review or audit of the financial statements of EBR;
- (b) fraud, deliberate error or gross negligence or recklessness in the recording and maintaining of financial records of EBR;
- (c) deficiencies in EBR's internal accounting controls or noncompliance with them;
- (d) misrepresentation or false statement to management, regulators, the outside auditors or others by a senior officer, accountant or other employee regarding a matter contained in the financial records, financial reports or audit reports of EBR; or
- (e) deviation from full and fair reporting of EBR's results or financial condition.

3 Policy of Non-Retaliation

It is EBR's policy to comply with all applicable laws that protect EBR's employees, (including the employees of EBR's subsidiaries), against unlawful discrimination or retaliation by EBR or EBR's agents as a result of their lawfully reporting information regarding, or their participation in, investigations involving Accounting Matters. If any employee believes he or she has been subjected to any harassment, threat, demotion, discharge, discrimination or retaliation by EBR or its agents for reporting complaints regarding Accounting Matters in accordance with this policy, he or she may file a complaint with EBR's **Responsible Officer**. If it is determined that an

employee has experienced any improper employment action in violation of this policy, EBR endeavors to promptly take appropriate corrective action.

4 Responsible Officer

The officer responsible for administering this policy is **John McCutcheon**, EBR's **Chief Executive Officer (Responsible Officer)**. The Responsible Officer (or his or her designee) is responsible for receiving, reviewing and then investigating (under the direction and oversight of the Audit Committee) complaints under this policy. If an employee has a complaint covered by this policy, they should report such matter to the Responsible Officer. If the suspected violation involves the Responsible Officer, the employee should report the suspected violation to the Audit Committee chair or any member of the Audit Committee.

5 Anonymous Reporting of Complaints

EBR has also established a procedure under which complaints regarding accounting matters may be reported anonymously. Employees may anonymously report these concerns by sending a message to john.mccutcheon@ebrsystemsinc.com¹.

Employees should make every effort to report their concerns using one or more of the methods specified above. The complaint procedure is specifically designed so that employees have a mechanism that allows the employee to bypass a supervisor he or she believes is engaged in prohibited conduct under this policy. Anonymous reports should be factual, instead of speculative or conclusory, and should contain as much specific information as possible to allow the Responsible Officer and other persons investigating the report to adequately assess the nature, extent and urgency of the investigation.

6 Policy for Receiving and Investigating Complaints

Upon receipt of a complaint, the Responsible Officer will determine whether the information alleged in the complaint pertains to an Accounting Matter. The Audit Committee shall be notified promptly of all complaints determined to pertain to an Accounting Matter and shall determine the planned course of action with respect to the complaint, including determining that an adequate basis exists for commencing an investigation. The Responsible Officer will then appoint one or more internal and/or external investigators to promptly and fully investigate each viable claim under the direction and oversight of the Audit Committee or such other persons as the Audit Committee determines to be appropriate under the circumstances. The Responsible Officer will confidentially inform the reporting person (if his or her identity is known) that the complaint has been received and provide him or her with the name of, and contact information for, the investigator assigned to the claim.

Confidentiality of the employee submitting the complaint will be maintained to the fullest extent possible, consistent with the need to conduct an adequate investigation. In the course of any investigation, the Company may find it necessary to share information with others on a "need to know" basis. If the investigation confirms that a violation has occurred, the Company will promptly take appropriate corrective action with respect to the persons involved, including discipline up to and including termination, and, in appropriate circumstances, referral to governmental authorities, and will also take appropriate steps to correct and remedy any violation.

7 Retention of Complaints

The Responsible Officer will maintain a log of all complaints, tracking their receipt, investigation and resolution, and shall prepare a periodic summary report thereof for each member of the Audit Committee. Each member of the Audit Committee and, at the discretion of the Responsible Officer, other personnel involved in the investigation of complaints, shall have access to the log. Copies of the log and all documents obtained or created in connection with any investigation will be maintained in accordance with any established document retention policy.

Approved by the Board of Directors of EBR Systems, Inc. on 15 October 2021.