

Code of Conduct and Ethical Responsibility

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A LETTER FROM THE CEO

To My Synergy Colleagues,

I am sure all of you agree with me when I say that our core values of authenticity, trust, teamwork & collaboration, being results-driven and focused on the customer are not simply words written on a page but represent who we are as a company and as individuals. They guide every aspect of our business – from our relationships with customers to how we approach science and innovation, and to realizing our vision of a healthier future for patients.

In practicing these values, we strive to conduct the business of Synergy fairly and ethically and in compliance with the laws, regulations, rules and codes of conduct governing our industry. In doing so, we are guided by the highest level of integrity, both in our interactions with people outside of Synergy, and just as importantly, in our interactions with one another. Acting with integrity allows us to provide a terrific product to patients and amazing service to everyone.

Just as we prioritize the health and well-being of the patients we serve and strive for excellence as individuals and a company, I personally expect that each of you will join me in acting in accordance with the guidelines set forth in this Code of Conduct and Ethical Responsibility.

In doing so, you have my assurance that asking for advice, raising potential compliance concerns or reporting suspected misconduct in good faith will not be held against you. Our open-door culture at Synergy applies to all facets of our business, especially when it comes to compliance and ethical conduct.

Our compliance program is designed to help us act within the confines of the law and conduct ourselves with integrity. Compliance and integrity starts with me and extends to each of you. Through our teamwork, Synergy can be a leader in responsible corporate conduct.

In closing, I want to thank each of you for your on-going contributions to our culture and success. I look forward to continuing our work together in achieving our company goals.

Troy Hamilton
Chief Executive Officer

WHAT IS THE CODE? WHAT IS ITS PURPOSE?

The Code Is Synergy's Roadmap

This Code of Conduct and Ethical Responsibility (the "Code") establishes the fundamental principles governing the manner in which Synergy conducts its business. It is the Company's roadmap for "how" we do business. This roadmap applies equally to all of Synergy's employees, officers and directors (its "Colleagues"). It applies also to the third-party contractors, vendors and consultants acting on Synergy's behalf (our "Business Partners").

This Code is based on the laws, regulations, rules and industry codes of conduct that apply to our work at Synergy. It is not intended, however, to provide a complete description of all legal obligations or company requirements that apply to Synergy Colleagues and Business Partners. Synergy's policies and procedures ("Synergy Policies" or "Policies") incorporate and address these legal obligations and Company requirements in greater detail.

Failure to abide by this Code or the Company's Policies is strictly prohibited and is subject to discipline, up to and including termination and, with respect to our Business Partners, termination of contract.

The Code Represents Synergy's Commitment to Ethical and Compliant Conduct

Our reputation for ethical and compliant behavior is a corporate asset that each of us has a duty to safeguard and strengthen as we preserve the public trust and trust of patients and providers, our business partners, government authorities and other stakeholders in the Company. Ethical and compliant behavior strengthens Synergy and ensures our continued success. Synergy is committed to conducting its business ethically and in compliance with all applicable laws, regulations, rules, industry codes of conduct and Synergy Policies, wherever and with whomever it does business. Each of us at Synergy is expected to be proactive in exercising this commitment to ethics and compliance in a manner that will merit the continued trust and confidence of all our stakeholders.

Acknowledging the Code

Within 14 days of assignment, each Synergy Colleague must review and agree to abide by the Code. This timely review and agreement will be electronically recorded and is a condition of continued employment. In addition, the performance of job responsibilities in a manner consistent with this Code and the Company's Policies is an important element in the performance evaluation of all employees.

Amendments to the Code

Synergy reviews the Code at least annually to determine if revisions are necessary, and if that determination is made, makes the appropriate revisions. The Code will be distributed at least annually to all Synergy Colleagues for their review and agreement to comply.

All material revisions of the Code are approved by Synergy's Chief Executive Officer and his/her direct reports following approval by Synergy's Policy Committee.

Penalties for Violating the Code

Violations of the Code or any of Synergy's Policies, even in the first instance, may result in disciplinary action, up to and including termination from employment.

No violation of the Code or a Synergy Policy will be justified by the claim that it was suggested by another Synergy Colleague or ordered by a manager or executive. No Synergy Colleague, regardless of his or her position, is authorized to direct another Synergy Colleague or Business Partner to violate the Code or a Synergy Policy or otherwise engage in wrongful conduct.

SYNERGY'S COMPLIANCE PROGRAM

Responsible Compliance Leadership

Synergy is committed to maintaining a comprehensive, robust Compliance Program. Our Compliance Program is led by our Chief Compliance Officer, who is supported by the Executive Compliance Committee, a multi-disciplinary team of senior executives whose function is to advise and assist the Chief Compliance Officer in the implementation and effective operation of the Compliance Program. The Chief Compliance Officer reports directly to our CEO, and to the Compliance Committee of the Synergy Board of Directors, which provides continuing oversight of the Compliance Program.

Program Design and Structure

Synergy's Compliance Program is designed to support and promote a Company-wide culture of ethics and compliance and to prevent, detect and correct violations of the law, including any health care laws, regulations, rules or industry codes of conduct that apply to our business, as well as any violations of Synergy Policies.

The Synergy Compliance Program encompasses the following components:

- The development, implementation and maintenance of a written Code of Conduct and Ethical Responsibility and Policies that effectively address the Company's legal responsibilities and ethics and compliance values and obligations.
- The development and delivery of regular and effective ethics and compliance education and training to all Synergy Colleagues and, as appropriate, the Company's Business Partners.
- The development and implementation of effective lines of communication to the Chief Compliance Officer, reasonably and effectively enabling all Synergy Colleagues, Business Partners and the public to submit ethics and compliance questions and report ethics and compliance concerns or suspected unethical or non-compliant conduct, anonymously if desired, and without retaliation.
- The conduct of periodic compliance risk assessments and internal reviews of relevant functional areas of the Company and performance of regular compliance audits to address identified risks.

- The operation of an internal monitoring program focusing primarily, but not exclusively, on direct observations of Company sales representatives in the field to confirm their understanding of, and compliance with, this Code, the Company's Policies and its ethics and compliance obligations.
- The screening of Synergy Colleagues and, as appropriate, Business Partners, against federal exclusion lists for eligibility, and removal of any such persons identified as ineligible.
- The conduct of fair, appropriate and timely investigations of suspected, reported or discovered unethical or non-compliant conduct, responding to any such confirmed conduct with appropriate disciplinary measures and the implementation of corrective action to prevent its recurrence.
- The periodic evaluation of the Compliance Program to ensure that it serves the purposes for which it has been designed, functions as intended and enables Synergy to meet its high standards and commitment to ethics and compliance.

SEEKING ADVICE AND REPORTING CONCERNS

Think About This

While the Code and Synergy's Policies cannot address every circumstance you may encounter, they make it clear that all our activities on behalf of Synergy must be guided by well-informed judgment, personal honesty and business ethics. As you encounter specific situations that cause you to question the ethical and compliant course of action, it is important that you ask yourself the following questions:

- Am I acting in the best interests of the patients we serve?
- Does my action comply with Synergy's values? Does it comply not only with the specific guidance provided by the Code and Synergy's Policies, but also with the spirit of those documents?
- Is my action honest and appropriate in every respect? Is it transparent?
- How would my action be evaluated by another person whose ethical judgment I respect?
- Could others perceive my action as inappropriate, even if that is not my intent?
- Might I compromise myself or Synergy's reputation by my action?

When to Seek Advice

What are your options if you are unsure of, or troubled by, your answers to the above questions, and how do you address the following situations?

- You are aware of the applicable Policies but find them difficult to interpret or apply under the circumstances you face.
- You are aware of the relevant laws, regulations and codes of conduct but find that you need assistance in understanding them and applying them to your situation.

- You have limited experience dealing with the subject matter and are unsure of the compliant course of action.
- You find yourself in a “gray area” and need guidance.

As described below, you have multiple options for obtaining the advice you seek or getting direction on addressing sticky situations such as these.

Your Duty to Report

In addition, each of us has a duty to report, promptly and in good faith, any illegal, unethical, unprofessional or non-compliant activity or conduct, whether actual or suspected, in which we or others may have been parties – including violations of this Code, the Company’s Policies or any applicable laws, regulations, rules or industry codes of conduct.

Failure to abide by this duty may result in disciplinary action, up to and including termination from employment and, with respect to our Business Partners, termination of contract.

Where to go for Advice or Report a Violation

If you have compliance-related questions or concerns, need guidance for addressing certain situations or need to report an actual or suspected ethics or compliance violation, you are encouraged to approach any of the following persons:

- Your immediate manager or supervisor
- Any member of the Human Resources Department
- Any member of the Compliance Department

The Ethics and Compliance Hotline

Alternatively, you have the option of making your report to Synergy’s Ethics and Compliance Hotline (the “Hotline”), which is operated and managed by an independent third party, Lighthouse Services, Inc. Your reports to the Hotline are confidential and anonymous, unless you choose otherwise.

You have several options for making a Hotline report, each of which is available 24 hours a day, seven days a week. Your reporting options are as follows:

- You can file your report electronically on the Lighthouse Services website at www.lighthouse-services.com/synergypharma.
- You can call Lighthouse Services at 844-420-0044. (If you are Spanish speaking and prefer to make your report in Spanish, you can call 800-216-1288).
- You can send an email to Lighthouse services at reports@lighthouse-services.com. (If you choose this option, you must include our company name, Synergy, in your report.)

Investigating a Reported Violation

Depending on the validity, nature and subject matter of the reported violation, some combination of the Chief Compliance Officer, Human Resources, Finance and/or legal counsel will review the report and conduct a prompt and appropriate investigation of the matter. If the report is determined to be bona fide, the Synergy Colleague(s) alleged to have committed a violation will be informed of the allegations and given the opportunity to respond.

An investigation may include the retrieval of potentially relevant documents and communications and conducting interviews of Synergy Colleagues or third parties. Synergy Colleagues are expected to cooperate fully in any such investigation and maintain the confidentiality of all information relating to the investigation.

After the investigation is concluded, determinations will be made whether a violation has occurred, the nature, extent and potential consequences of the violation and the disciplinary action, if any, appropriate for the violation. In addition, the Company will identify any potential corrective actions appropriate to address the circumstances underlying or resulting in the violation, such as additional company policies, or clarification of existing policies, additional training or additional auditing or monitoring. Such determinations and corrective actions are shared on a “need-to-know” basis, to protect the confidentiality of the participants in the investigation and integrity of the process.

Investigations are resolved by a team consisting of the Chief Compliance Officer, the Human Resources Department and a senior executive representative of the department in which an alleged violation occurred. If the alleged violation involves an executive officer of the Company or member of the Board of Directors, the Chair of the Board Compliance Committee will oversee the appropriate investigation of the matter, employing outside legal or other assistance as necessary, and determine the appropriate disciplinary measures to be taken, if any.

Available disciplinary measures include but are not limited to: no action, verbal guidance or warning and/or training; written warning and/or training; revocation of eligibility for salary bonus or incentive compensation payments; and termination from employment. These measures are not progressive; depending on the nature and severity of the violation, any one or more of these measures may be imposed in the first instance, including termination. Records of disciplinary actions are maintained by the Chief Compliance Officer and Human Resources Department.

Non-Retaliation

Synergy will not tolerate any retaliation against a Synergy Colleague, Business Partner or other person for making a good faith report to the Hotline. However, a reporter who is involved in an improper activity may be disciplined appropriately, even if he or she was the one who disclosed the matter. In any such situation, the Company may consider the decision to report the matter, and any subsequent cooperation, as mitigating factors in any disciplinary decision.

SYNERGY'S STANDARDS AND COMMITMENTS

At Synergy, we set high standards for ourselves. In meeting these standards, we make commitments we intend to keep – to our Synergy Colleagues, to the Company and its investors, to the patients our products serve and the health care professionals to whom we promote our products, to our Business Partners and to the public. It is imperative that we meet our commitments.

COMMITMENT: OUR SYNERGY COLLEAGUES

Respect for Diversity

Synergy is a company that respects the diversity of people, cultures and ideas. We value each colleague's unique individual contributions to the company. We consider our diversity to be an asset in serving our customers and succeeding in the marketplace. The value we place on the diverse talents of our Synergy Colleagues and Business Partners is reflected in all aspects of our business, including most importantly, in our employment practices.

Our respect for diversity begins with the hiring process and extends to our decisions on compensation and promotion. We do not tolerate discrimination against applicants for employment or advancement on the basis of gender, race, ethnicity, age, religion, disability, sexual orientation, marital status or national origin. All decisions on hiring, compensation and promotion are based solely on a person's skills, experience, work performance and demonstrated potential for the job.

We abide by these same principles in our engagement of Business Partners.

If you believe that the Company or a Synergy Colleague has violated these principles in hiring, compensation or promotion considerations impacting you or another Synergy Colleague you are encouraged to report your concern to your manager, a member of Synergy's Human Resources Department or to the Hotline.

Zero Tolerance for Harassment

Harassment of any kind, whether verbal or physical, is not tolerated in the Synergy workplace. This includes any unwelcome comments or actions based on racial or ethnic characteristics, color, creed, ancestry or national origin, religion, sex or sexual orientation, marital status, age, gender identity or expression, pregnancy, childbirth or related medical condition, the presence of a mental or physical disability or other characteristics protected by law. Also included is any verbal or physical conduct that creates an intimidating, hostile or offensive work environment or unreasonably interferes with an individual's work performance.

Synergy managers are responsible for insuring that their teams and departments are free from harassment and discrimination.

If you believe that you or another Synergy Colleague may have been subject to harassment or an intimidating, hostile or offensive work environment you are encouraged to report your concern to your manager, a member of Synergy's Human Resources Department or to the Hotline.

Synergy Colleagues who engage in acts of harassment or discrimination are subject to disciplinary action, up to and including termination from employment.

Maintaining a Healthy and Safe Workplace

Synergy is committed to safe workplaces that are free from hazards and compliant with applicable health and safety laws, regulations and other requirements. The use of tobacco products, nicotine or electronic cigarettes is prohibited on Synergy premises.

Synergy Colleagues must immediately report any accidents or injuries or unsafe equipment, practices or conditions to their manager, a member of the Human Resources Department or the Hotline.

Prohibited Drug and Alcohol Use, and Possession of Weapons

Being under the influence of alcohol or drugs, or abusing medication, diminishes an individual's ability to perform and can compromise the safety and well-being of fellow Synergy Colleagues and the public. The purchase, sale, possession or use of any illegal drug while on Synergy premises or conducting Synergy business is strictly prohibited, as is the abuse of alcohol or prescribed or over the counter medications.

On the prior approval by the appropriate manager, moderate amounts of beer or wine may be consumed on Synergy premises in connection with business meetings or celebrations.

The possession of weapons or acts or threats of violence on Synergy premises or while engaged in Synergy business is strictly prohibited.

COMMITMENT: OUR COMPANY AND ITS INVESTORS

Protecting Company Assets and Proprietary Information

As Synergy Colleagues, we have a responsibility to Synergy and its shareholders to protect and make the best use of the Company's assets, both tangible and intangible. Synergy's assets include, but are not limited to, its property, equipment, furniture, funds, computers, cell phones, product inventory and documents, as well as its goodwill and reputation. Synergy's assets may be used for legitimate business purposes only. They may not be used for any illegal purpose or in any way that would violate the Code or a Synergy Policy. The theft, damage or misuse of Synergy's assets is grounds for disciplinary action, up to and including termination from employment.

Synergy's proprietary information is one of its most valuable assets. This is information that is not generally known to the public or might be helpful to Synergy's competitors. Examples of such information include Synergy's clinical and medical records and data, manufacturing and supplier records, data and analyses, sales data and analyses, business and marketing plans, pricing information, revenues and projected earnings, regulatory data, employee records and information about business development opportunities.

Proprietary information may be disclosed to a third party for legitimate business purposes when authorized by the appropriate manager and protected by the appropriate confidentiality and non-disclosure agreement. The unauthorized disclosure of

proprietary information is subject to discipline, up to and including termination from employment.

Our obligation to preserve Synergy's proprietary information continues even after we are no longer employed by the Company.

Protecting the Company's Intellectual Property

Protecting Synergy's intellectual property – its patents, trademarks, copyrights and trade secrets, as well as its scientific and technical knowledge, know-how and experience – is essential to maintaining the Company's competitive advantage. Synergy Colleagues are expected to support the establishment, maintenance, protection and defense of Synergy's intellectual property rights and to use those rights in a responsible way.

We must also respect the intellectual property of others, including our competitors. The unauthorized use, theft or misappropriation of a third-party's intellectual property could have significant legal and other ramifications for you and the Company and is strictly prohibited.

Books and Records

Accurate and complete business records are a critical asset of the Company. They are essential to Synergy's success, in that they enable the Company to make responsible business decisions, make full, accurate and timely financial and other disclosures to the government and the public and maintain and safeguard investor confidence in the Company.

Synergy Colleagues have a duty to ensure that all of Synergy's books, records, accounts and reports fully and accurately reflect the Company's activities, operations, transactions and interactions with third parties, including in particular, the government. All transactions must be supported by accurate documentation in reasonable detail, recorded in the proper account during the proper accounting period. Under no circumstances may the Company's books and records be falsified or prepared in such a manner as to mislead or conceal improprieties. Inappropriate access or modifications to, or unauthorized copying or destruction of, any of Synergy's books and records is prohibited.

Synergy Colleagues must cooperate fully with any audit, review or examination of Synergy's financial statements or Securities and Exchange Commission (SEC) filings and may never make any false or misleading statements to independent auditors in connection with any such audits, reviews or examinations.

Corporate Opportunities

Synergy Colleagues owe a duty to the Company to advance its legitimate interests when the opportunity to do so arises. We are prohibited from using Synergy's assets for personal gain, competing with Synergy for business opportunities or taking for ourselves business opportunities that are discovered as a result of our position with Synergy or our possession of Synergy's proprietary information.

Insider Trading

It is illegal to buy or sell securities (stocks, bonds, options) when you are aware of material inside information about a company. Inside information is information that is not available to the public. Information is material if a reasonable investor would likely consider it important in deciding whether to buy or sell a security. Material information can include positive or negative information.

Synergy Colleagues may not use information that is gained through their employment with the Company but is not yet known to the public to buy or sell Synergy's securities or the securities of any other company with which Synergy has or may be considering a relationship, such as a customer, supplier, alliance partner or potential acquisition or collaboration candidate. Nor are you permitted to provide inside information to anyone else so that they can trade. These restrictions apply regardless of where you live or where the person receiving the information lives. They apply not only to you, but also to your spouse and minor children and anyone who lives in your household or is financially dependent on you.

Securities laws violations are taken very seriously. Violations may result in significant civil and criminal penalties against companies and individuals.

Conflicts of Interest

A conflict of interest arises when our personal interests compete with, or appear to compete with, Synergy's corporate interests. Similarly, when our personal interests influence our ability to exercise our duties at Synergy, or our judgment in doing so, there is a conflict of interest. Synergy Colleagues are responsible for avoiding situations that present, or create the appearance of presenting, a conflict between their personal interests and the interests of the Company.

While it is not possible to describe all possible conflicts of interest, the following are situations that commonly present a conflict of interest:

- Hiring, managing or otherwise doing business with a close personal friend, family member or person with whom you have an intimate relationship;
- Using Synergy assets or time in the pursuit of your personal interests;
- Doing business on behalf of Synergy with a third party in which you or a family member has an interest;
- Providing or accepting gifts, services, perks, entertainment, discounts, loans or other items possessing a greater than modest value, to or from third parties doing business with the Company or seeking to do business; and
- Accepting a job with, or providing services to, a Synergy competitor, Business Partner or customer while employed by Synergy.

It is not always easy to determine whether a conflict of interest exists. If you have any concerns whether a situation presents a conflict of interest you should address your concerns with your manager, who may elevate the matter to the Chief Compliance Officer. If the Chief Compliance Officer determines that a conflict exists, you must

obtain the prior written approval of Synergy's President and Chief Executive Officer before proceeding.

Records Management

Synergy manages its documents and records to ensure that the Company meets its corporate objectives while complying with applicable legal, regulatory, tax, employment and trade requirements. Synergy Colleagues must comply with applicable Company or department Policies concerning the creation, maintenance and, where permitted, destruction of such records.

From time to time, a "Legal Hold" notice may be issued by the Company, instructing Synergy Colleagues to preserve identified documents, typically in connection with a government proceeding or private lawsuit. A Legal Hold supersedes otherwise applicable Synergy Policies. If you receive a Legal Hold notice you must not alter or destroy any of the identified documents.

The destruction or alteration of documents with the intent to obstruct a pending or anticipated government proceeding is a criminal act and may result in imprisonment or the imposition of monetary penalties, of/upon the Company and responsible Synergy Colleagues.

COMMITMENT: OUR INDUSTRY

Compliance with the Law

Synergy is committed to complying with both the letter and spirit of the laws, regulations, rules and industry codes of conduct that govern our business, including the development, manufacturing, distribution, marketing, government contracting, sale and promotion of our products. These laws, regulations, rules and industry codes of conduct serve as the foundation for, and are incorporated in, Synergy's Policies. Key examples include:

- The federal Food, Drug and Cosmetic Act and FDA regulations ("FDCA");
- The federal False Claims Act ("FCA") and state false claims laws;
- The federal Anti-Kickback Statute ("AKS") and state Anti-Kickback laws;
- The federal Prescription Drug Marketing Act ("PDMA");
- The federal Health Insurance Portability and Accountability Act of 1996 ("HIPAA");
- The federal Sunshine Act (included in the Patient Protection and Affordable Care Act, signed into law March 23, 2010) and state sunshine laws; and
- The PhRMA Code on Interactions with Healthcare Professionals (the "PhRMA Code").

It is the obligation of each of us as Synergy Colleagues to know and understand these and the other laws, regulations, rules and industry codes of conduct that apply to our conduct of business. You should direct any questions you may have about their application to you or your work to your manager or the Compliance Department. Managers receiving such questions should report them promptly to the Compliance Department.

Research and Development

As a research-based organization, Synergy aspires to the highest ethical, scientific and medical standards in our research and development activities. We are committed to conducting research and all Synergy-sponsored clinical studies in accordance with applicable laws, regulations and recognized ethical standards, such as Good Laboratory Practices (“GLP”) and Good Clinical Practices (“GCP”), to ensure the integrity and quality of data produced from our studies, protect the safety and privacy of the participants in our studies and ensure that our regulatory submissions are accurate, complete and of the highest quality.

As evidence of our commitment, Synergy does not permit business pressures or forecasted deadlines to compromise the integrity of our clinical studies and the resulting data. We respect and will protect the rights, safety and privacy of all participants in our clinical trials, including by following appropriate informed consent procedures. All clinical investigators are trained on study protocol and applicable scientific and ethical standards. We regularly audit and monitor clinical study sites and processes related to our clinical trials.

Further, Synergy recognizes the value of making its clinical study data and results available to the public. Where appropriate, we register our studies and post summary results on the public database, clinicaltrials.gov. In addition, we are committed to the development of publications that report the results of Company-sponsored clinical research studies accurately and objectively, and disclosure of Company funding and editorial support.

Product Manufacture and Distribution

Product quality, safety and efficacy are of paramount importance to Synergy. Our product manufacturing operations, whether performed by the Company or by third parties, are conducted in compliance with applicable legal, regulatory and industry standards, such as Good Manufacturing Practices (“GMP”), Good Distribution Practices (“GDP”) and our own internal rigorous quality standards. We operate a comprehensive and robust quality management system that is designed to ensure that we satisfy our standards and obligations. We regularly audit and monitor our manufacturing operations and conduct audits and oversight of our supply chain.

Product Quality and Safety

At Synergy, we all share responsibility for reporting safety, quality or performance issues concerning our products. Synergy has established systems and processes for gathering, investigating and reporting product quality complaints (“PQCs”) and adverse drug experiences (“AEs”) described in the Company’s Policies.

A Synergy Colleague or Business Partner who receives information about a PQC or AE concerning one of our products must report that information immediately to the Call Center engaged by the Company, at **1-888-869-8869**, and otherwise observe applicable Synergy Policies. Such reports must be made within 24 hours from the time the Synergy Colleague or Business Partner becomes aware of the PQC or AE, or immediately of the report concerns a life-threatening AE or death associated with Synergy's product.

Promotional Product Communications

Synergy's promotional communications about its products are made with the purpose of providing accurate, complete and balanced safety and efficacy data and information to the Company's many stakeholders, including most importantly, the patients who are prescribed its drugs, as well as the health care professionals ("HCPs") with whom the Company interacts, the government and the public.

Any promotional product communication by Synergy must:

- Be accurate, complete and non-misleading;
- Make only properly substantiated claims about the product;
- Provide an appropriate balance between product risks and benefits; and
- Comply with applicable laws, regulations, rules and industry codes of conduct, as reflected in Synergy's Policies, and otherwise.

Synergy's marketing and promotional activities and materials are reviewed and approved in advance to ensure that they satisfy these requirements and otherwise comply with Synergy's Policies. Any use of unapproved marketing or promotional materials or engagement in unapproved marketing or promotional activities is subject to disciplinary action, up to and including termination of employment.

Interactions with Health Care Professionals

Synergy acknowledges that patient care should be based solely on the patient's specific needs and the HCP's medical experience and judgment. Our interactions with HCPs are designed to enhance their experience and judgment through the exchange of scientific and health economics information concerning Synergy's products, assisting the HCP in making the informed decisions necessary to treat their patients.

Our interactions with HCPs must never interfere with their clinical decision-making. Synergy Colleagues are prohibited from engaging or providing or offering financial support to HCPs, or providing financial inducements, hospitality, entertainment or gifts to HCPs, to influence their prescribing behavior in favor of Company products. Synergy strives to abide by all laws, regulations, rules and industry codes of conduct governing the Company's interactions with HCPs.

COMMITMENT: OUR BUSINESS PARTNERS AND COMPETITORS

Fair Dealing

At Synergy, we treat the third parties with whom we interact, our Business Partners, competitors and others, with fairness, honesty and respect – in other words, in the same manner in which we wish to be treated. While we compete hard, we do so with integrity and in compliance with all applicable laws, regulations, rules and industry codes of conduct, as well as our Company Policies.

We are never permitted to engage, either directly or indirectly, in bribery, fraud, money laundering or other forms of fraud or corruption in our transactions with third parties. Accordingly, Synergy Colleagues may never provide or accept anything of value to or from any third party that is intended to improperly influence an act or decision, or that can be viewed as doing so. Nor are we permitted to take unfair advantage of a third party through illegal conduct, manipulation, concealment, abuse of privileged information, misrepresentation of material facts or any other unfair practice, including making false or disparaging remarks about a competitor or improperly obtaining or misusing a third party's trade secrets.

Competitive Intelligence

In today's environment, there is a great amount of information about other companies that is available to us, much of which is public, some of which is not. It is permissible to gather publicly available information about other companies, from such sources as their websites, public presentations, press releases, price lists, promotional materials and advertisements, brochures and other publications and communications. However, the collection of such information must be accomplished in a manner that does not violate applicable laws or confidentiality obligations. It may not be accomplished by such unlawful or unethical means as misrepresentation, deceit, theft, spying or bribery.

Protecting Personal Information and Privacy

Synergy has access to personal information from many sources, including Synergy Colleagues, clinical trial subjects, HCPs and customers. This is information that can directly or indirectly identify an individual, such as name, contact information and health-related information. We are obligated by law to maintain the privacy and security of certain of the personal information in our possession. In instances where we are required to share personal information with third parties or transfer personal information across international borders it is important that appropriate agreements are in place to protect the transmittal and use of the personal information.

Business Courtesies

In commercial interactions with our Business Partners and other third parties, it is permissible to provide occasional, modest business courtesies to facilitate a legitimate business discussion. Examples of permitted courtesies include business meals and refreshments. In contrast, money, or cash equivalents such as gift certificates or coupons, may never be offered, under any circumstances.

Likewise, Synergy Colleagues are permitted to receive occasional business courtesies from our Business Partners and other third parties, so long as they are of nominal value

and are not proffered, or believed by you to be proffered, for the purpose of improperly influencing the performance of your duties at Synergy, your decision-making, your handling of Synergy's relationship with the Business Partner or other third party.

COMMITMENT: THE PUBLIC

Responsible Communications

Synergy commits to communicating with the public honestly, accurately and in a timely manner. It is not only what we say, but how we say it that is important, whether we do so orally or in writing. To ensure that we meet our commitment, it is important that our communications with external audiences are appropriately reviewed and approved in accordance with Company Policies.

We make this same commitment in our internal communications, as well as the documents we create, including our email exchanges, informal notes and interoffice memoranda. It is important that, in both our internal communications and documents, we avoid exaggeration, derogatory remarks, legal conclusions, unfounded statements or inappropriate characterizations of people and companies, none of which serves Synergy's business purposes or advances its goals. Remember also, that today's internal document can become tomorrow's news story.

Media Inquiries

All media inquiries, or other requests from the public for information about Synergy must be directed to the Investor Relations & Corporate Communications Department for response. Only official spokespersons designated by the President and Chief Executive Officer of Synergy are permitted to respond to such requests.

Disclosures to Investors

Synergy is committed to providing the investment community with judicious, accurate and balanced disclosures of material information regarding the Company's activities and achievements. In doing so, Synergy will comply with all applicable legal and regulatory requirements.

Only official spokespersons designated by the President and Chief Executive Officer of Synergy are permitted to communicate with and make disclosures to the investment community. Synergy Colleagues must direct any investor inquiries to the Company's Investor Relations & Corporate Communications Department for response.

COMMITMENT: THE GOVERNMENT

Audits, Inspections and Investigations

As a participant in a highly regulated industry, Synergy may at times be subject to government audits, inspections, inquiries or investigations. The Company is committed to fully cooperating with any such efforts.

All interactions with the government must be coordinated with the Compliance Department, except as otherwise provided in applicable Synergy Policies or Procedures relating to routine government interactions, inspections or audits.

If you are contacted by the government in connection with a legal inquiry or investigation, whether at work or outside the office, you should immediately contact a member of the Compliance Department so that an appropriate response can be made.

Entertainment, Gifts and Business Courtesies

In general, government officials or employees are prohibited from offering or receiving entertainment from private parties such as Synergy or limited in their ability to do so. The Company respects these prohibitions and limitations. As a Synergy Colleague, you may neither offer or provide, nor solicit or accept, entertainment to or from government officials or employees.

Government officials and employers are also bound by strict rules with respect to business courtesies and gifts – as is Synergy in interacting with the government. To ensure compliance with those rules, Synergy prohibits the offering of any gifts or business courtesies to any government official or employee. If a government official or employee requests or demands any such benefit, you should report the incident immediately to the Compliance Department.

A limited exception to this prohibition exists in circumstances where a government official or employee is present on Company property for a routine audit or inspection, or for other official business. In these circumstances, nominal snacks or refreshments may be provided. Meals are at their own expense.