

# TANGO THERAPEUTICS, INC.

## CODE OF CONDUCT

### INTRODUCTION

Tango Therapeutics, Inc. (“Tango”) established this Code of Conduct (“CoC”) to aid Tango associates in making ethical and legal decisions when conducting business and performing their day-to-day duties. Integrity, respect, conflict of interest, legal compliance and confidentiality are central principles in the success of Tango. Please read the Code of Conduct document, live the Code in everything you do at Tango and speak up if you think someone is falling short of our Code. This policy offers guidelines that apply to everyone - our board members, managers, officers, full-time and part-time employees, consultants and shareholders.

We understand that this Code will not contain the answer to every situation you may encounter or every concern you may have about conducting Tango business. In these situations, or if you otherwise have questions or concerns about this Code, Tango encourages each associate to speak with his or her manager or the Compliance Officer under this Code. Our Chief Financial Officer has been appointed Tango’s Compliance Officer.

### INTEGRITY

We promote high standards of integrity by conducting our business and operation in an ethical, fair, and honest manner. Our corporate integrity and reputation is built on the foundation of the unyielding personal integrity of everyone associated with Tango.

#### **Scientific integrity**

Our scientific excellence is the key to our success. We want to make sure that our scientific models and therapeutic hypotheses are rigorously tested and validated, and that our experimental results are accurately and honestly recorded in a timely manner and with sufficient detail. Any falsification of data or inaccurate scientific documentation or back-filling of notebooks is prohibited.

#### **Business integrity**

We strive to outperform our competition in a fair and honest manner. We will only obtain advantage over our competitors through superior performance of our products and our science and not through unethical or unlawful business practices. We prohibit the acquiring of proprietary information or trade secret information from other companies through improper means.

We will deal fairly with our collaborators, suppliers, and anyone else with whom we come into contact while performing our jobs.

#### **Financial and fiscal responsibility**

The money and resources we spend on behalf of Tango are not ours; they are the Company’s. Everyone associated with Tango has a responsibility to ensure that money is appropriately spent and that internal controls are honored. This applies every time we choose a supplier, sign a business contract or enter into a deal on Tango’s behalf.

When choosing a supplier always solicit multiple vendors to make sure that we are getting the best price, quality, service, and reliability for Tango. When signing a contract, always ensure the appropriate person (a member of the business development group and/or TLT member) reviews the contract and agrees that entering into the contract is in Tango’s best interest.

We also want to ensure that Tango’s property, such as office supplies, computer equipment, laboratory supplies, office and laboratory space are used only for legitimate business purposes.

Our corporate and business records should be completed accurately, reliably and honestly to fairly reflect our assets, liabilities, costs and expenses, and all transactions and changes in assets and liabilities. We strictly prohibit recording false or misleading financial information in our financial records.

## **RESPECT**

We are committed to a work environment where employees are empowered to succeed and can reach their greatest potential. For this to be achieved, each member of Team Tango is expected to conduct themselves at all times in a way that creates a respectful workplace and culture that is safe, positive, and values diversity and inclusion for everyone associated with Tango.

### **Safe Environment**

Tango prohibits harassment of any form – verbal, physical, sexual or otherwise. If you believe you have been harassed by anyone at Tango, or by a Tango partner or vendor, you should immediately report the incident to your manager, Human Resources (“HR”) or both. Similarly, managers who learn of any such incident should immediately report it to the Compliance Officer or HR. HR will promptly and thoroughly investigate any complaints and take appropriate action.

Additionally, we are committed to a violence-free work environment, and we will not tolerate any kind of violence or threat of violence in the workplace. Under no circumstances should anyone bring a weapon to work. If you become aware of a violation of this policy, you should report it to your manager, HR or the Compliance Officer immediately.

Finally, substance abuse and intoxication are not permitted on Tango premises. Consumption of alcohol is allowed at some social events at Tango or sponsored by Tango, but you are expected to use good judgment and never drink in a way that leads to impaired performance, compromised driving, inappropriate behavior, endangers the safety of others or violates the law. Illegal drugs and marijuana in our offices or at sponsored events are strictly prohibited. You may be subject to drug testing if we have reasonable cause to suspect a violation of this policy – refusal to submit to a drug test may result in termination.

This policy applies to conduct that may occur during or outside business hours, on our premises, and/or at work-related events.

Retaliation against team members for reporting a potential violation of this policy and/or for cooperating in an investigation is strictly prohibited and will warrant disciplinary action up to and including termination.

### **Positive Environment**

One of Tango’s core values is “Take time to dance” which means having fun, showing generosity and building community both within Tango and externally.

Examples of demonstrating a supportive and inclusive environment include:

- Interact with colleagues in ways that reflect the uniqueness and worth of others
- Actively listen without interrupting and/or imposing your own opinions
- Express willingness to learn from others
- Communicate in an open, compassionate, and positive manner
- Acknowledge and respect different beliefs, values, and practices
- Acknowledge the opinions, skills, and contributions of others
- Give honest feedback to others in a compassionate and respectful manner
- Provide encouragement, help, support, or mentorship to colleagues when needed

### **Diverse and Inclusive Environment**

Managing and valuing diversity & inclusion is a key element to the success of Tango. This success can only be achieved in an environment that recognizes the value of each person and fosters mutual respect. Further, everyone associated with Tango should behave ethically and professionally in the workplace which includes being impartial, choosing people for the right reasons, demonstrating fair and reasonable treatment for all, and providing equal employment opportunities as further detailed below in legal compliance.

## **CONFLICT OF INTEREST**

A conflict of interest (“CoI”) is a situation in which competing loyalties could cause you to make a biased decision and could lead to personal benefit for you, your family, friends or acquaintances or when you take an action or have an outside interest, responsibility or obligation that can make it difficult for you to perform the responsibilities of your position objectively or effectively in the Tango’s interests. We expect everyone associated with Tango to protect the company’s good reputation and successful business operations by avoiding situations that can lead to actual or perceived conflicts of interest. There are a broad range of circumstances and behaviors that can lead to CoI. Below are several broad categories that require management of CoI.

Any material transaction, responsibility, obligation, or relationship that reasonably could be expected to give rise to a CoI should be reported promptly to the Compliance Officer, who may notify the Board or a committee of the Board as she deems appropriate. Actual or potential conflicts of interest involving a director or executive officer other than the Compliance Officer should be disclosed directly to the Compliance Officer. Actual or potential conflicts of interest involving the Compliance Officer should be disclosed directly to the Chief Executive Officer.

### **Nepotism and favoritism**

These are characterized by preferential treatment of significant others, friends, relatives and acquaintances for offers of employment, contracts and job performance evaluations. Recommending a friend or a relative for positions at Tango does not create a CoI if proper disclosure is made to the company and the hiring process complies with established company procedures. You may think that hiring of your friend or relative is a good business decision, but you might be biased, knowingly or unknowingly. Whether you are recommending or hiring for a position at Tango, any relationship you may have with the job applicant should be disclosed to HR and the Tango associates’ manager. Similarly, you should disclose your relationship with suppliers, vendors, and service-providing contractors.

### **Personal financial gain**

This is another broad area of potential competing loyalties that includes outside employment in competing businesses, gifts, entertainment and other courtesies. Outside employment that involves advisory roles, board seats or personal business can create a CoI. You should notify your manager and the Compliance Officer before accepting any type of outside employment or consulting opportunities. Promotions of business partnerships often involve meals, entertainment, privately sponsored seminars, personal gifts, trips and other business courtesies the frequency and size of which can create the appearance of a CoI. You should notify your manager and the Compliance Officer about acceptance of any such gifts. Proper management of CoI protects your job performance, Tango’s reputation and successful business operations. Transparency is the best way to ensure proper management of CoI.

### **Insider Trading**

Employees, officers and directors who have material non-public information about Tango or other companies, including our suppliers and customers, as a result of their relationship with Tango are prohibited by law and Tango policy from trading in securities of Tango 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, Tango has adopted an Insider Trading Policy, which is distributed to employees and is also available from the Compliance Officer.

If you are uncertain about the constraints on your purchase or sale of any Tango securities or the securities of any other company that you are familiar with by virtue of your relationship with Tango, you should consult with the Compliance Officer before making any such purchase or sale.

## **CONFIDENTIALITY**

Everyone at Tango has access to confidential information related to scientific data or plans, personnel, strategic planning, partners or vendors, and financial information that should not be discussed or released outside Tango without authorization. If a situation is unclear, you should check with the Compliance Officer. Below are some details:

### **Intellectual property, scientific data (including targets, trade secrets)**

Part of Tango's success depends on how and what scientific data is generated within Tango and using external vendors—such data, information or intellectual property should not be disclosed to others outside Tango unless authorized.

### **Personnel information**

A number of people at Tango have access to personal details of employees and vendors that should not be shared with others at Tango or outside Tango.

### **Partners**

Any information about discussions with potential or established academic or pharma partners – including the identity of such partners – is confidential and should only be shared on an as-needed basis within Tango.

### **External Communications**

When communicating with the media or in any public forum, all content should be submitted via Tango's electronic Public Disclosure portal for the necessary review and approvals. Additionally, all conversations with the media should be handled directly by the CEO, CSO or CFO unless approved by the CEO.

## **LEGAL COMPLIANCE**

### **Compliance with Laws, Rules and Regulations**

Tango conducts business in compliance with all applicable laws, rules and regulations. No one associated with Tango should engage in any unlawful activity in conducting Tango business or in performing his or her day-to-day company duties, nor should any director, officer, associate, or consultant instruct others to do so. Tango requires that all employees, officers and directors comply with all laws, rules and regulations applicable to Tango wherever it does business. You are expected to use good judgment and common sense in seeking to comply with all applicable laws, rules and regulations and to ask for advice when you are uncertain about them.

If you become aware of the violation of any law, rule or regulation by Tango, whether by its officers, employees, directors, or any third party doing business on behalf of Tango, it is your responsibility to promptly report the matter to your supervisor or to Compliance Officer. While it is Tango's desire to address matters internally, nothing in this CoC should discourage you from reporting any illegal activity, including any violation of the securities laws, antitrust laws, environmental laws or any other federal, state or foreign law, rule or regulation, to the appropriate regulatory authority. Employees, officers and directors shall not discharge, demote, suspend, threaten, harass or in any other manner discriminate or retaliate against an employee because he or she reports any such violation, unless it is determined that the report was made with knowledge that it was false. This CoC should not be construed to prohibit you from testifying, participating or otherwise assisting in any state or federal administrative, judicial or legislative proceeding or investigation.

### **Equal Opportunity Employment**

Employment at Tango is based solely upon individual merit and qualifications directly related to professional competence. We strictly prohibit unlawful discrimination or harassment of any kind, including discrimination or harassment based on race, color, religion, veteran status, national origin, ancestry, pregnancy status, sex, gender identity or expression, age, marital status, mental or physical disability, medical condition, sexual orientation or any other characteristics protected by law. We also make all reasonable accommodations to meet our obligations under laws protecting the rights of the

disabled.

In addition to the procedures described above, team members or job applicants who believe that they have been harassed or discriminated against may file a formal complaint with either or both of the government agencies below:

**Equal Employment Opportunity Commission (EEOC)**

John F. Kennedy Federal Building  
15 New Sudbury Street, Rm475  
Boston, MA 02203-0506  
Phone: 1-800-669-4000  
TTY: 1-800-669-6820  
<https://publicportal.eeoc.gov/>

**Massachusetts Commission Against Discrimination**

One Ashburton Place, Room 601 Boston, MA 02108  
Phone: 617-994-6000  
TTY: 617-994-6196  
<https://www.mass.gov/orgs/massachusetts-commission-against-discrimination>

Using our internal complaint procedure does not prohibit you from filing a complaint with these agencies. Each of the agencies has a 300-day time limit for filing a claim.

**International Business Laws**

Everyone associated with Tango and third parties we do business with are expected to comply with the applicable laws in all countries to which they travel, in which they operate and where we otherwise do business, including laws prohibiting bribery, corruption or the conduct of business with specified individuals, companies or countries. The fact that, in some countries, certain laws are not enforced or that violation of those laws is not subject to public criticism is not an excuse for noncompliance. In addition, we expect everyone associated with Tango and third parties we do business with to comply with U.S. laws, rules and regulations governing the conduct of business by its citizens and corporations outside the U.S.

These U.S. laws, rules and regulations, which extend to all our activities outside the U.S., include:

- The Foreign Corrupt Practices Act, which prohibits directly or indirectly giving, promising or offering anything of value to a government official to obtain or retain business or favorable treatment and requires the maintenance of accurate books of account, with all company transactions, including employee expenses, being properly recorded [L] [SEP]
- U.S. embargoes, which restrict, or in some cases, prohibit U.S. companies, their subsidiaries and their employees from doing business with, or traveling to, certain countries (including, for example, Myanmar, Cuba, Iran, Libya, North Korea, Sudan and Syria), as well as specific companies and individuals identified on lists published by the U.S. Treasury Department that change periodically [L] [SEP]
- U.S. export controls, which restrict exports from the U.S. and re-exports from other countries of goods, services and technology to designated countries, denied persons or denied entities, and prohibit transfers of U.S.-origin items to denied persons and entities; [L] [SEP]
- U.S. import laws, which require U.S. companies to comply with import regulations as well as counter-terrorism requirements, including those required by the Customs-Trade Partnership Against Terrorism (C-TPAT), when engaging in international trade; and [L] [SEP]
- Antiboycott regulations, which prohibit U.S. companies from taking any action that has the effect of furthering or supporting a restrictive trade practice or boycott that is fostered or imposed by a foreign country against a country friendly to the U.S. or against any U.S. person. [L] [SEP]

If you have a question as to whether an activity is restricted or prohibited, you should seek assistance from the Compliance Officer before taking any action, including giving any verbal assurances that might be regulated by international laws.

**Bribes, Kickbacks and Other Improper Payments**

We do not permit or condone bribes, kickbacks or other improper payments, transfers or receipts. No one associated with Tango should offer, give, solicit or receive any money or other item of value for the purpose of obtaining, retaining or directing business or bestowing or receiving any kind of favored treatment. Violation of the FCPA could subject Tango

and its individual directors, officers, employees and consultants to serious fines and criminal penalties.

### **Environmental Compliance**

We conduct our business in an environmentally responsible way that minimizes environmental impacts. We are committed to minimizing and, if practicable, eliminating the use of any substance or material that may cause environmental damage, reducing waste generation and disposing of all waste through safe and responsible methods, minimizing environmental risks by employing safe technologies and operating procedures, and being prepared to respond appropriately to accidents and emergencies.

Federal law imposes criminal liability on any person or company that contaminates the environment with any hazardous substance that could cause injury to the community or environment. Violation of environmental laws can involve monetary fines and imprisonment. We expect everyone associated with Tango to comply with all applicable environmental laws.

### **Political Contributions/Gifts**

Business contributions to political campaigns are strictly regulated by federal, state, provincial and local law in the U.S. and many other jurisdictions. Accordingly, all political contributions proposed to be made with Tango's funds must be coordinated through and approved by the Compliance Officer. You may not, without the approval of the Compliance Officer, use any Tango funds for political contributions of any kind to any political candidate or holder of any national, state or local government office. You may make personal contributions, but should not represent that they are making contributions on the Tango's behalf. Specific questions should be directed to the Compliance Officer.

## **COMMUNICATION CHANNELS**

*Be Proactive.* Every employee is encouraged to act proactively by asking questions, seeking guidance and reporting suspected violations of the Code and other policies and procedures of Tango, as well as any violation or suspected violation of law, rule or regulation resulting from the conduct of the Tango's business or occurring on the Tango's property. **If you believe that actions have taken place, may be taking place, or may be about to take place that violate or would violate the Code or any law, rule or regulation applicable to Tango, you are obligated to bring the matter to the attention of Tango.** Our Compliance Hotline number is 1-855-495-2758. An online reporting option is <https://www.whistleblowerservices.com/TNGX>.

*Seeking Guidance.* The best starting point for you to seek advice on ethics-related issues or wishing to report potential violations of the Code will usually be your supervisor. However, if the conduct in question involves your supervisor, if you have reported the conduct in question to the supervisor and do not believe that your supervisor has dealt with it properly, or if you do not feel comfortable discussing the matter with your supervisor, you may raise the matter with the Compliance Officer.

*Communication Alternatives.* Any officer or employee may communicate with the Compliance Officer, or report potential violations of the Code, by any of the following methods:

- In writing (which can be done anonymously as set forth below under "Anonymity"), addressed to the Compliance Officer, by mail to 100 Binney Street, Suite 700, Cambridge, MA 02142;
- Online at <https://www.whistleblowerservices.com/TNGX> (which may be done anonymously as set forth below under "Anonymity"); or
- By phoning and leaving a voicemail. The voicemail can be reached at 1-855-495-2758 and messages can be left anonymously as set forth below under "Anonymity."

*Reporting Accounting and Similar Concerns.* Concerns or questions regarding potential violations of the Code, a Tango policy or procedure or laws, rules or regulations relating to accounting, internal accounting controls, or auditing or securities law matters will be directed to the Audit Committee of the Board (the "Audit Committee") or a designee of the

Audit Committee in accordance with the procedures established by the Audit Committee for receiving, retaining and treating complaints regarding accounting, internal accounting controls or auditing matters. Officers and employees can also communicate directly with the Audit Committee or its designee regarding such matters by the following methods (which can be done anonymously as set forth below under “Anonymity”):

- In writing (which can be done anonymously as set forth below under “Anonymity”), addressed to the Compliance Officer, by mail to 100 Binney Street, Suite 700, Cambridge, MA 02142;
- Online at <https://www.whistleblowerservices.com/TNGX> (which may be done anonymously as set forth below under “Anonymity”); or
- By phoning and leaving a voicemail. The voicemail can be reached at 1-855-495-2758 and messages can be left anonymously as set forth below under “Anonymity.”

*Cooperation.* You are expected to cooperate with Tango in any investigation of a potential violation of the Code, any other Tango policy or procedure, or any law, rule or regulation.

*Misuse of Reporting Channels.* You should not use these reporting channels in bad faith or in a false or frivolous manner or to report grievances that do not involve the Code or other ethics-related issues.

*Director Communications.* In addition to the foregoing methods, a director also can communicate concerns or seek advice with respect to this Code by contacting the Board through its Chair or the Audit Committee.

*Anonymity.* If you wish to remain anonymous you may do so, and Tango will use reasonable efforts to protect confidentiality. If a report is made anonymously, however, Tango may not have sufficient information to investigate or evaluate the allegations. Accordingly, persons who report suspected violations anonymously should provide as much detail as they can to permit Tango to evaluate the allegation and, if it deems appropriate, conduct an investigation.

*No Retaliation.* Tango forbids any retaliation against an officer or employee who, acting in good faith on the basis of a reasonable belief, reports suspected misconduct. Specifically, Tango will not discharge, demote, suspend, threaten, harass or in any other manner discriminate against, such an officer or employee. Anyone who participates in any such conduct is subject to disciplinary action, including termination.

## **WAIVERS AND AMENDMENTS**

No waiver of any provisions of the CoC for the benefit of a director or an executive officer (which includes, without limitation, the Tango’s principal executive, financial and accounting officers) shall be effective unless (i) approved by the Board or, if permitted, the Audit Committee, and (ii) if required, the waiver is promptly disclosed to the Tango’s securityholders in accordance with applicable U.S. securities laws and the rules and regulations of the exchange or system on which the Company’s shares are traded or quoted, as the case may be.

Any waivers of the CoC for other employees may be made by the Compliance Officer, the Board or, if permitted, the Audit Committee.

All amendments to the CoC must be approved by the Board and, if required, must be promptly disclosed to Tango’s securityholders in accordance with United States securities laws and NASDAQ rules and regulations.

## **CONCLUSION**

Tango’s reputation is based on our people and we are relying on you to uphold our code of conduct every day. We have listed several topics and examples in this policy, but it doesn’t account for everything. If you see wrongdoing or question specific behaviors, we are relying on you to speak up. Feel free to reach out to your manager, any TLT member or the Compliance Officer for any clarification on this policy.