RALPHVR INC. (dba VRTogether)

Financial Conflict of Interest (FCOI) Policy

Promoting Objectivity in Research — 42 CFR Part 50, Subpart F

Effective Date: July 17, 2026 **Approved by:** Richard Hoagland, Chief Executive Officer

1. Purpose and Scope

RalphVR Inc., doing business as VRTogether ("the Company"), is committed to ensuring that the design, conduct, and reporting of research funded by the U.S. Public Health Service (PHS), including the National Institutes of Health (NIH), is free from bias resulting from Investigator financial conflicts of interest. This Policy implements the requirements of 42 CFR Part 50, Subpart F, "Promoting Objectivity in Research" (the "FCOI Regulation").

This Policy applies to all PHS/NIH grants and cooperative agreements awarded to the Company, excluding Phase I Small Business Innovation Research (SBIR) and Small Business Technology Transfer (STTR) applications and awards. It applies to each Investigator who is planning to participate in, or is participating in, such research, and to the Significant Financial Interests of each Investigator's spouse and dependent children.

2. Definitions

Investigator means the project director or principal investigator (PD/PI) and any other person, regardless of title or position, who is responsible for the design, conduct, or reporting of PHS/NIH-funded research, which may include collaborators or consultants.

Institutional Responsibilities means an Investigator's professional responsibilities on behalf of the Company, including research, research consultation, product development related to research, teaching, professional practice, and service on review panels or committees.

Senior/Key Personnel means the PD/PI and any other person identified as senior/key personnel by the Company in a grant application, progress report, or any other report submitted to the PHS/NIH under the FCOI Regulation.

Significant Financial Interest (SFI) means a financial interest, foreign or domestic, consisting of one or more of the following interests of the Investigator (and those of the Investigator's spouse and dependent children) that reasonably appears to be related to the Investigator's Institutional Responsibilities:

- Publicly traded entity: an SFI exists if the value of any remuneration received from the entity in the twelve months preceding the disclosure, plus the value of any equity interest in the entity as of the date of disclosure, when aggregated, exceeds $5,000. Remuneration includes salary and any payment for services not otherwise identified as salary (e.g., consulting fees, honoraria, paid authorship); equity interest includes any stock, stock option, or other ownership interest, as determined through reference to public prices or other reasonable measures of fair market value.

- Non-publicly traded entity: an SFI exists if the value of any remuneration received from the entity in the twelve months preceding the disclosure, when aggregated, exceeds $5,000, or if the Investigator (or the Investigator's spouse or dependent children) holds any equity interest in the entity.
- Intellectual property rights and interests (e.g., patents, copyrights), upon receipt of income related to such rights and interests.
- Reimbursed or sponsored travel related to the Investigator's Institutional Responsibilities, other than travel reimbursed or sponsored by a U.S. federal, state, or local government agency, a U.S. institution of higher education as defined at 20 U.S.C. 1001(a), a U.S. academic teaching hospital, a U.S. medical center, or a U.S. research institute affiliated with an institution of higher education. Disclosure shall include, at a minimum, the purpose of the trip, the identity of the sponsor/organizer, the destination, and the duration.

SFI does not include: salary, royalties, or other remuneration paid by the Company to an Investigator currently employed or otherwise appointed by the Company; income from investment vehicles such as mutual funds and retirement accounts, so long as the Investigator does not directly control the investment decisions made in those vehicles; income from seminars, lectures, or teaching engagements sponsored by a U.S. federal, state, or local government agency, a U.S. institution of higher education, a U.S. academic teaching hospital, a U.S. medical center, or a U.S. research institute affiliated with an institution of higher education; or income from service on advisory committees or review panels for such entities. All financial interests received from foreign institutions of higher education or from the government of another country must be disclosed when they meet the threshold for disclosure.

Financial Conflict of Interest (FCOI) means an SFI that the Company, through its Designated Official, reasonably determines could directly and significantly affect the design, conduct, or reporting of PHS/NIH-funded research. "Significantly" means that the financial interest would have a material effect on the research.

3. Designated Official

The Chief Executive Officer serves as the Company's Designated Official responsible for soliciting and reviewing Investigator SFI disclosures, determining whether an SFI is related to PHS/NIH-funded research and whether an FCOI exists, and developing and monitoring management plans. In determining relatedness, the Designated Official may involve the Investigator. An SFI is related to PHS/NIH-funded research when it could be affected by the research or is in an entity whose financial interest could be affected by the research.

For disclosures made by the Designated Official (including disclosures by the CEO in their capacity as an Investigator), review and determination shall be performed by an independent reviewer who is not subordinate to the discloser, such as the Company's outside counsel or an independent advisor, applying the same standards and timeframes set forth in this Policy.

4. Training

The Company shall inform each Investigator of this Policy, the Investigator's disclosure responsibilities regarding all foreign and domestic SFIs, and the FCOI Regulation. Each Investigator must complete FCOI training (e.g., the NIH FCOI training module available on the NIH FCOI website):

- Prior to engaging in research related to any PHS/NIH-funded grant;
- At least every four years; and
- Immediately, if the Company revises this Policy in a manner that affects Investigator requirements, if an Investigator is new to the Company, or if the Company finds that an Investigator is not in compliance with this Policy or a management plan.

5. Disclosure of Significant Financial Interests

Each Investigator must disclose to the Designated Official all of their SFIs (and those of their spouse and dependent children) related to their Institutional Responsibilities, using the Significant Financial Interest Disclosure Form (Appendix A):

- No later than at the time of application for PHS/NIH-funded research;
- At least annually during the period of the award; and
- Within thirty (30) days of discovering or acquiring (e.g., through purchase, marriage, or inheritance) a new SFI, and within thirty (30) days of each occurrence of reimbursed or sponsored travel that meets the disclosure requirements of Section 2.

6. Review and Determination

Prior to the Company's expenditure of any funds under a PHS/NIH-funded research project, the Designated Official shall review all Investigator SFI disclosures, determine whether any SFI is related to the NIH-funded research, determine whether an FCOI exists, and, if so, develop and implement a management plan that specifies the actions that have been, and shall be, taken to manage the FCOI.

Whenever an Investigator who is new to participating in a research project discloses SFIs, or an existing Investigator discloses a new SFI, the Designated Official shall, within sixty (60) days, review the disclosure, determine relatedness and whether an FCOI exists, and, if so, implement, on at least an interim basis, a management plan.

Whenever the Company identifies an SFI that was not disclosed in a timely manner by an Investigator or, for whatever reason, was not previously reviewed by the Company during an ongoing PHS/NIH-funded research project, the Designated Official shall, within sixty (60) days, review the SFI, determine relatedness and whether an FCOI exists, and, if so, implement, on at least an interim basis, a management plan going forward. In addition, the retrospective review requirements of Section 9 shall apply.

7. Management of Financial Conflicts of Interest

Examples of conditions or restrictions that might be imposed to manage an FCOI include, but are not limited to:

- Public disclosure of the FCOI (e.g., when presenting or publishing the research);
- For research projects involving human subjects research, disclosure of the FCOI directly to participants;
- Appointment of an independent monitor capable of taking measures to protect the design, conduct, and reporting of the research against bias resulting from the FCOI;
- Modification of the research plan;

- Change of personnel or personnel responsibilities, or disqualification of personnel from participation in all or a portion of the research;
- Reduction or elimination of the financial interest (e.g., sale of an equity interest); or
- Severance of relationships that create financial conflicts.

The Designated Official shall monitor Investigator compliance with each management plan on an ongoing basis until completion of the research project, including any financial conflicts of a subrecipient Investigator, if applicable.

8. Reporting to the NIH

The Company shall submit initial, annual, and revised FCOI reports for its Investigators and those of its subrecipients, if applicable, including all information required by the FCOI Regulation, to the NIH via the eRA Commons FCOI Module:

- Prior to the expenditure of funds under the award;
- Within sixty (60) days of identification of an FCOI for an Investigator who is newly participating in the project;
- Within sixty (60) days for new, or newly identified, FCOIs for existing Investigators;
- At least annually, at the same time the Company is required to submit the annual progress report (or multi-year progress report or at time of extension), providing the status of the FCOI and any changes to the management plan until completion of the project; and
- Following a retrospective review, to update any previously submitted report if new information is discovered.

If bias is found following a retrospective review, the Company shall notify the NIH promptly and submit a mitigation report, which shall include the key elements of the retrospective review, a description of the impact of the bias on the research project, and the Company's plan of action or actions taken to eliminate or mitigate the effect of the bias.

9. Noncompliance, Retrospective Review, and Enforcement

The Company shall establish and apply enforcement mechanisms, including employee sanctions or other administrative actions (e.g., letters of reprimand, restriction on the use of funds, suspension of participation in the research), to ensure Investigator compliance with this Policy.

Within one hundred twenty (120) days of the Company's determination of noncompliance — including an Investigator's failure to disclose an SFI that is determined to constitute an FCOI, the Company's failure to review or manage such an FCOI, or an Investigator's failure to comply with a management plan — the Company shall complete a retrospective review of the Investigator's activities and the research project to determine whether any PHS/NIH-funded research, or portion thereof, conducted during the period of noncompliance was biased in the design, conduct, or reporting of such research. The retrospective review shall be documented and shall include, at a minimum: the project number; project title; PD/PI or contact PD/PI; name of the Investigator with the FCOI; name of the entity with which the Investigator has the FCOI; reason(s) for the retrospective review; detailed methodology used for the review; findings; and conclusions.

The Company shall notify the NIH promptly and take corrective action if an Investigator (or subrecipient Investigator) fails to comply with this Policy or if noncompliance with an FCOI management plan appears to have biased the design, conduct, or reporting of the PHS/NIH-funded research.

If the U.S. Department of Health and Human Services determines that a PHS/NIH-funded clinical research project whose purpose is to evaluate the safety or effectiveness of a drug, medical device, or treatment has been designed, conducted, or reported by an Investigator with an FCOI that was not managed or reported by the Company as required by the FCOI Regulation, the Company shall require the Investigator involved to disclose the FCOI in each public presentation of the results of the research and to request an addendum to previously published presentations.

10. Subrecipients

If the Company carries out PHS/NIH-funded research through a subrecipient (e.g., a subawardee, contractor, or consortium member), the Company shall incorporate as part of a written agreement with the subrecipient terms that establish whether this Policy or the FCOI policy of the subrecipient will apply to the subrecipient's Investigators.

- If the subrecipient's Investigators will comply with the subrecipient's FCOI policy, the subrecipient shall certify as part of the agreement that its policy complies with the FCOI Regulation, and the agreement shall specify timeframes for the subrecipient to report all identified FCOIs to the Company sufficient to enable the Company to provide timely FCOI reports to the NIH as required by the FCOI Regulation.
- Alternatively, if the subrecipient's Investigators will comply with this Policy, the agreement shall specify timeframes for the subrecipient to submit all Investigator disclosures of SFIs to the Company sufficient to enable the Company to review, manage, and report identified FCOIs to the NIH in a timely manner.

11. Public Accessibility

This Policy is posted on the Company's publicly accessible website. Prior to the expenditure of funds, the Company shall ensure public accessibility of information concerning any identified FCOI held by Senior/Key Personnel by responding to any written request within five (5) business days of receipt. The response shall include, at a minimum: the Investigator's name; the Investigator's title and role with respect to the research project; the name of the entity in which the SFI is held; the nature of the SFI; and the approximate dollar value of the SFI (in ranges permitted by the FCOI Regulation), or a statement that the interest is one whose value cannot be readily determined through reference to public prices or other reasonable measures of fair market value. Information provided shall be updated to reflect any FCOI identified within the preceding twelve months, and such information shall remain available for three (3) years from the date the information was most recently updated.

12. Maintenance of Records

The Company shall maintain all records relating to Investigator disclosures of financial interests and the Company's review of, and response to, such disclosures (whether or not a disclosure resulted in a determination of an FCOI), and all actions under this Policy or any retrospective review, for at least three (3) years from the date the final expenditures report (Final Federal Financial Report) is submitted to the PHS/NIH, or from other dates specified in 2 CFR 200.334, where applicable.

13. Adoption

This Policy has been adopted by RalphVR Inc. and is effective as of the date first written above. Questions regarding this Policy should be directed to the Designated Official at compliance@vrtogether.us.

/s/ Richard Hoagland

Richard Hoagland, Chief Executive Officer, RalphVR, Inc.dba VRTogether

Date: July 17, 2026

Appendix A — Significant Financial Interest (SFI) Disclosure Form

Each Investigator must complete this form (i) no later than at the time of application for PHS/NIH-funded research, (ii) at least annually during the period of award, and (iii) within 30 days of discovering or acquiring a new SFI or of each reportable travel occurrence. Disclosures cover the Investigator and the Investigator’s spouse and dependent children, and include all foreign and domestic interests, including financial interests from foreign institutions of higher education or the government of another country.

Investigator name: ____________________________ Project number(s): ____________________________

Date of disclosure: ____________ Role on project: ____________________________

For each Significant Financial Interest (as defined in Section 2 of the Company’s FCOI Policy), provide:

- Name of the entity in which the SFI is held (indicate whether publicly traded or non-publicly traded);
- Nature of the SFI (e.g., salary, consulting fees, honoraria, paid authorship, equity, intellectual property income, reimbursed or sponsored travel);
- Remuneration received in the 12 months preceding this disclosure, and the value of any equity interest as of the date of this disclosure (or a statement that the value cannot be readily determined);
- For intellectual property rights and interests: description of the rights and income received;
- For reimbursed or sponsored travel: purpose of the trip, identity of the sponsor/organizer, destination, and duration;
- Whether the SFI is related to any PHS/NIH application or funded project, with a brief explanation.

☐ **I certify that I have no Significant Financial Interests to disclose.**

☐ **I certify that all Significant Financial Interests are disclosed above / on attached pages.**

Investigator signature: _________________________________ Date: ____________

Reviewed by Designated Official / Independent Reviewer: _________________________________ Date: ____________

Determination: ☐ Not related to PHS/NIH-funded research ☐ Related, no FCOI ☐ FCOI identified — management plan required