

# EyePoint, Inc.

## COMPLIANCE OVERSIGHT COMMITTEE CHARTER

*Adopted by the Board of Directors on February 6, 2026; Updated May 20, 2026*

### A. Purpose

The purpose of the Compliance Oversight Committee (the "Compliance Oversight Committee", or "Committee") of the Board of Directors (the "Board") of EyePoint, Inc. (the "Company") is to assist the Board with oversight of the Company's healthcare compliance program as well as information technology systems dedicated to quality, regulatory, privacy and commercial compliance by overseeing, evaluating and monitoring the Company's compliance polices, standards, procedures, systems and initiatives.

### B. Structure and Membership

1. **Number.** The Compliance Oversight Committee shall consist of at least three members of the Board.
2. **Chair.** Unless the Board elects a Chair of the Compliance Oversight Committee, the Compliance Oversight Committee shall elect a Chair by majority vote.
3. **Compensation.** The compensation of Compliance Oversight Committee members shall be as determined by the Board.
4. **Selection and Removal.** Members of the Compliance Oversight Committee shall be appointed by the Board, on the recommendation of the Nominating and Corporate Governance Committee. The Board may remove members of the Compliance Oversight Committee from such committee, with or without cause.

### C. Authority and Responsibilities

The Compliance Oversight Committee shall discharge its responsibilities and shall assess the information provided to it by the Company's Legal and Compliance personnel, executive management and others, in accordance with its business judgment.

The Compliance Oversight Committee will provide oversight and strategic direction with respect to the Company's healthcare compliance and ethics program, the scope of which includes the matters listed in Exhibit A ("Compliance Program"). The Compliance Oversight Committee will periodically assess the Compliance Program, provide recommendations and direction to executive management with respect to the Compliance Program, and appraise the Board of significant issues arising from the Compliance Program as needed.

**Specifically, the Compliance Oversight Committee's responsibilities are to:**

1. **Key Policies and Code of Conduct.** Review and approve the implementation of the Compliance Program, including policies, standards, procedures, systems and initiatives, and key Company policies such as the Code of Conduct.
2. **Risk Assessment and Monitoring.** Evaluate, monitor and discuss with senior management the adequacy and effectiveness of the Company's Compliance Program and

compliance assurance systems and initiatives, ensure compliance with all applicable federal healthcare program requirements and FDA requirements, consider recommendations for improvement thereof and provide an annual evaluation to the Board and the Audit Committee.

3. **Financial Risk Assessment.** Assist senior management, the Audit Committee and the Board in assessing financial risk arising from healthcare compliance matters, including risks related to clinical trial conduct, regulatory submissions, pricing and reimbursement strategies, and government enforcement actions.
4. **Investigations and Escalations.** Oversee investigations of any executive officer or senior management personnel with respect to matters covered by the Compliance Program, the conduct of which may be delegated to outside legal counsel, the Chief Legal Officer, the Company's Legal or Compliance personnel or other advisors, as appropriate based on the particular facts and circumstances.
5. **Third-Party Relationships.** Review and monitor compliance-related aspects of significant third-party relationships, including contract research organizations (CROs), contract manufacturing organizations (CMOs), clinical investigators, key opinion leaders, patient advocacy groups, and vendors involved in pre-commercial activities.
6. **Additional Responsibilities.** Perform any other duties as may be delegated from time to time by the Board and perform any other activities consistent with this Charter as the Compliance Oversight Committee may deem necessary and appropriate for the fulfillment of its responsibilities under this Charter or as required by applicable law or regulation.

#### **D. Procedures and Administration**

1. **Meetings.** The Compliance Oversight Committee shall meet at least quarterly and otherwise as often as it deems necessary to perform its responsibilities. The Compliance Oversight Committee may also act by unanimous written consent (which may be provided in electronic form) in lieu of a meeting. The Compliance Oversight Committee shall keep such records of its meetings as it shall deem appropriate.
2. **Subcommittees.** The Compliance Oversight Committee may form and delegate authority to one or more subcommittees (including a subcommittee consisting of a single member) as it deems appropriate from time to time under the circumstances.
3. **Reports to Board.** The Compliance Oversight Committee shall report periodically and as needed to the Board, including providing updates on commercial readiness assessment and compliance program maturity relative to anticipated launch timelines.
4. **Charter.** At least annually, the Compliance Oversight Committee shall review and reassess the adequacy of this Charter and recommend any proposed changes to the Board for approval.
5. **Independent Advisors.** The Compliance Oversight Committee is authorized, without further action by the Board, to engage such independent Legal, Compliance and other advisors as it deems necessary or appropriate to carry out its responsibilities. Such independent advisors may be regular advisors to the Company.
6. **Investigations.** The Compliance Oversight Committee shall have the authority to conduct or authorize investigations into any matters within the scope of its responsibilities as it shall deem appropriate, including the authority to request any officer,

employee or advisor of the Company to meet with the Compliance Oversight Committee or any advisors engaged by the Compliance Oversight Committee.

7. **Funding.** The Compliance Oversight Committee is empowered, without further action by the Board, to cause the Company to pay the ordinary administrative expenses of the Compliance Oversight Committee that are necessary or appropriate in carrying out its duties.
8. **Self-Evaluation.** The Compliance Oversight Committee shall periodically evaluate its own performance.

## **Exhibit A**

### **Scope of the Compliance Program**

- Compliance with the U.S. federal and state false claims law, anti-kickback statutes, federal and state privacy laws, federal and state laws governing price reporting, other U.S. federal and state healthcare compliance laws and regulations – including Federal healthcare program requirements and FDA requirements, the Foreign Corrupt Practices Act, the U.K. Bribery Act, and to the extent applicable, similar laws and regulations outside of the United States;
- Medical affairs activities;
- Third party distributor arrangements;
- Anti-bribery and anti-corruption matters;
- Reporting of payments to Healthcare Professionals (“HCPs”) and Healthcare Organizations (“HCOs”) to government entities;
- Drug sampling programs, free drug, copayment or other patient assistance/access programs, and product support programs;
- Matters relating to relationships with Patient Organizations and Patient Assistance Organizations;
- Authorship, publication and disclosure of articles and study results, including compendia submissions;
- Promotional and non-promotional activities and materials associated with HCPs, HCOs, payors, patients, caregivers, government officials and other customers;
- Educational grants, investigator sponsored research, charitable contributions, sponsorships, exhibits and corporate memberships; and
- Relationships with HCPs, HCOs, patients, payors and other users or purchasers of EyePoint products.

*Approved May 20, 2026*