



Soaring Higher Together

Syndax 

Code of Conduct



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Soaring Higher Together

A Joint Message From
**Michael A. Metzger and
Averi Price**

Dear Syndaxers,

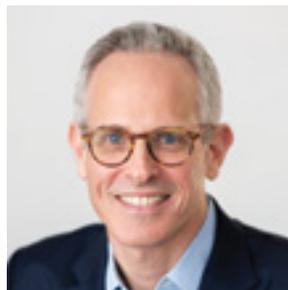
At Syndax, we are fueled by our passion for patients, and it is our shared mission to extend and improve the lives of people with cancer. Developing innovative and transformational drugs requires collaboration, confidence in one another and a dedication to learning. To achieve our mission and navigate any challenges, we believe it is important that we stay interconnected, communicate effectively, resolve issues quickly and course correct — just like a flock of geese — so that we can stay productive and focused.

In addition to our values, our Code of Conduct (the “Code”) is a guide to help us make good, informed decisions and to act on those decisions with integrity and in a manner that is consistent with our culture. We strive to create a culture at Syndax that is respectful, collaborative and inclusive.

Our Code is foundational to how we operate at Syndax and should be used as our compass to ensure that we are doing business ethically and in compliance with the law and Company policies. It is our duty to all stakeholders that we uphold the highest standard of ethical conduct, integrity and compliance in everything that we do.

This document is here to support everyone at Syndax. Thank you in advance for committing to comply with the Code and putting the principles into practice in your daily work. We encourage everyone to reach out if you have questions about the Code, to voice concerns or to have discussion if you are unsure about the right direction to take. The sooner we know about a possible challenge, the sooner we can take action to course correct and help the flock work effectively together.

We are proud of our team, and we look forward to the great things that we can accomplish — we soar higher together!



Michael A. Metzger
Chief Executive Officer
and Director



Averi Price
Chief Compliance Officer

Our Vision, Mission, and Values



OUR VISION

At Syndax, we are determined to realize a future in which people with cancer live longer and better than ever before.



OUR MISSION

To obtain regulatory approval for drugs that extend and improve the lives of cancer patients.



OUR VALUES

Our values represent the qualities we prioritize as an organization. We are united by our commitment to demonstrate these values in everything we do.

DEDICATED TO COLLABORATION

Collaboration externally and internally is core to our identity, and it is critical to realizing our vision.

ALWAYS LEARNING

We know there is always something new to learn from others. We come in open to listening, and eager for input.

PROACTIVE PROBLEM SOLVERS

We pride ourselves on taking initiative and bringing solutions to the table.

CONFIDENT IN EACH OTHER

We know this is a great team. We respect and trust each other's skills and ideas.

FIXATED ON EXCELLENCE

We work with urgency and responsibility, and we are intent on success.

FUELED BY A PASSION FOR PATIENTS

We are deeply passionate about making a difference in the lives of patients — and that passion inspires our work.

About Our Code

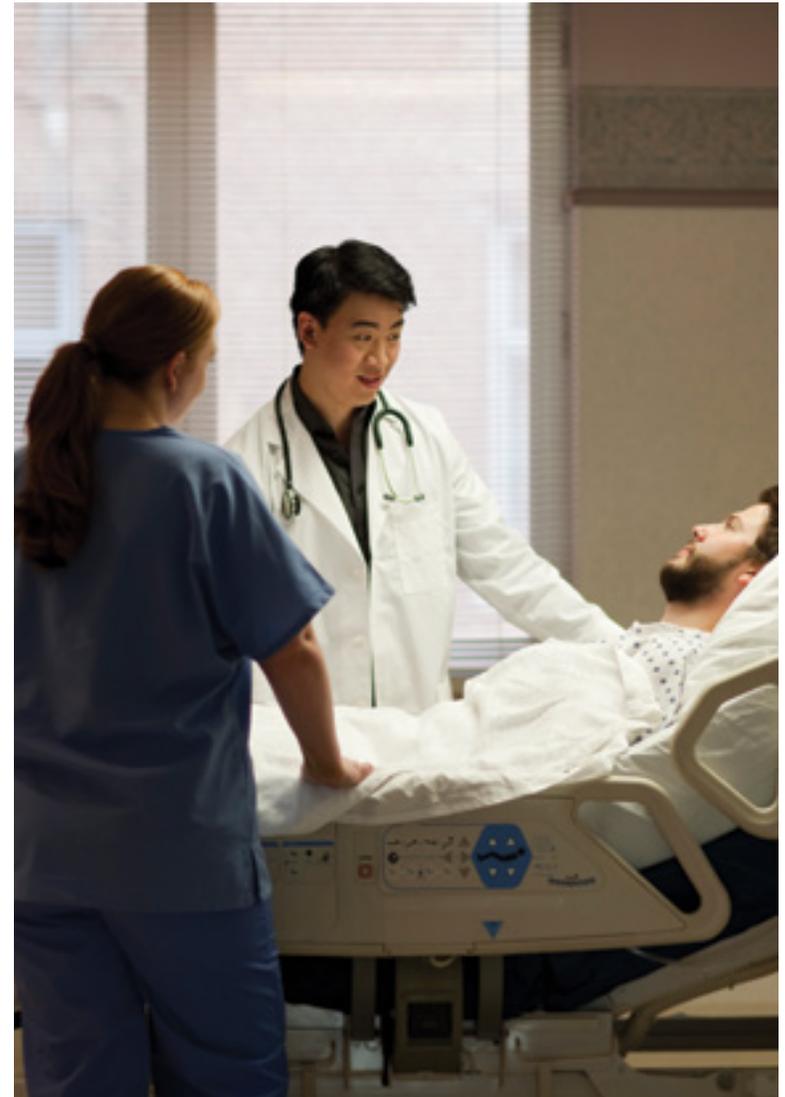
As Syndaxers, we share a common goal of making a difference in people's lives. We believe we must work effectively together, as one flock, to achieve that goal.

Our shared values and our Code of Conduct (the "Code") direct us on our path by providing guidance on:

- Acting with ethics and integrity
- Complying with the laws, rules and regulations that apply to our business
- Where to go for additional information, advice and guidance when we need it
- Speaking up if we see something that doesn't fit with the spirit or intent of this Code



Throughout the Code you will find examples and resources that will help you put these principles into action every day. Though the Code cannot cover every possible situation we may encounter in the shifting business landscape, it will help guide us to ensure we act ethically and in compliance with the law. The principles in our Code apply to all members of the Syndax flock, including employees, officers, and directors of Syndax and its subsidiaries ("Company"). We also expect everyone working on our Company's behalf, including suppliers, agents, contractors and business partners to adhere to these principles.



Our Responsibilities

It's a fact — Flocks that work together, thrive together. We believe that we must work effectively together to build a positive culture and achieve our vision for helping people with cancer live longer and better lives.

Together, we are:

- **Thoughtful leaders**
- **Dependable and trustworthy**
- **Keen communicators**
- **Always collaborating**
- **Dynamic and flexible**
- **Collectively advancing**



We are also responsible to:

- Be honest, ethical and transparent
- Know and comply with our Code and any laws, regulations or Company policies that apply to our work
- Hold ourselves and each other accountable and speak up if we have concerns
- Cooperate fully in any investigation of a possible violation of the Code, Company policies or the law

As thoughtful leaders, we have added responsibility to:

- Be deliberate and lead by example
- Effectively communicate compliance and ethics expectations and the importance of achieving results in the right way
- Create an environment of respect, openness and trust where Syndaxers feel valued and free to speak up and ask questions or raise concerns without fear



Flying True North

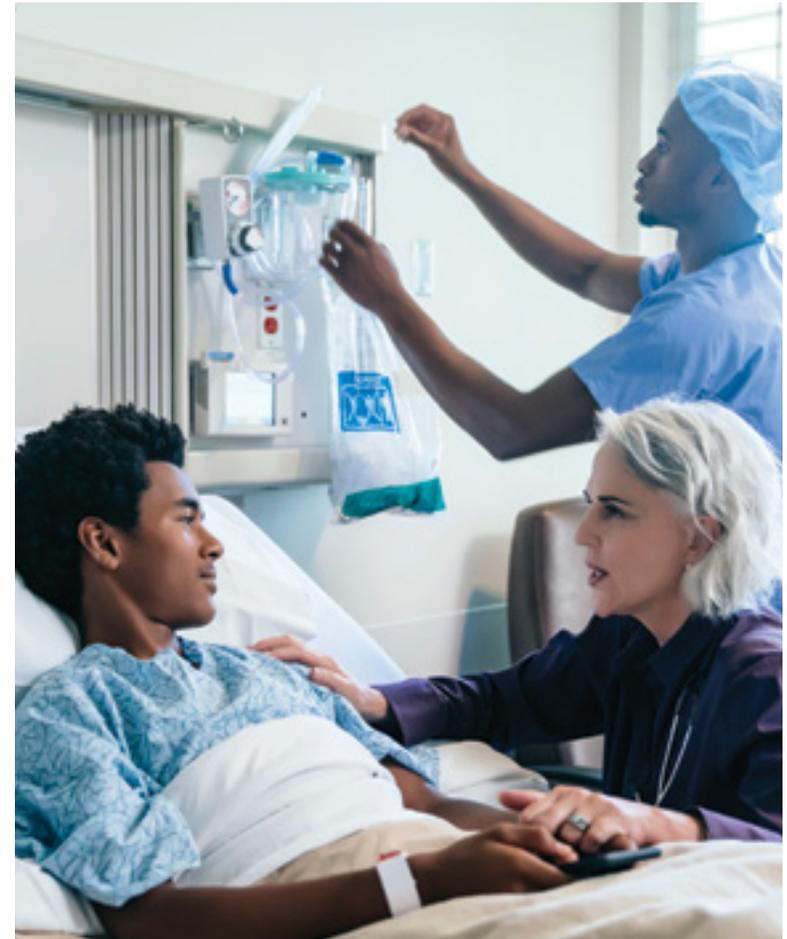
Just as a compass points to true north on a globe, our Code and our values help keep us flying true north in our business decisions and actions. We may each take turns directing the flock, and it is critical that we keep sight of the right path when we are navigating challenging situations.

When the right path isn't clear, ask yourself these questions:

- Is this action consistent with Syndax values and culture?
- Is it consistent with our commitment to patient safety?
- Does it comply with the law, Company policies and our Code?
- Would I be comfortable if my decisions or actions became public?
- Would it reflect positively on Syndax?

?

If you answered no to any of these questions, or if you still aren't sure about the right path forward, seek advice from a Compliance or Legal team member.



Speaking Up

To maintain the culture that allows us to soar higher together, we must speak up when we see something that may be a violation of the Code, Company policies or the law. This includes our own potential violations as well as those of other Syndaxers, business partners, suppliers or anyone who is working on behalf of our Company. The sooner we know about a potential problem, the sooner we can correct our course and get on with the important work of helping people with cancer live longer and better than ever before.

We have a culture of openness and honesty, where questions and discussion are welcomed. We hope you will feel comfortable talking with your supervisor, the Chief Compliance Officer or any other member of leadership in instances when you have questions or concerns about possible misconduct. If, for any reason, you are uncomfortable reaching out to someone directly, you may raise a concern using the Syndax Helpline. The Syndax Helpline is administered by an independent third party and is available online 24 hours a day, seven days a week. When you raise a concern using the Helpline, you may choose to remain anonymous, but keep in mind that providing as much detail as possible in your report will assist any investigation that follows. Details for using the Helpline can be found in the Helpful Information section of this Code.

GOOD FAITH



Good Faith means that to your knowledge, the information you are providing is complete, truthful and accurate.

Retaliation

Retaliation means any adverse conduct taken against a person who raises a concern or participates in a Company investigation of misconduct. It can include shunning or harassing the person, making threats intended to intimidate them or taking an employment action against them because of their report or participation in an investigation. Retaliation is against the law and Company policy.



Q: I saw something that I think may violate our Code of Conduct. I am not 100% sure so I don't think I should report it.

Is that right?

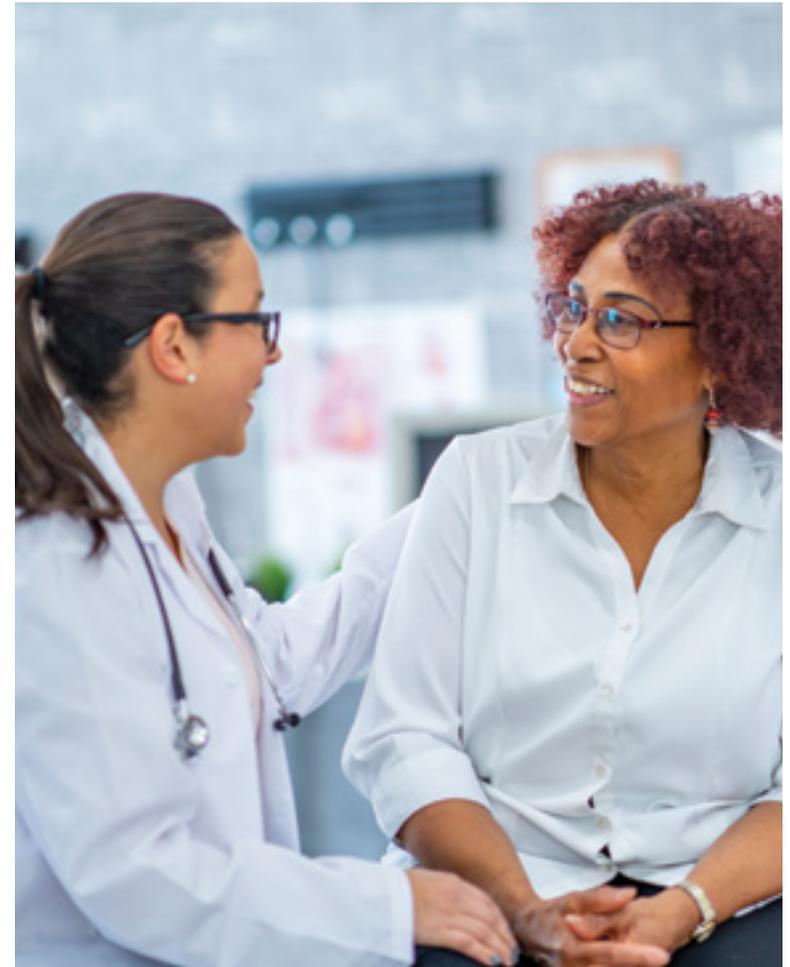
A: No. We are all responsible for speaking up if we believe something may violate the law, our Code or other Company policies. No concern is too small to report, and you don't need to have all the facts as long as you are acting in good faith. Speaking up allows the appropriate people to investigate to determine whether such a violation did occur and take any necessary corrective action. If you don't speak up, we won't be able to address the matter, which could harm our business and our culture.

We take all reports seriously and follow up as appropriate. We are all expected to cooperate fully and honestly in any investigation into potential misconduct. We are committed to keeping reported information confidential to the extent possible under the law and disclosing it only to those who need to know to carry out the investigation or make decisions based on the outcome. Confirmed violations of our Code, our policies or the law will result in disciplinary action up to, and including, termination of employment.

We will not tolerate retaliation against anyone who speaks up in good faith, asks questions or participates in an investigation. Retaliation is against the law and Company policy. If you feel that you or someone else has been retaliated against for raising a concern or participating in an investigation, you should report it.



If you are a leader and someone comes to you with a concern about a possible violation of the Code, you should listen carefully and promptly notify Compliance or Legal so they can appropriately follow up. You must keep all such information confidential and never attempt to investigate the matter yourself. You must never retaliate or tolerate retaliation against someone for raising a concern or participating in an investigation into potential misconduct.



“We are a close-knit, dynamic team where everyone’s contributions are valued.”

Care for Each Other



We Maintain a Safe and Healthy Workplace

As members of the flock, we have a responsibility to look out for each other and ensure we do what we can to maintain a safe, secure and healthy workplace for everyone. This includes ensuring our workplace is free from safety hazards, violence, threats of violence and weapons of any kind. It is also important that we do not work under the influence of any substance, including alcohol, cannabis, illegal drugs or misused prescription drugs, that could impair our judgment or risk the safety of others. There may be occasions when responsible alcohol consumption is acceptable such as at a Company-authorized event, business meal or social occasion. If we choose to consume alcohol in those instances, we must always maintain good judgment, participate in moderation and remember that our actions reflect upon the reputation of Syndax in addition to our own.



- Know and follow the Company's health, safety and emergency policies and procedures
- Speak up if we see or experience any accident, injury, potentially unsafe conditions or behaviors that could pose a risk to our flock



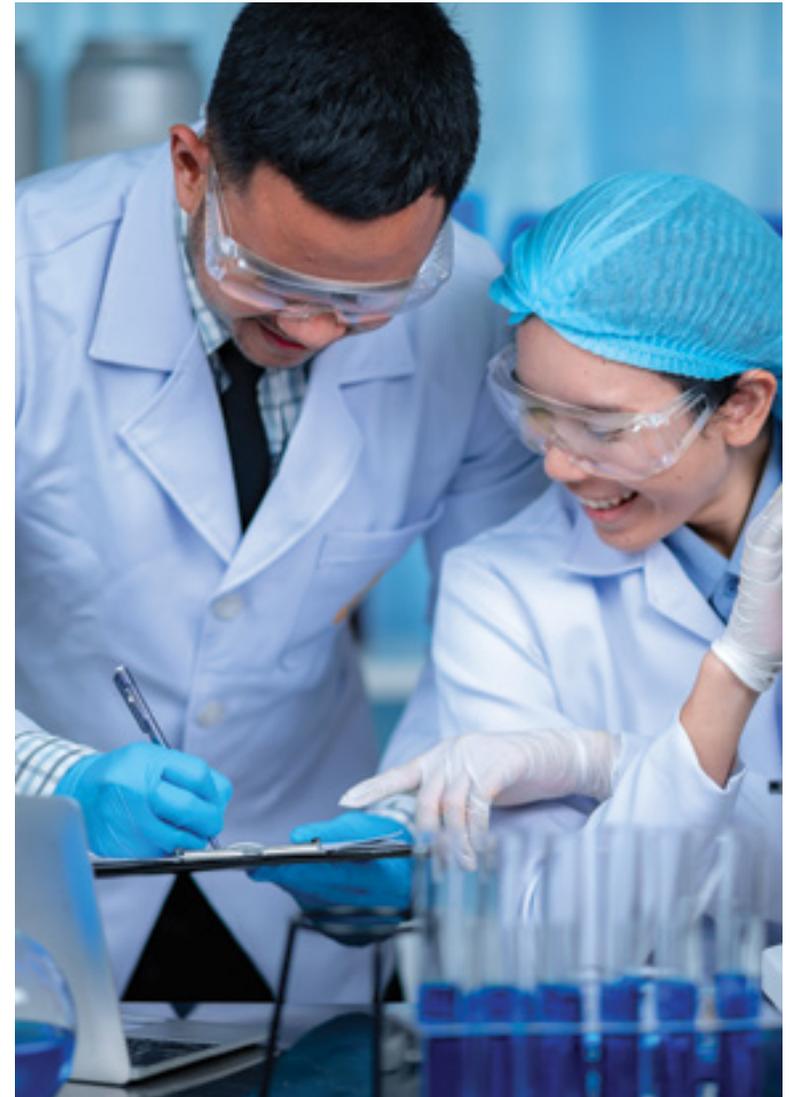
We Respect Each Other

We are confident in each other. We treat each other with respect and we trust in each other's skills and ideas. We value diversity and believe each one of us brings a unique perspective that can inspire new and innovative solutions to realize our vision and serve our patients.

We are each responsible to create and maintain an inclusive culture, dedicated to collaboration and free from discrimination and harassment, where each member of the flock can thrive.

We soar higher together when we:

- Treat each other with mutual respect and value the differences that make us unique
- Are inclusive, open to listening to new ideas, learning from others and supporting others to ensure everyone is heard
- Provide all current and prospective employees equal opportunity when making employment decisions of any kind
- Never discriminate on the basis of race, color, age, gender, sexual orientation, gender identity and expression, ethnicity or national origin





Q: What is considered harassment?

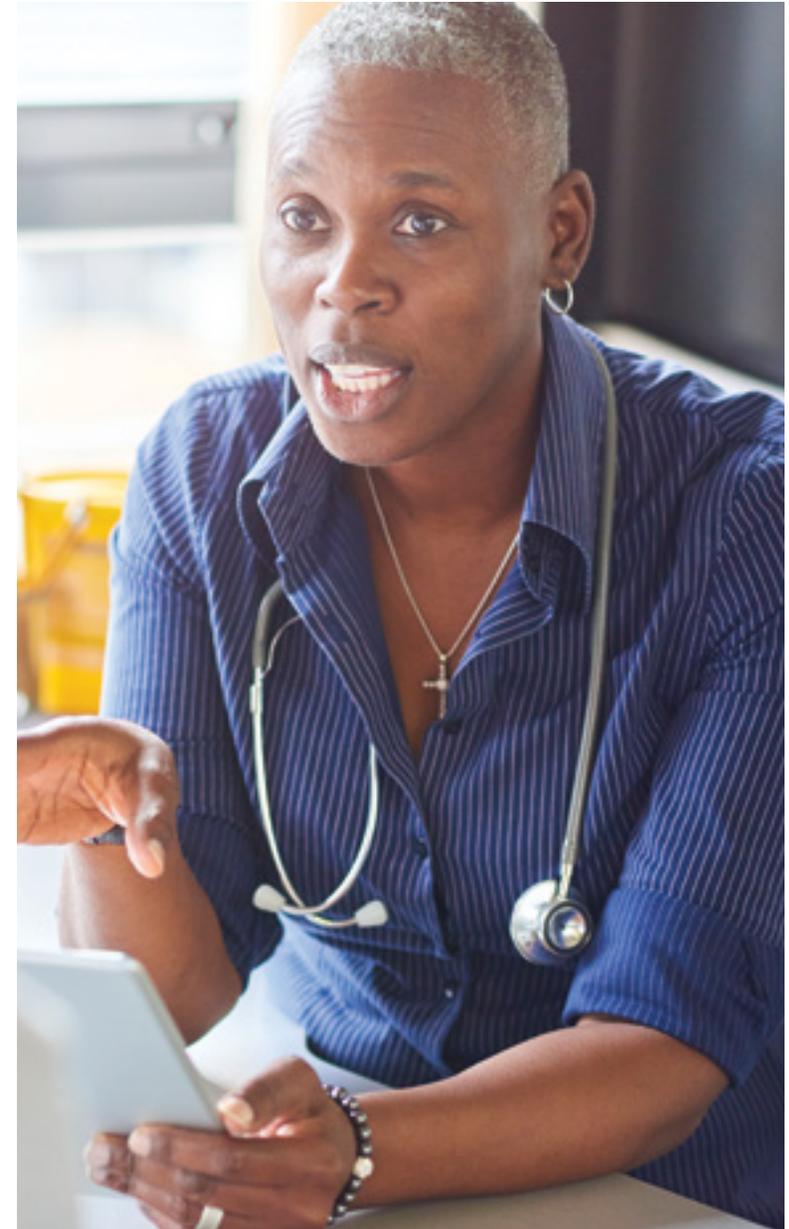
A: Harassment is any unwelcome conduct that might reasonably be considered offensive to another person, interfere with their ability to do their work or otherwise create an intimidating, hostile or offensive work environment. We do not tolerate discrimination or harassment of any kind. If you are aware of conduct that violates our commitment to a respectful and inclusive environment where everyone can thrive, you must speak up so we can take appropriate action.

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Q: Two of the Syndaxers on our team are great friends and joke around a lot with each other. Sometimes the jokes are inappropriate for the workplace. Though they seem fine with the jokes they share, some of us on the team find them offensive. I would like to let them know but I don't want to be seen as a troublemaker.

What should I do?

A: We believe in treating each other with mutual respect, and that means that any behavior that is offensive to others and that may harm our culture is not acceptable. We encourage you to speak directly to your fellow Syndaxers about your concern, but if you are not comfortable doing so, you may raise your concern to your manager, Human Resources or Compliance.



We Protect Each Other's Privacy

Current and prospective Syndaxers trust us with their personal data so that we may carry out necessary activities related to their employment. It is our duty to be dependable and trustworthy and to protect this information by complying with all applicable privacy and data protection laws, in accordance with our [Privacy Policy](#).

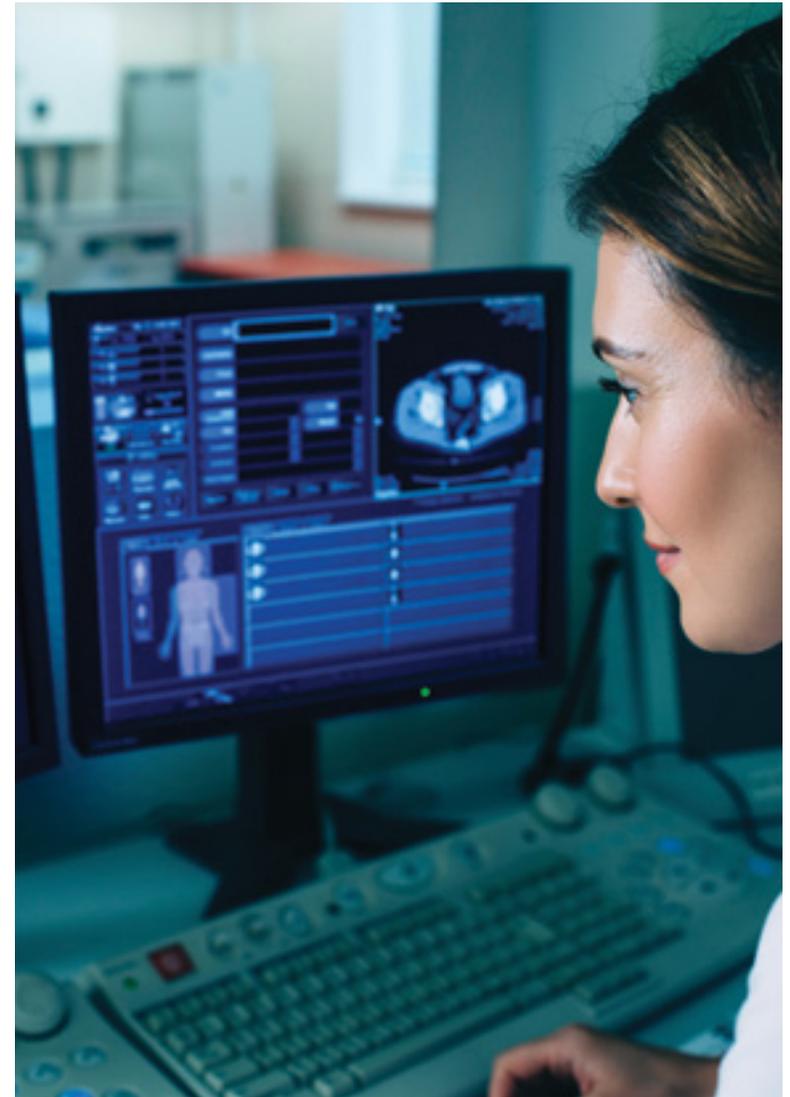
We soar higher together when we:



- Collect, hold or process only the personal data we need for business purposes and keep it only as long as needed
- Take reasonable security measures to prevent loss, misuse or unauthorized access while it is in our custody
- Promptly report any possible data breach to Compliance or Legal or privacyreport@syndax.com



Personal data includes any information that can reasonably be used to identify, contact or locate an individual directly or indirectly, in particular by reference to an identifier such as name, an identification number, date of birth, location data, an online identifier, or to one or more facts specific to the physical, physiological, genetic, mental, economic, cultural, or social identity of that natural person. Other examples include telephone numbers, email addresses, banking or financial information, government identification numbers, health information, biometrics, race and ethnicity among other things.

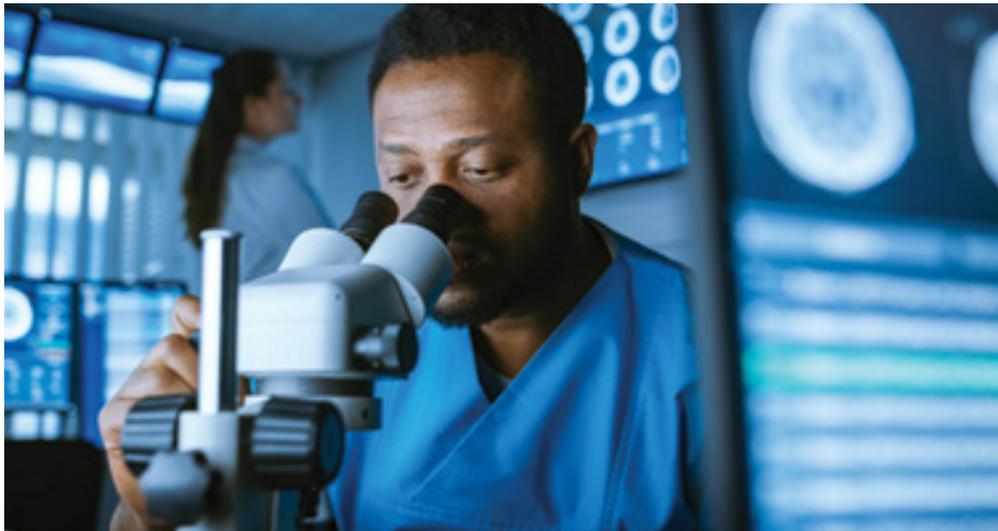


“ Each day, we are motivated by the work we do for patients. While the science grounds us, this deep-rooted passion for helping patients drives all aspects of our culture. ”

Passion for Our Patients

We Are Committed to Quality and Are Passionate About Patients and Patient Safety

Our mission to obtain regulatory approval for drugs and support marketed drugs that extend and improve the lives of people with cancer relies on our commitment to quality in all aspects of our business — whether it's conducting research, reporting clinical data or developing and manufacturing a new product. We are fueled by a passion for patients and patient safety. We are always learning and we put our knowledge to work in developing products that meet the highest standards in line with the good practice quality guidelines and regulations (GxP). GxP were created to ensure that bio/pharmaceutical products are safe, meet their intended use and adhere to quality processes during manufacturing, control, storage and distribution.



We soar higher together when we:



- Comply with all applicable laws and regulations everywhere we do business
- Know and follow all Company policies and procedures for ensuring the safety of our products and our patients
- Conduct research ethically and according to recognized medical and scientific standards
- Ensure the completeness and accuracy of our clinical data and regulatory submissions
- Hold anyone who manufactures products on our behalf to our high-quality standards
- Report any adverse event related to one of our products within 24 hours of becoming aware of the issue to the Syndax call center 888-539-3738. Back-up reporting can be made to SyndaxAE@syndax.com
- Report any product quality complaint within 24 hours of becoming aware of the issue to the Syndax call center at 888-539-3738.

An **adverse event** is any unanticipated experience or side effect associated with the use of a drug or therapeutic biologic in humans, whether or not it is considered related to the product.



Q: I was flying on a business trip and the passenger next to me noticed the Syndax logo on my backpack. We began chatting, and they told me that they had a negative reaction to one of our drugs. They told me they had informed their doctor about it.

Do I need to report it?

A: Yes, even though the person reported it to their doctor, any adverse event for someone taking a Syndax product should be reported to our Pharmacovigilance team, so they can determine the best path forward.



We Protect Patient Privacy

Patients who work with us trust us with their personal data, which may include Consumer Health Data, or other sensitive data. Our Privacy Policy memorializes our commitment to respect their privacy and protect their personal data by complying with all applicable privacy and data protection laws.

We soar higher together when we:



- Only collect, use, store or share personal data when we have the patient's consent
- Collect, hold or process only the personal data we need for agreed upon business purposes and keep it only as long as needed
- Keep personal data confidential and share it only with those authorized individuals who have a legitimate business need to know
- Take reasonable measures to safeguard the information and prevent its loss, misuse or unauthorized access while it is in our custody
- Promptly report any possible data breach to Compliance, Legal, or privacyreport@syndax.com

Consumer Health Data, or data about someone's health or medical condition, biometrics, or genetics (sensitive data) includes data that may be processed for patient education purposes, clinical trials, or even marketing efforts about our products and services.

Q: Everyone is so excited about the positive results in a recent patient trial. To share the good news, someone sent an email with a patient success story, including information about the patient, to a broad distribution group. I am concerned they may have improperly shared personal data about this patient with those who don't have a business need to know.

What should I do?

A: You should notify the person who sent the email about the possible breach of personal data and contact Compliance or Legal for guidance. It is easy to be excited about good results and want to share them, but it is of utmost importance that we are careful to protect the personal data of patients who work with us. Whether the disclosure was intentional or accidental, we must take appropriate remedial action to protect the patient's privacy.

Excellence in Our Business

“ We believe that it takes a community to build a great medicine, and that is why we are working to set the new standard for developing medicines in the field of oncology — one that revolves around collaboration, shared learning and excellence. ”

We Act With Integrity in Our Interactions With Our Patients, Healthcare Professionals, Business Partners and the Government

We collaborate with a community that includes patients, healthcare professionals (HCPs), business partners and the government to achieve our mission. We must always act with integrity, transparency and professionalism in working with these important partners. We engage with HCPs appropriately and never provide bribes, kickbacks or gifts of any kind to induce recommendations or prescriptions of our products.

When promoting our products, we provide information and advertisements that are accurate, balanced, truthful, supported by scientific evidence and not misleading. We must also be sure to describe all safety and efficacy information fully and accurately in a manner that is consistent with approved prescribing information, without misrepresenting or minimizing it in any way.



We do not promote investigational products or off-label uses of approved products.



We soar higher together when we:



- Achieve excellence through collaboration and shared learning
- Know and follow the rules for interacting with patients, HCPs, business partners and the government

An "HCP" is any individual who exercises skill or judgment or provides a service relating to the treatment or care of patients, including but not limited to physicians, physician assistants, nurse practitioners, nurses, pharmacists, hospital consultants, social workers and practice administrators.

We Compete Fairly

Because we are fixated on excellence, we are intent on outperforming our competition fairly and honestly, based on the quality of our products and never through unethical or illegal business practices. We comply with the laws that promote free and fair competition in the marketplace. Antitrust and competition laws are complex and vary by country, but they generally prohibit activities that negatively affect competition such as agreements between competitors to set prices or allocate customers, markets, territories or production. We must always be careful when we interact with our competitors, such as at trade association events, so that there can be no perception that we are engaged in any improper discussions or agreements.

We soar higher together when we:



- Compete solely on the merits of our products and business activities
- Never talk with a competitor about pricing, market, territory, production, customers or other competitively sensitive information
- Never say anything false or misleading about our products or a competitor's products
- Obtain competitive intelligence responsibly, not through unethical or illegal practices
- Seek guidance from Compliance or Legal if we have questions about how to comply with antitrust or competition laws



Q: I ran into an old friend who now works for a pharmaceutical company. They asked me how we developed pricing for one of our drugs. I told them I couldn't discuss pricing information, as their company was considered a competitor.

Did I do the right thing?

A: Yes. It is never okay to discuss competitively sensitive information, such as pricing, with someone who works for a competitor. If anyone raises the issue of pricing where competitors are present, such as at a trade association meeting, you should state that pricing is not an appropriate topic for discussion, leave the meeting and promptly report the incident to Compliance or Legal.

We Prohibit Bribery and Corruption

We promote transparency, and we comply with the laws and regulations that prohibit bribery and corruption everywhere we do business. These laws prohibit any Syndaxer or third party working on our Company's behalf from offering or accepting bribes or kickbacks in any form. If you are ever asked to make or to accept a bribe, facilitation payment, kickback or other prohibited payment, refuse the request and immediately inform your manager and the Chief Compliance Officer.

We soar higher together when we:



- Never offer anything of value to a government official, healthcare professional or anyone else to obtain or retain business, secure an unfair advantage or to improperly influence a decision or action
- Never accept anything of value from anyone to obtain a commercial benefit
- Accurately describe and properly record all expenses incurred

A **"bribe"** is anything of value offered, promised or given to improperly influence the actions of another to obtain or retain business or an unfair business advantage. Bribes can come in many forms such as:

- Cash or cash equivalents (such as gift cards)
- Gifts, entertainment, hospitality or travel expenses
- Business or employment opportunities
- Political or charitable contributions
- Favors or anything of value to the recipient

A **"facilitation payment"** is a payment sometimes referred to as a "grease payment" sought by government officials to complete or speed up routine government actions, such as providing permits.

Q: Who is considered a government official?

A: Government official is broadly defined under the law as a person who works for or is an agent of a government-owned or government-controlled entity, and includes:

- Officers and employees of a federal, state or local government department, agency or office
- Employees of a government-controlled hospital, including doctors and other hospital employees
- Any person acting in an official capability for or on behalf of any government department, agency or office
- Political party officials and candidates for public office
- Officers and employees of a government-owned entity
- The family members of any of the above

We Exchange Gifts and Hospitality Appropriately

We may appropriately exchange modest gifts and hospitality with business partners and other third parties as long as there is a bona fide business purpose and the exchange is not intended to influence a business decision. Because much stricter rules apply to gifts and hospitality provided to healthcare professionals (HCPs) and government officials, we must seek guidance from Compliance or Legal before offering anything, including hospitality, to members of these groups.

We soar higher together when we:



- Are thoughtful about accepting or providing gifts or hospitality
- Seek guidance from Compliance or Legal if we are unsure about whether we can give or receive a gift or hospitality

Before offering or accepting any gift or hospitality, make sure it:

- ✓ Is not cash, a gift card or other cash equivalent
- ✓ Is modest in value
- ✓ Is infrequent and consistent with good business practices
- ✓ Is given and received openly and transparently
- ✓ Does not give the appearance of influencing or attempting to influence a business decision
- ✓ Does not violate the law or company policy for either party
- ✓ Does not create a conflict of interest

Though reasonable hospitality, like a modest lunch during a product presentation may be acceptable, we never give gifts, hospitality or improper payments to HCPs to induce recommendations or prescriptions of our products. Always seek guidance from Compliance or Legal before offering any gift or hospitality to HCPs.



We Avoid Conflicts of Interest

In order to thrive, members of a flock must work together in the flock's best interests. For Syndax to be successful, we must all act in the best interests of the Company. We cannot compete with the Company or take personal advantage of opportunities that belong to the Company. We must avoid all potential conflicts of interest. A conflict of interest can arise from any situation where our personal interests may impair our objectivity, influence our business decisions or cause us to act, or appear to act, in a way that is not in the best interests of Syndax.

Some examples of a conflict of interest include:

- Working for, or having an ownership interest in, a competitor, supplier or customer of the Company
- Having a second job (including a board membership) that interferes with your work at the Company or using Company assets for personal gain
- Having a family or close personal relationship with someone who directly or indirectly reports to you
- Being involved in the selection process of a new employee, supplier or other business partner when the applicant is a family member or someone with whom you have a close personal relationship



We soar higher together when we:



- Recognize and avoid situations that may create a conflict of interest
- Are transparent and disclose any potential conflict of interest to our manager and Compliance or Legal so they may help to resolve it



A “**close personal relationship**” includes family relationships, close personal friendships, domestic partners and relationships of a romantic, intimate or sexual nature. It’s not always easy to sort out what may or may not be a conflict of interest.

If you aren’t sure, ask yourself:

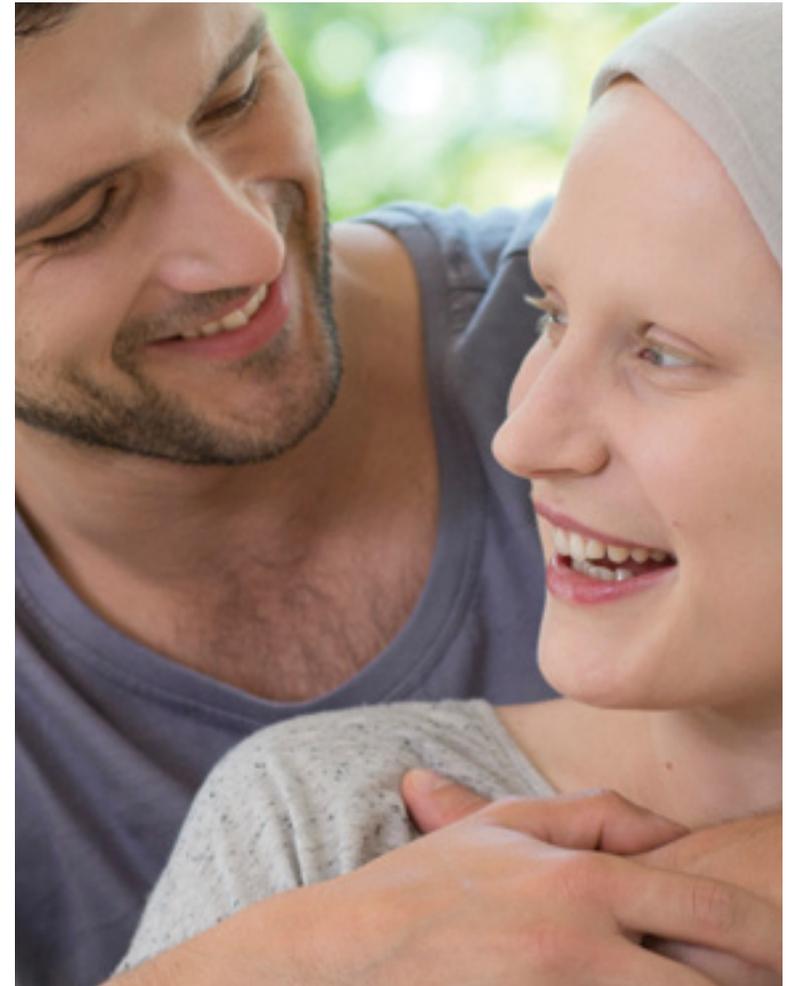
- Could my personal interests or those of my family or friends influence my business decisions or cause me to act in a way that is not in the Company’s best interests?
- Could it look that way to others?

If the answer is yes to either of these questions, contact Compliance or Legal for guidance. If promptly disclosed, many conflicts of interest can be managed or resolved so they don’t result in a violation of the Code.

Q: My manager recently hired a contractor to work on a project. One of my co-workers told me that the contractor is related to our manager.

Isn’t that a conflict of interest?

A: Yes, such a relationship may influence the manager’s decisions related to hiring, evaluating performance or compensating the contractor that may not be in the best interests of the Company. If you believe a potential conflict of interest exists, you should let Compliance or Legal know so we can work together to resolve the issue.



We Maintain Accurate Books and Records

Our commitment to being dependable and trustworthy also applies to the accuracy of our books and records. Complete and accurate books and records form the basis for making good business decisions and for ensuring the integrity of the financial statements and disclosures we make to the public. We have established internal controls to safeguard our Company's assets and ensure our books and records can be trusted. Anyone who intentionally misrepresents, conceals or falsifies information in our books and records, or who assists others in doing so, has engaged in fraud. Fraudulent activity compromises the integrity and dependability of our financial reporting and is against the law.

Q: I have some documents that have met the criteria to be destroyed according to our retention schedule but I think they might be relevant to a recent legal action.

What should I do?

A: You should seek guidance from Legal to determine whether these documents are under legal hold. A legal hold is an order creating an exception to the records retention schedule to preserve and protect records during or in anticipation of litigation, investigation or audit.



We soar higher together when we:



- Maintain complete, accurate and timely books and records related to our areas of responsibility
- Follow all internal controls and applicable accounting policies
- Manage the storage, retention and destruction of records in accordance with records retention schedules or legal hold instructions
- Cooperate fully with internal or external auditors, investigators or regulators
- Report any actual or suspected error or irregularity in the records or violation of internal controls to the Chief Compliance Officer or Chief Financial Officer

We Protect Company Assets

We each have a responsibility to protect our Company's assets from loss, damage, theft, waste and misuse. These assets include things like equipment, vehicles, products, computers, systems, time and funds as well as our confidential information.

Confidential information includes our intellectual property (copyrights, trademarks, patents), unpublished financial information, research, product innovation and other information not known to the public. Sharing confidential information with people outside the Company could hurt us competitively, damage our reputation or impact our financial performance. Even within the Company, we only share confidential information with others who have a business need to know. Some of us may have access to confidential or proprietary information about a patient or business partner. If so, we should exercise the same care to protect that information.

Protecting information about our Company, our patients and our business partners that is held on our computer systems, portable electronic devices, laptops, phones and other technology requires us to take appropriate security measures to prevent loss due to unauthorized access.

Q: I ran into a former Syndaxer at a local restaurant. We were catching up when they asked me about the progress we were making on a drug that was in development when they were at our Company. I know that information is confidential, so I told them I couldn't answer that and steered the conversation back to what was happening with our families.

Did I do the right thing?

A: Yes. It is never okay to discuss confidential information with anyone outside our Company, whether or not they are a former Syndaxer.



We soar higher together when we:



- Use Company assets responsibly and efficiently, never using them for personal gain or in a way that would violate Company policy
- Ensuring all expenses are reasonable, for business purposes, properly approved and recorded
- Secure all confidential information and only share it with those who have a business need to know
- Use strong confidential passwords, take appropriate caution when accessing the internet, install only authorized software, are alert for phishing or other potential cyber-attacks and promptly report any unusual or suspicious activities

We Follow the Rules for Trading in Stock

There is a lot to be excited about at Syndax as we work to improve the lives of people with cancer. As a result of the exciting, innovative work we do, some of us may have information that is material to the Company or one of our business partners that is not yet known to the public. Information such as this that could positively or negatively affect the company's stock price, or that would be considered important to an investor when making an investment decision is considered material nonpublic information. Some examples of material nonpublic information include undisclosed financial results, potential mergers or acquisitions, new products, results of clinical trials, status of regulatory approvals or other significant events. Trading on material nonpublic information or tipping others to do so is against the law and Company policy.

Q: I have been working on a new drug that looks very promising. I am so excited about it and proud of the fact that our company is working on this.

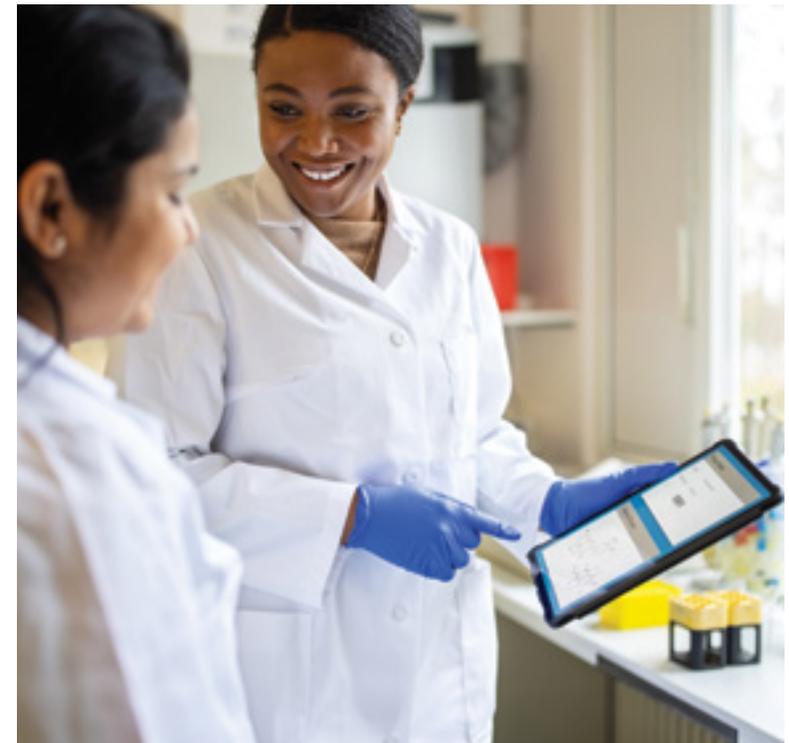
Can I talk about it with my friends and family?

A: No, this type of information is considered material nonpublic information and must be kept confidential. Talking about it with any non-Syndax employee could be considered tipping if someone should trade in Syndax stock based on that information. Trading on material nonpublic information or tipping others to do so is against the law and Company policy. If you are ever unsure about whether certain information would be considered material nonpublic information, or if you have any questions about the laws and regulations that govern stock trading, ask Legal before taking any action.

We soar higher together when we:



- Keep all inside information confidential
- Do not buy or sell stock in any company based on material nonpublic information
- Do not provide material nonpublic information or a stock "tip" to anyone



We Communicate Carefully

Collaboration is core to our identity and critical to our success. We collaborate across the business by communicating effectively with others through a variety of methods such as emails, instant messages and text messages. We must always be respectful, factual and professional in our communications, understanding that any message could become public.

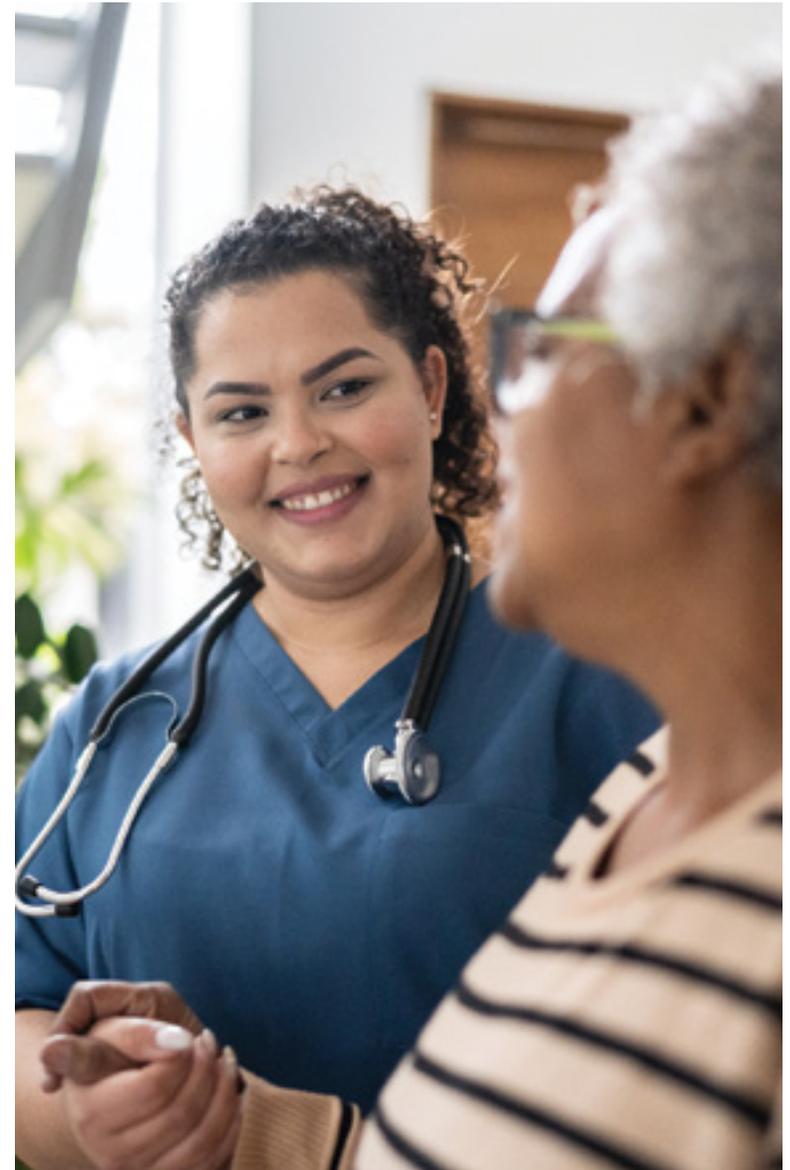
Social media provides a variety of platforms that can be used effectively by designated Company spokespersons to communicate exciting news about the Company. We understand that social media can also be a fun and rewarding way to personally share your life and opinions with people both inside and outside our Company, but it also has the potential for harm so it must be used with care. If you choose to use social media for personal purposes, you are responsible for the content you post and must follow the guidelines in our Social Media policy.

Members of the media, the investment community and others in the public may contact us to learn more about our Company. To ensure they receive information that is accurate and consistent, certain individuals have been designated to speak on the Company's behalf. If anyone outside of the Company asks us for information about Syndax, refer them to Investor Relations.

We soar higher together when we:



- Communicate in a way that is respectful and professional, never in a way that would be offensive or violate our Code
- Follow the guidelines for responsible use of social media
- Refer external inquiries about our Company to designated Company spokespersons



Social Media Dos and Don'ts

We are solely responsible for what we post online, so keep the following Dos and Don'ts in mind:

Do



Do be respectful and professional



Do consider your content carefully — posts live forever online



Do make it clear that you are expressing your own opinions and do not represent Syndax

Don't



Don't disclose confidential information about Syndax, its employees, patients or business partners



Don't post anything that could be considered discriminatory, harassing, offensive or that would violate our Code



Don't represent yourself as a spokesperson for our Company unless you are authorized to do so

We Expect Our Business Partners to Uphold Our Standards

We expect our business partners and anyone working on our Company's behalf to uphold our standards for doing business ethically and in compliance with all applicable laws and regulations.

We soar higher together when we:



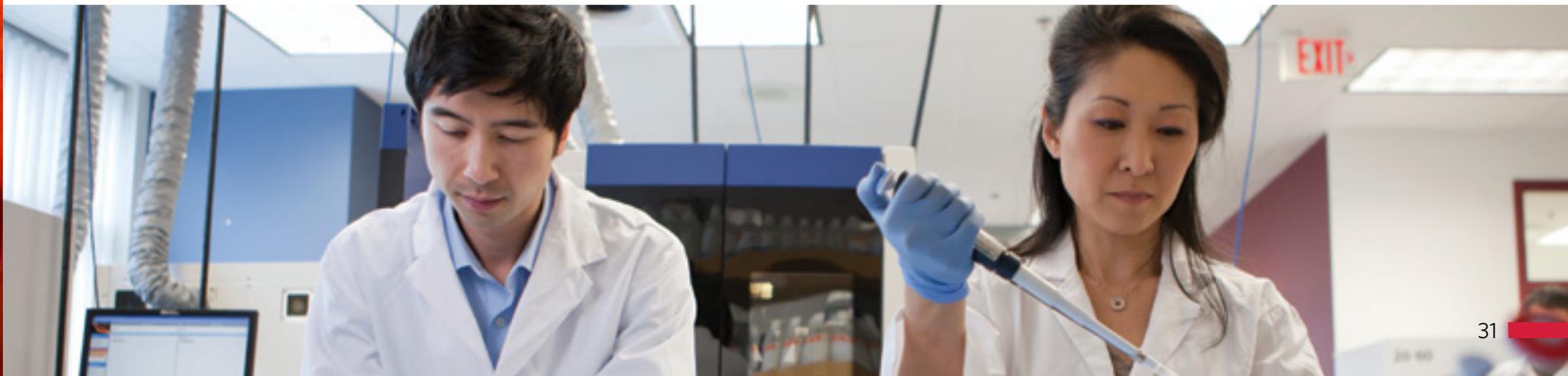
- Perform due diligence to ensure we select responsible business partners who share our commitment to ethical business practices
- Notify Compliance or Legal if we believe a business partner is not meeting these expectations



Q: I saw a recent news article implying that one of our business partners may have been involved in illegal activity.

What should I do?

A: If there is even a possibility of improper or illegal behavior, you should report your concern to Compliance or Legal so it can be appropriately investigated. We want to be sure we are doing business with partners who share our commitment to doing business ethically and in compliance with the law.



Support for the Community

“ We share a common goal of making a difference in peoples’ lives — and having fun in the process! ”

We Promote Human Rights

We are deeply passionate about making a positive difference in the lives of others, and that extends to our commitment to promote human rights.

We soar higher together when we:



- Promote a safe, healthy and respectful workplace free of discrimination and harassment
- Comply with all applicable wage and hour laws
- Prohibit child labor and all forms of modern slavery, including forced labor and human trafficking
- Require our suppliers and other business partners to share our commitment to these ethical business practices



We Respect the Environment

We understand that our communities are part of the natural environment on which we all depend. We respect the environment by striving to reduce our Company's impact on it.

We soar higher together when we:



- Comply with all applicable environmental laws and regulations
- Use our resources efficiently
- Participate in activities to protect and preserve our environment



Q: I am really interested in environmental issues, but I am not sure how I can make a difference at work.

Any ideas?

A: As part of our effort to always be learning, we can each make a difference by educating ourselves on the ways our work may impact the environment and taking simple steps every day to minimize that impact such as reducing waste, recycling and using energy more efficiently.



We Are Active in Our Communities

We strive to be proactive problem solvers — taking initiative and bringing solutions to the table. The same is true in our communities. We believe in a strong culture of nurturing your passions and using them to make a positive impact. We support and encourage Syndaxers to actively engage with our communities through Company-sponsored charitable activities or individual involvement in a cause that is personally meaningful.

Keep in mind, if we choose to participate in personal charitable or political activities, we must do it on our own time, with our own funds, and be clear that we are acting as individuals and do not represent the Company. We may not use Company resources, including funds, time, property, equipment or personnel for these personal activities and we may not pressure or attempt to influence other Syndaxers to support any candidate or cause.

We soar higher together when we:

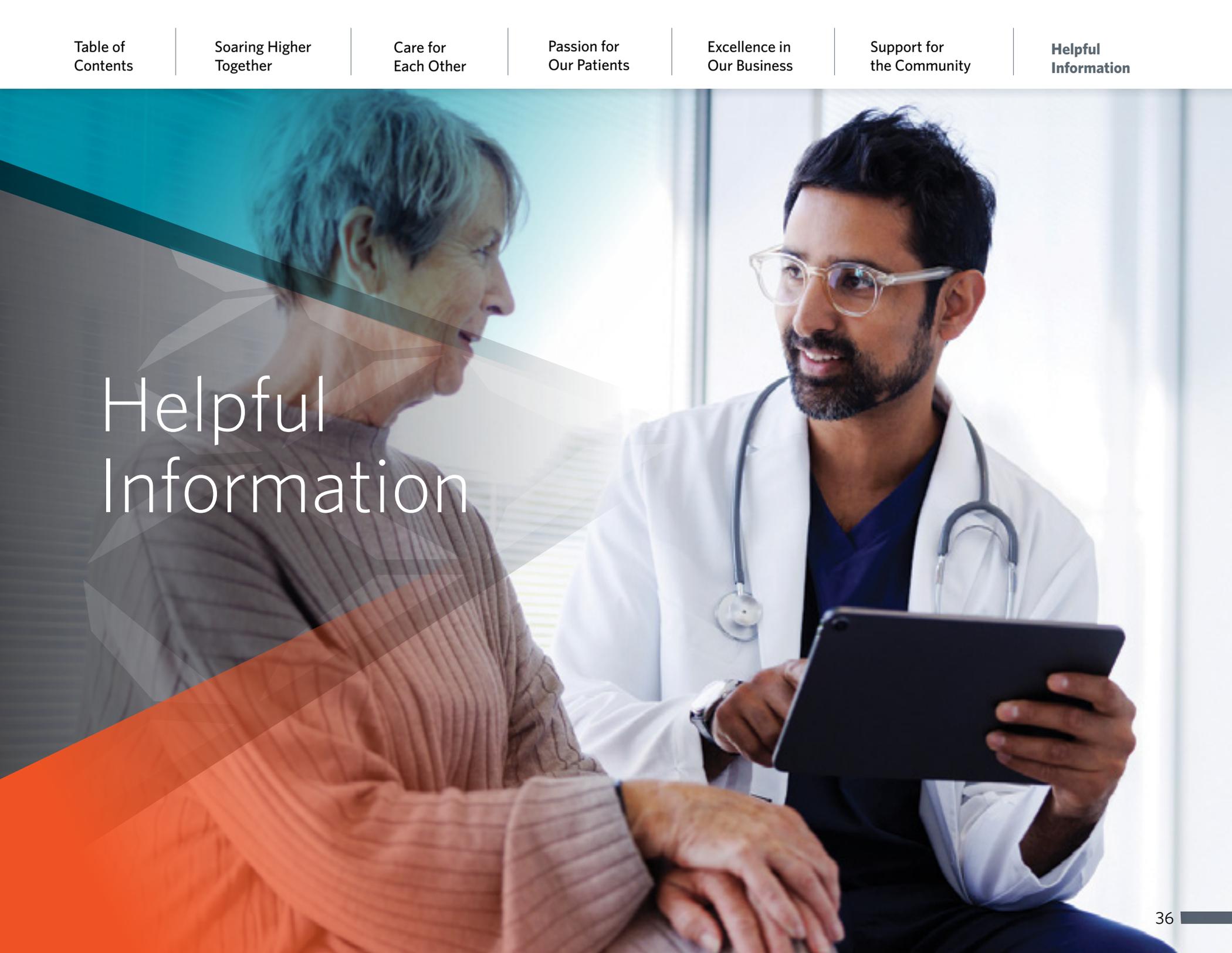


- Comply with all applicable environmental laws and regulations
- Use our resources efficiently
- Participate in activities to protect and preserve our environment



Q: I am active in a local cancer charity whose mission is very much aligned with the Syndax vision. I would like to make a small contribution on behalf of the Company with funds from my Company budget, can I do that?

A: Maybe. We cannot donate to a charitable cause on the Company's behalf without the appropriate approval. If you think the contribution is something that would be good for the Company, you should contact Corporate Communications for guidance.



Helpful Information

Helpful Information

More detailed information on topics covered under the Code of Conduct can be found in Company policies.

Key Contacts

If you have any questions about the content in this Code, or you would like to raise a concern directly to the **Chief Compliance Officer**, you may contact them:

By Mail

Syndax Pharmaceuticals, Inc.
ATTN: Chief Compliance Officer
730 Third Avenue, 9th Floor
New York, New York 10017

By Email

compliance@syndax.com

If you would like to raise a concern directly to the attention of the **Chief Financial Officer** or the **Chairperson of the Audit Committee**, you may contact them:

By Mail

Syndax Pharmaceuticals, Inc.
ATTN: Chief Financial Officer or Chair, Audit Committee
730 Third Avenue, 9th Floor
New York, New York 10017

By Email

compliance@syndax.com

Syndax Helpline

The Syndax Helpline is hosted by a third-party provider, EthicsPoint, and can be used to raise concerns in a confidential and anonymous manner. You may access the Helpline via the internet at syndax.ethicspoint.com or by telephone by dialing toll-free (within the United States, Guam, Puerto Rico and Canada) 833-416-6260.

The Helpline can also be accessed by using a smartphone to scan the QR code on this page.



Administration

Our Company may modify the Code of Conduct from time to time as necessary to respond to changing laws, regulations and Company policies. Any changes to this Code will be approved by the Board of Directors and disclosed as required by law or SEC regulation.

The Board, through the Audit and Nominating Committees, as applicable, will provide oversight to ensure this Code is properly administered. The Nominating Committee will be responsible for the annual review of the compliance procedures in place to implement this Code. The Chief Compliance Officer is responsible for the implementation of this Code.

Waivers of the Code

It may be appropriate for a provision of this Code to be waived in a rare circumstance. Any Syndaxer seeking a waiver must submit their request in writing to the Chief Compliance Officer for review and approval if appropriate. Any waiver of this Code that applies to executive officers or directors of the Company must be approved by the Board or, to the extent permitted by the rules of Nasdaq and our Corporate Governance Guidelines, a committee of the Board and must be promptly disclosed as required by law or regulation of the SEC and the rules of Nasdaq.



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