DEEP ISOLATION®

CONFLICT OF INTEREST POLICY FOR DOE FINANCIAL ASSISTANCE

Effective Date: 9/22/2026

Purpose and Scope

Deep Isolation Nuclear, Inc. (the "Company") adopts this Conflict of Interest Policy to establish an up-to-date, written and enforced administrative process for identifying, reviewing, managing, eliminating and reporting financial conflicts of interest and organizational conflicts of interest in connection with projects for which the Company seeks or receives financial assistance from the U.S. Department of Energy ("DOE"), including the National Nuclear Security Administration ("NNSA"). The purpose of this Policy is to provide a reasonable expectation that the purpose, design, conduct and reporting of DOE-funded projects will be free from bias resulting from financial conflicts of interest or organizational conflicts of interest.

This Policy applies to each Investigator who is planning to participate in or is participating in a project funded wholly or in part under a DOE financial assistance award, and to subrecipients to the extent required by the applicable DOE award, funding opportunity announcement, 2 CFR Part 910, DOE Financial Assistance Letter 2022-02 ("FAL 2022-02"), or other applicable DOE requirements. Where an applicable award or funding opportunity imposes requirements more stringent than this Policy, the more stringent requirement controls.

Because DOE issued final Conflict of Interest and Conflict of Commitment regulations in 2 CFR Part 910, Subpart C, effective August 17, 2026, the Company will apply the requirements incorporated into the applicable funding opportunity announcement and award terms and conditions. Existing awards that continue to incorporate the DOE Interim COI Policy will be administered under the provisions of this Policy applicable to FAL 2022-02 until DOE modifies the applicable award terms. The Company may supplement this Policy with procedures addressing conflicts of commitment or other requirements under 2 CFR Part 910, Subpart C when applicable to a particular application or award.

Definitions

"Designated Official" means the Company official designated by the Company with authority and responsibility to act on behalf of the Company to ensure compliance with this Policy. Unless otherwise designated in writing by the Chief Executive Officer or Board of Directors, the Company's Chief Legal Officer will serve as the Designated Official. The Designated Official may delegate administrative functions, but retains oversight responsibility.

"Financial Conflict of Interest" or "FCOI" means a situation in which an Investigator, or the Investigator's spouse or dependent child, has a Significant Financial Interest or financial relationship that could directly and significantly affect the purpose, design, conduct, reporting or funding of a DOE-funded project.

"Investigator" means the principal investigator and any other person, regardless of title or position, who is responsible for the purpose, design, conduct or reporting of a project funded by DOE or proposed for DOE funding. If an applicable DOE funding opportunity or award expands the definition to persons who participate in those activities, this Policy applies to that expanded population. Investigators may include employees, officers, directors, consultants, collaborators and other personnel depending on their project responsibilities.

"Investigator Responsibilities" means an Investigator's professional responsibilities on behalf of the Company, including research, engineering, technical, scientific, project-management, reporting, procurement, consulting, supervisory and other responsibilities that may relate to a DOE-funded project.

"Manage" means taking action to address an FCOI, including reducing, mitigating or eliminating the conflict, so that, to the extent possible, the purpose, design, conduct and reporting of the project are free from bias.

"Organizational Conflict of Interest" or "OCI" means a situation in which, because of relationships with a parent company, affiliate, subsidiary or other related organization, the Company is unable or appears unable to be impartial in conducting a procurement action involving a related organization, including the circumstances addressed by 2 CFR 200.318(c)(2).

"Potential Conflict of Interest" exists when an impartial observer reasonably believes that actual or apparent past, present or currently planned interests could constitute a conflict of interest with a DOE-funded project.

"Senior/Key Personnel" means the principal investigator, any other person who significantly influences the design, conduct or reporting of a DOE-funded project, and any other person identified as senior/key personnel in an application, approved budget, progress report or other report submitted to DOE.

"Significant Financial Interest" or "SFI" means a financial interest of an Investigator, the Investigator's spouse, or dependent child that reasonably appears to be related to the Investigator's Company responsibilities and includes: (a) for a publicly traded entity, remuneration received from the entity during the preceding twelve months plus the value of equity in the entity on the disclosure date that, in the aggregate, exceeds $5,000; (b) for a non-publicly traded entity, remuneration not otherwise disclosed as current, pending or other support received during the preceding twelve months that exceeds $5,000, or any equity interest; (c) intellectual property rights and interests upon receipt of income related to those rights or interests; and (d) reimbursed or sponsored travel related to the Investigator's Company responsibilities that is not otherwise disclosed in current and pending or other support disclosures, except travel reimbursed or sponsored by a U.S. Federal, state or local government agency, a domestic institution of higher education, or a domestic research institute affiliated with a domestic institution of higher education. Travel disclosures must include, at minimum, the purpose of the trip, sponsor or organizer, destination and duration, and the Designated Official may require additional information, including value.

An SFI does not include salary, royalties or other remuneration paid by the Company to a current employee or appointee; intellectual property rights assigned to the Company and agreements to share in royalties related to those rights; an Investigator's ownership interest in the Company while the Company is a commercial or for-profit organization; income from investment vehicles such as mutual funds and retirement accounts where the Investigator does not directly control investment decisions; or the governmental and domestic academic/research teaching, advisory-panel and similar income excluded by the DOE Interim COI Policy.

Investigator Disclosure Requirements

Each Investigator planning to participate in a DOE-funded project must disclose all SFIs to the Designated Official no later than the time the Company submits the applicable DOE application. An Investigator added after application must make the required disclosure before participating in the DOE-funded project.

Each Investigator participating in a DOE-funded project must update the disclosure at least annually during the award period, on a schedule established by the Designated Official. The annual disclosure must include information not previously disclosed and updated information concerning previously disclosed interests. Each Investigator must also submit a disclosure within thirty (30) calendar days after discovering or acquiring a new SFI, including through purchase, marriage or inheritance.

Investigators must provide complete and accurate information reasonably requested by the Designated Official to permit the Company to determine whether an SFI is related to a DOE-funded project and whether it constitutes an FCOI. Failure to disclose fully and timely may result in corrective action, removal from project responsibilities, disciplinary action, and any additional actions required by DOE or applicable law.

Review and Determination

The Designated Official will solicit and review Investigator disclosures. The Designated Official will determine whether an SFI is related to a DOE-funded project and, if so, whether the SFI constitutes an FCOI. An SFI is related to a DOE-funded project when the Designated Official reasonably determines that the SFI could be affected by the project, is in an entity whose financial interest could be affected by the project, or otherwise bears a relationship to the Investigator's project responsibilities. An FCOI exists when the related SFI could directly and significantly affect the purpose, design, conduct, reporting or funding of the project.

For an Investigator who is new to an ongoing DOE-funded project or who discloses a new SFI, the Designated Official will complete the required review promptly and within the time necessary for the Company to satisfy DOE's reporting deadlines. If an SFI was not disclosed timely or was not reviewed timely, the Designated Official will review it and, where required, conduct a retrospective review to determine whether the DOE-funded project was biased in its purpose, design, conduct or reporting during the period of noncompliance.

Management of Financial Conflicts of Interest

If the Designated Official determines that an FCOI exists, the Company will take appropriate action to manage, reduce or eliminate the conflict. A written management plan may include, as appropriate, public disclosure of the conflict; disclosure to project personnel; independent review or monitoring; modification of the project plan; change of personnel or responsibilities; disqualification from participation in all or part of the project; reduction or elimination of the financial interest; severance of relationships creating the conflict; or other measures reasonably designed to protect the integrity of the project.

The affected Investigator must comply with any management plan and provide certifications or information reasonably requested to document compliance. The Designated Official will monitor compliance on an ongoing basis until completion of the DOE-funded project or until the conflict no longer exists.

Reporting to DOE

The Company will provide FCOI reports and other conflict information to the cognizant DOE program office or Grants Officer as required by the applicable funding opportunity, award terms and conditions and DOE policy. For awards governed by FAL 2022-02, the Company will report identified FCOIs as required prior to expenditure of DOE funds and, for subsequently identified FCOIs, within sixty (60) days after identification. Reports will contain the information required by DOE and will be updated at least annually for the duration of the project when required.

The Company will report unmanaged or unmanageable FCOIs and, where the applicable funding opportunity or award requires, managed FCOIs and/or Investigator SFI disclosures. If a retrospective review determines that bias occurred, the Company will notify DOE promptly and submit any mitigation report or corrective information required by DOE. The Company will cooperate with DOE requests for additional information and will take corrective action directed or required by DOE.

Public Accessibility

The Company will make this Policy available on a publicly accessible website while required by an applicable DOE award. For each FCOI held by Senior/Key Personnel that is required by DOE to be publicly disclosed, the Company will make the required information available through a publicly accessible website or, where permitted, by written response within five (5) business days after a request. Public information will include the Investigator's name, title and role on the project, the entity in which the SFI is held, the nature of the SFI, and the approximate dollar value or a statement that the value cannot readily be determined, using the value ranges permitted by DOE.

Public FCOI information will be updated at least annually and, where required under the DOE Interim COI Policy, within sixty (60) days after identification of a new reportable FCOI. Required public information will remain available for at least three (3) years from the date it was most recently updated.

Investigator Training

Before engaging in a project related to a DOE financial assistance award, each Investigator must complete training regarding this Policy, the Investigator's disclosure responsibilities, and applicable DOE conflict-of-interest requirements. For awards governed by FAL 2022-02, refresher training will occur at least every four (4) years and immediately when this Policy or related procedures are revised in a manner affecting Investigator requirements, when an Investigator is new to the Company, or when the Company determines that an Investigator has not complied with this Policy or an applicable management plan. For awards subject to 2 CFR Part 910, Subpart C, the Company will apply any more frequent training requirement incorporated into the applicable award, including the two-year refresher requirement under the final DOE regulations.

Subrecipients

Before issuing a subaward under a DOE-funded project, the Company will take reasonable steps to ensure that each subrecipient Investigator complies with applicable DOE conflict-of-interest requirements. The written subaward agreement will specify whether the subrecipient's compliant conflict-of-interest policy or this Policy applies to the subrecipient's Investigators. If the subrecipient relies on its own policy, it must certify that its policy complies with the applicable DOE requirements and make the policy publicly available as required. If it cannot provide the certification, its Investigators will be subject to this Policy.

Each subaward agreement will establish disclosure and reporting deadlines that permit the Company to meet its DOE obligations. For awards governed by FAL 2022-02, the Company will report subrecipient FCOIs to DOE prior to expenditure of funds when required and within sixty (60) days of subsequently identified FCOIs.

Organizational Conflicts of Interest and Procurement

The Company will identify and address actual, apparent and potential OCIs in connection with DOE-funded procurement actions. No employee, officer, agent or other person acting for the Company may participate in the selection, award or administration of a contract supported by a Federal award where an actual or apparent conflict of interest exists. The Company will evaluate relationships involving parents, subsidiaries, affiliates and other related organizations before procurement actions where those relationships could impair, or appear to impair, impartiality.

Potential OCIs must be disclosed promptly to the Designated Official. The Designated Official, in consultation with appropriate management, will determine whether the conflict can be avoided, mitigated or managed, including through recusal, independent review, competition safeguards, reassignment, restructuring of the procurement or other appropriate measures. The Company will make written disclosures to DOE or a pass-through entity when required by 2 CFR 200.112, 2 CFR 200.318, the applicable award, or DOE policy.

Records

The Company will maintain records relating to Investigator disclosures, the Company's review and response to disclosures, FCOI determinations, management plans, retrospective reviews, mitigation reports, training, public disclosures and reports to DOE for at least three (3) years from the date of submission of the final expenditures report or, where applicable, from other dates specified in 2 CFR 200.334, the DOE award, or other governing requirements. Records will be retained longer when required by litigation, audit, investigation, DOE instruction or another applicable retention requirement.

Confidentiality and Privacy

Financial disclosures will be treated as confidential Company records to the extent practicable and permitted by law. Access will be limited to persons with a legitimate compliance, legal, audit or project-management need, except that information will be disclosed to DOE, other governmental authorities, pass-through entities, auditors, or the public when required by applicable law, regulation, funding opportunity, award terms or this Policy.

Noncompliance and Enforcement

Violations of this Policy include failure to make a required disclosure, submission of materially incomplete or inaccurate information, failure to comply with a management plan, interference with the review process, or retaliation against a person who in good faith raises a conflict concern. The Company may impose corrective or disciplinary measures appropriate to the circumstances, including additional training, recusal, reassignment, suspension of project activities, removal from a DOE-funded project, modification of duties, or other employment or contractual action. The Company will make any required notifications to DOE and take any corrective action required by DOE.

Administration; Questions and Disclosures

The Chief Legal Officer is responsible for administration of this Policy unless another Designated Official is appointed in writing. Questions regarding this Policy, requests for disclosure forms, and disclosures of actual, apparent or potential conflicts should be directed to the Legal Department at legal@deepisolation.com or through another compliance channel designated by the Company.

The Designated Official may adopt forms, procedures, training materials, subrecipient certifications and management-plan templates reasonably necessary to implement this Policy and may revise those materials without amending this Policy, provided they remain consistent with applicable DOE requirements.

References

This Policy is intended to be read consistently with 2 CFR 200.112, 2 CFR 200.318, 2 CFR Part 910 (including Subpart C, as applicable), DOE Financial Assistance Letter 2022-02, applicable DOE policy flashes and FAQs, and the specific funding opportunity announcement and terms and conditions governing each DOE financial assistance award.

Approval

Approved by: Signed by: Rod Baltzer 32BE14F01EF4476...

9/22/2026

Rod Baltzer, Chief Executive Officer

Date