

**CLEARVISION GLOBAL HEALTH, INC.  
CONFLICT OF INTEREST POLICY**

Adopted by the Board of Directors

Date: 6/12/2026

**ARTICLE I — PURPOSE**

The purpose of this Conflict of Interest Policy is to protect the interests of ClearVision Global Health, Inc. (the "Corporation") when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer, director, or key employee of the Corporation. This policy is intended to supplement, but not replace, any applicable state and federal laws governing conflicts of interest applicable to nonprofit and charitable organizations.

This policy is required by the Internal Revenue Service as a condition of obtaining and maintaining federal tax-exempt status under Section 501(c)(3) of the Internal Revenue Code.

**ARTICLE II — DEFINITIONS**

**Section 2.1 — Interested Person**

Any director, officer, or member of a committee with Board-delegated powers who has a direct or indirect financial interest, as defined below, is an "Interested Person."

**Section 2.2 — Financial Interest**

A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

- (a) An ownership or investment interest in any entity with which the Corporation has a transaction or arrangement;
- (b) A compensation arrangement with the Corporation or with any entity or individual with which the Corporation has a transaction or arrangement; or
- (c) A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Corporation is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial. A financial interest is not necessarily a conflict of interest. A person who has a financial interest may have a conflict of interest only if the Board of Directors decides that a conflict of interest exists.

**Section 2.3 — Family Member**

For purposes of this policy, "family member" means a spouse, domestic partner, parent, child, sibling, or any other person with whom the Interested Person has a close personal or financial relationship.

## **ARTICLE III — PROCEDURES**

### **Section 3.1 — Duty to Disclose**

In connection with any actual or possible conflict of interest, an Interested Person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with Board-delegated powers who are considering the proposed transaction or arrangement.

### **Section 3.2 — Determining Whether a Conflict of Interest Exists**

After disclosure of the financial interest and all material facts, and after any discussion with the Interested Person, the Interested Person shall leave the Board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining Board or committee members shall decide if a conflict of interest exists.

### **Section 3.3 — Procedures for Addressing a Conflict of Interest**

An Interested Person may make a presentation at the Board or committee meeting, but after the presentation, the Interested Person shall leave the meeting during the discussion of and the vote on the transaction or arrangement involving the possible conflict of interest.

The chairperson of the Board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

After exercising due diligence, the Board or committee shall determine whether the Corporation can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the Board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Corporation's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, it shall make its decision as to whether to enter into the transaction or arrangement.

### **Section 3.4 — Violations of the Conflict of Interest Policy**

If the Board of Directors has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the Board determines the member has failed to



disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action, including removal from the Board.

#### **ARTICLE IV — RECORDS OF PROCEEDINGS**

The minutes of the Board of Directors and all committees with Board-delegated powers shall contain:

(a) The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest;

(b) The nature of the financial interest;

(c) Any action taken to determine whether a conflict of interest was present; and

(d) The Board's or committee's decision as to whether a conflict of interest in fact existed.

The minutes shall also contain the names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

#### **ARTICLE V — COMPENSATION**

##### **Section 5.1 — Compensation Decisions**

A voting member of the Board of Directors who receives compensation, directly or indirectly, from the Corporation for services is precluded from voting on matters pertaining to that member's compensation.

##### **Section 5.2 — No Compensation for Directors**

Directors of ClearVision Global Health, Inc. shall not receive compensation for their service as directors. Directors may be reimbursed for reasonable and necessary expenses incurred in connection with their Board service, subject to approval by the Board.

#### **ARTICLE VI — ANNUAL STATEMENTS**

Each director, officer, and member of a committee with Board-delegated powers shall annually sign a statement which affirms that such person:

(a) Has received a copy of this Conflict of Interest Policy;

(b) Has read and understands the policy;

(c) Has agreed to comply with the policy; and

(d) Understands that the Corporation is charitable and, in order to maintain its federal tax exemption, it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

#### **ARTICLE VII — PERIODIC REVIEWS**

To ensure the Corporation operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- (a) Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's length bargaining;
- (b) Whether partnerships, joint ventures, and arrangements with management organizations conform to the Corporation's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes, and do not result in inurement, impermissible private benefit, or excess benefit transactions.

## ARTICLE VIII — USE OF OUTSIDE EXPERTS

When conducting the periodic reviews as provided for in Article VII, the Corporation may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the Board of its responsibility for ensuring periodic reviews are conducted.

## ADOPTION

This Conflict of Interest Policy was duly adopted by the Board of Directors of ClearVision Global Health, Inc. at the First Meeting of the Board of Directors held on the date set forth above.

|                             |       |                        |
|-----------------------------|-------|------------------------|
| Signature: _____            | _____ | Date: <u>6/12/2026</u> |
| Eren Coban, President       |       |                        |
| Signature: _____            | _____ | Date: <u>6/12/2026</u> |
| Dr. Harun Yilmaz, Treasurer |       |                        |
| Signature: _____            | _____ | Date: <u>6/12/2026</u> |
| Dr. Adam Sahin, Secretary   |       |                        |



## ANNUAL ACKNOWLEDGMENT FORM

(Each director and officer must sign this form annually)

I, the undersigned, hereby acknowledge that I have received, read, and understood the Conflict of Interest Policy of ClearVision Global Health, Inc. I agree to comply with this policy in all respects. I understand that ClearVision Global Health, Inc. is a charitable organization and that in order to maintain its federal tax exemption, it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

I further affirm that I have disclosed, or will promptly disclose, any financial interest I have or may have in any transaction or arrangement involving the Corporation, and that I will recuse myself from any discussion or vote on matters in which I have such a financial interest.

Printed Name: Ben Cohen Title / Role: President Signature: [Signature] Date: 6/12/2026

Printed Name: Adam (Hippster) Selin Title / Role: Secretary Signature: [Signature] Date: 6/12/2026

Printed Name: Horn Yilmaz Title / Role: Treasurer Signature: [Signature] Date: 6/12/2026