

SEELOS THERAPEUTICS, INC.
CODE OF ETHICS FOR OFFICERS, DIRECTORS AND EMPLOYEES

Seelos Therapeutics, Inc. (the “*Company*”) is committed to conducting its business in compliance with all the applicable laws and regulations of the countries in which it operates and in accordance with high standards of business conduct. The Company strives to maintain the highest standards of accuracy, completeness and disclosure in its financial dealings, records and reports. These standards serve as the basis for managing the Company’s business, for meeting the Company’s duties to its shareholders and for maintaining compliance with financial reporting requirements. Each of the Company’s officers, directors and employees must adhere to and advocate the following principles and responsibilities governing professional and ethical conduct:

- Act with honesty and integrity, avoiding actual or apparent conflicts of interest in personal and professional relationships, and promptly disclose any situation that involves, or may reasonably be expected to involve, such an actual or apparent conflict of interest to the Company’s General Counsel or other senior member of the Company’s legal department or, in the absence of a General Counsel or other senior member of the Company’s legal department, the Company’s principal financial officer.
- Advance the legitimate interests of the Company and not directly or indirectly (1) take personally for themselves opportunities that are discovered through the use of Company property, information or positions; (2) use Company property, information or positions for personal gain; or (3) compete with the Company for business opportunities.
- Provide constituents with information that is accurate, complete, objective, relevant, timely and understandable.
- Comply with laws, rules and regulations of federal, state, provincial and local governments and other appropriate private and public governmental and regulatory agencies, including, but not limited to, laws covering: bribery and kickbacks, copyrights, trademarks and trade secrets, information privacy, insider trading, illegal political contributions, antitrust prohibitions, foreign corrupt practices, import and exports, sanctioned countries or persons, offering or receiving gratuities, environmental hazards, employment discrimination or harassment, occupational health and safety, false or misleading financial information or misuse of corporate assets.
- Act in good faith, responsibly, with due care, competence and diligence, without misrepresenting material facts or allowing independent judgment to be subordinated.
- Use good business judgment in the processing and recording of all financial transactions involved in performing duties with the Company.
- Respect the confidentiality of information relating to the Company and others acquired in the course of work, except when authorized or otherwise legally obligated to disclose such information, and not use such confidential information acquired in the course of work for personal advantage.
- Share knowledge and maintain skills important and relevant to constituents’ needs.
- Promote ethical behavior among constituents in the work environment.
- Achieve responsible use of and control over all assets and resources employed or entrusted to such director, officer or employee.

- Comply with generally accepted accounting principles in the United States and related standards and practices, rules, regulations and controls, to the extent applicable to the duties of such director, officer or employee of the Company.
- Ensure, to the extent applicable to the duties of such director, officer or employee of the Company, that accounting entries are promptly and accurately recorded and properly documented and that no accounting entry intentionally distorts or disguises the true nature of any business transaction.
- Maintain books and records that fairly and accurately reflect the Company's business transactions, to the extent applicable to the duties of such director, officer or employee of the Company.
- Sign only those documents that such director, officer or employee believes to be accurate and truthful.
- Devise, implement and maintain sufficient internal controls to assure that financial record-keeping objectives are met, to the extent applicable to the duties of such director, officer or employee of the Company.
- Prohibit the establishment of any undisclosed or unrecorded funds or assets for any purpose.
- Ensure that the information in the Company's public communications, including all reports and documents filed with or submitted to the Securities and Exchange Commission, are full, fair, accurate, timely and understandable, to the extent applicable to the duties of such director, officer or employee of the Company.
- Not knowingly be a party to any illegal activity or engage in acts that are discreditable to the profession of such director, officer or employee or the Company.
- Respect and contribute to the legitimate and ethical objectives of the Company.
- Engage in only those services for which such director, officer or employee has the necessary knowledge, skills and expertise.
- To the extent applicable to the duties of such director, officer or employee of the Company, properly and promptly record, or cause to be properly and promptly recorded, all disbursements of funds and all receipts.
- Not make, or tolerate to be made, false or artificial statements or entries for any purpose in the books and records of the Company or in any internal or external correspondence, memoranda, or communication of any type, including telephone or wire communications.
- Act in a fair and impartial manner in all business dealings, and ensure that gifts and entertainment further the business interests of the Company and are not construed as potentially influencing business judgment or creating an obligation.
- Ensure compliance with the Foreign Corrupt Practices Act, and not give anything of value, directly or indirectly, to officials of foreign governments or foreign political candidates in order to obtain or retain business. It is strictly prohibited to make illegal payments to government officials of any country.

Each of the Company's officers, directors and employees are encouraged to promptly report any serious violations of this Code of Ethics to the Company's anonymous reporting system through Lighthouse Services, Inc. in one of the following ways:

- Toll-free telephone:

- English-speaking USA and Canada (not available from Mexico): (855) 400-6002
- Spanish-speaking North America: (800) 216-1288
- Spanish-speaking Dialing from Mexico: 001-800-216-1288

- Website: <https://www.lighthouse-services.com>
- Email: reports@lighthouse-services.com (Company name must be included with report)
- Fax: (215) 689-3885 (Company name must be included with report)

To encourage employees to report any and all violations, the Company will not tolerate retaliation for reports made in good faith. Retaliation or retribution against any director, officer or employee of the Company for a report made in good faith of any suspected violation of this Code of Ethics is cause for appropriate disciplinary action.

Any waiver of this Code of Ethics for the Company's directors, executive officers or other principal financial officers may be made only by the Company's Board of Directors and will be disclosed to the public as required by law or the rules of The Nasdaq Stock Market LLC, when applicable. Waivers of this Code of Ethics for other employees may be made only by the Company's General Counsel or principal financial officer and will be reported to the Company's Audit Committee.

This Code of Ethics is a statement of certain fundamental principles, policies and procedures that govern the Company's officers, directors and employees in the conduct of the Company's business. It is not intended to and does not create any rights in any employee, customer, client, visitor, supplier, competitor, shareholder or any other person or entity. It is the Company's belief that the policy is robust and covers most conceivable situations.

Last Revised: May 13, 2019