



**CHARTER OF THE
COMPLIANCE COMMITTEE
OF THE BOARD OF DIRECTORS OF
ENDO, INC.**

Adopted as of May 10, 2024

I. PURPOSE OF THE COMMITTEE

The purpose of the Compliance Committee (the “Committee”) of the Board of Directors (the “Board”) of Endo, Inc. (the “Company”) shall be to assist the Board by providing oversight of regulatory, compliance (including interactions with healthcare professionals), product safety and quality and legal matters that may impact the Company.

II. COMPOSITION OF THE COMMITTEE

The Committee shall consist of three or more independent directors as determined from time to time by the Board under the listing standards of The New York Stock Exchange (“NYSE”) and any additional requirements that the Board deems appropriate.

Consistent with the appointment of other Board committees, the members of the Committee shall be elected by the Board at the annual organizational meeting of the Board or at such other time as may be determined by the Board. Any vacancy on the Committee shall be filled by majority vote of the Board. No member of the Committee shall be removed except by majority vote of the Board.

The chairperson of the Committee shall be designated by the Board upon recommendation of the Nominating, Governance & Corporate Responsibility Committee; *provided* that if the Board does not so designate a chairperson, the members of the Committee, by a majority vote, may designate a chairperson.

III. MEETINGS AND PROCEDURES OF THE COMMITTEE

The Committee shall meet quarterly and more often as it determines necessary to carry out its duties and responsibilities. The Committee, in its discretion, may ask members of management or others to attend its meetings (or portions thereof) and to provide pertinent information as necessary. The Committee shall report regularly to the Board of Directors with respect to its activities and make recommendations to the Board of Directors as appropriate. The Committee shall maintain records relating to its meetings, including minutes of each meeting.

A majority of the members of the Committee present in person or by means of a conference telephone or other communications equipment by means of which all persons participating in the meeting can hear each other shall constitute a quorum. The Committee shall

maintain minutes of its meetings and records relating to those meetings and shall report regularly to the Board on its activities, as appropriate.

The Committee shall regularly have “executive sessions” without members of management present. The Committee shall have an executive session at each meeting with the Chief Compliance Officer without non-Committee members present, to permit the Committee and the Chief Compliance Officer to have an uninhibited discussion of compliance risks of concern, including the adequacy of compliance staff and resources. The Committee may also meet in executive session with other members of management including the General Counsel, the Chief Internal Auditor, other selected Endo employees, and/or outside counsel and other experts or consultants selected by the Committee.

IV. SUBCOMMITTEES

The Committee may form subcommittees for any purpose that the Committee deems appropriate and may delegate to such subcommittees such power and authority as the Committee deems appropriate; *provided, however*, that no subcommittee shall consist of fewer than two members, and *provided further* that the Committee shall not delegate any power or authority required by any law, regulation or listing standard to be exercised by the Committee as a whole. All such delegations must be authorized through a Committee approved action.

V. DUTIES AND RESPONSIBILITIES OF THE COMMITTEE

The Committee shall oversee management’s implementation of the Company’s Compliance Program, including:

- (a) The Chief Compliance Officer’s power, independence, and resources (including funding and staff) to implement, maintain, and monitor the Company’s compliance program and the Chief Compliance Officer’s direct access to senior management;
- (b) The Company’s Code of Conduct, written compliance policies and procedures and mechanisms for employees to seek guidance and report concerns;
- (c) The Company’s systems and processes to periodically assess, monitor and audit its Compliance Program, to investigate alleged misconduct and to promote and enforce its standards;
- (d) The Company’s Compliance Committee and whether Compliance Committee members fully understands and exercises its role, that the Compliance Committee’s decisions and activities are appropriately implemented and performed, and how the Compliance Committee addresses risk.
- (e) The Company’s compliance with applicable product safety and quality standards, anti-bribery and corruption laws, and regulations regarding interactions with healthcare professionals and government officials, as well as any ongoing agreements entered into with governmental or regulatory authorities relating to compliance; and

- (f) The Company's efforts to promote an ethical culture.

The Committee shall periodically receive from, and discuss with, the Chief Compliance Officer:

- (a) Updates on compliance matters including monitoring to detect potential non-compliance and identify opportunities for enhancement;
- (b) Aggregate-level reports on all investigations including referable investigative matters ("RIMs") (as defined in the Company's standard operating procedure for investigations) and ethics hotline complaints, as well as an individual-level reports on key RIMs;
- (c) Compliance Committee member attendance and whether the Chief Executive Officer enforces accountability and how Compliance Committee members' role and performance on the Compliance Committee are reflected in their performance plans and considered in compensation and promotion decisions;
- (d) Enforcement and regulatory developments; and
- (e) Other information that the Chief Compliance Officer may deem relevant to the Compliance Program such as compliance monitoring trends or updates on external developments.

In addition to the activities described above, the Committee will perform such other functions as necessary or appropriate in its or the Board's business judgment under applicable law, the Company's Certificate of Incorporation and Bylaws and the resolutions or other directives of the Board.

VI. EVALUATION OF THE COMMITTEE

The Committee shall, on an annual basis, evaluate its performance. In conducting this review, the Committee shall evaluate whether this Charter appropriately addresses the matters that are or should be within its scope and shall recommend any proposed changes to the Board for its approval. The Committee shall address all matters that the Committee considers relevant to its performance.

The Committee shall deliver to the Board a report, which may be oral, setting forth the results of its evaluation, including any recommended changes to this Charter and any other applicable policies, procedures or governing documents.

VII. INVESTIGATIONS AND STUDIES; OUTSIDE ADVISERS

The Committee may conduct or authorize investigations into or studies of matters within the Committee's scope of responsibilities or otherwise at the request of the Board, and may retain, at the Company's expense, such independent counsel or other consultants or advisers as it deems necessary.

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While the members of the Committee have the duties and responsibilities set forth in this Charter, nothing contained in this Charter is intended to create, or should be construed as creating, any responsibility or liability of members of the Committee, except to the extent otherwise provided under applicable federal or state law.

Adopted by the Board of Directors of
Endo, Inc.
on May 10, 2024