

**MARIS-TECH LTD.**  
**INSIDER TRADING POLICY**

**EFFECTIVE OCTOBER 31, 2022**

**I. Introduction**

This policy determines acceptable transactions in the securities of Maris-Tech Ltd. (the “**Company**”) by our officers and other employees, directors and consultants. This policy arises from the Company’s status as a public company whose securities are listed on the Nasdaq Capital Market under the symbols “MTEK” and “MTEKW”. During the course of your employment, directorship or consultancy with the Company, you may receive important information that is not yet publicly available (“**inside information**”), about the Company or about other publicly-traded companies with which the Company has business dealings. Because of your access to this inside information, you may be in a position to profit financially by buying or selling, or in some other way dealing, in the Company’s securities, or securities of another publicly-traded company, or to disclose such information to a third party who does so profit or which you may have reasonable belief to assume will use the inside information (a “**tippee**”).

**II. Insider Trading Policy**

*A. Securities Transactions*

Use of inside information by someone for personal gain, or to pass on, or “tip,” the inside information to someone who uses it for personal gain, is illegal, regardless of the quantity of securities, and is therefore prohibited. You can be held liable both for your own transactions and for transactions effected by a tippee, or even a tippee of a tippee. Furthermore, it is important that the appearance of insider trading in securities be avoided. The only exception is that transactions directly with the Company, *e.g.*, option exercises or purchases under an employee share purchase plan, are permitted. However, the subsequent sale (including the sale of shares in a cashless exercise program) or other disposition of such shares is fully subject to these restrictions.

*B. Inside Information*

As a practical matter, it is sometimes difficult to determine whether you possess inside information. The key to determining whether nonpublic information you possess about a public company is inside information is whether dissemination of the information would likely affect the market price of the company’s securities or would likely be considered important, or “material”, by investors who are considering trading in that company’s securities. Certainly, if the information makes you want to trade, it would probably have the same effect on others. Remember, both positive and negative information can be material. If you possess inside information, you may not trade in a company’s securities, advise anyone else to do so or communicate the information to anyone else until you know that the information has been publicly disseminated. This means that in some circumstances, you may have to forego a

proposed transaction in a company's securities even if you planned to execute the transaction prior to learning of the inside information and even though you believe you may suffer an economic loss or sacrifice an anticipated profit by waiting. "**Trading**" includes engaging in short sales, transactions in put or call options, hedging transactions and other inherently speculative transactions, for your own account or for others.

Although by no means an all-inclusive list, information about the following items may be considered to be inside information until it is publicly disseminated:

- financial results or forecasts;
- confirming or updating previous disclosures or analysts' reports;
- major product or technological developments;
- Results of experiments in existing or new technologies or in technologies developed by the company;
- major contract awards or cancellations;
- M&A activity, including acquisitions or dispositions of assets or divisions;
- pending public or private sales of debt or equity securities;
- declaration of share splits, dividends or changes in dividend policy;
- senior management or control changes;
- possible tender offers or proxy fights;
- significant write-offs;
- significant litigation or settlements;
- impending bankruptcy;
- gain or loss of a significant license agreement or other contracts with customers or suppliers;
- pricing changes or discount policies;
- corporate partner relationships or joint venture developments; and
- governmental actions or regulations.

For information to be considered publicly disseminated, it must be widely disclosed through a press release or U.S. Securities Exchange Commission filing, and a sufficient amount of time must have passed to allow the information to be fully disclosed. Generally speaking, information will be considered publicly disseminated after two full trading days have elapsed since the date of public disclosure of the information. For example, if an announcement of inside information of which you were aware was made *prior* to trading on Wednesday, then you may execute a transaction in the Company's securities on Friday.

### **III. Trading by Directors, Officers, Other Employees, and Consultants of the Company**

We require directors, officers, other employees and consultants of the Company to do more than refrain from insider trading. We require that they limit their transactions in the Company's shares to defined time periods following public dissemination of quarterly (if applicable) interim and annual financial results and notify, and receive approval from, the Chief Financial Officer prior to engaging in transactions in the Company's securities and observe other restrictions designed to minimize the risk of apparent or actual insider trading.

#### *A. Covered Insiders*

The provisions outlined in this policy apply to all directors, officers and employees of the Company. Generally, any entities or family members of those individuals whose trading activities are controlled or influenced by any of such persons should be considered to be subject to the same restrictions.

#### *B. Window Period*

**Generally, except as set forth in this paragraph B, in paragraphs C and in paragraph D of this policy, directors, officers and other employees may buy or sell securities of the Company only during a "window period" that opens after two full trading days have elapsed after the public dissemination of the Company's annual, interim or quarterly (if applicable) financial results and closes on the last trading day two weeks before the end of the quarter, or six month period (as applicable, and depending on whether the Company reports on a semiannual basis or quarterly basis).** This window period may be closed early or may not open if, in the judgment of the Company's Chief Financial Officer, there exists undisclosed information that would make trades by the Company's directors, officers or employees inappropriate. It is important to note that the fact that the window period has closed early or has not opened should be considered inside information. A director, officer or other employee who believes that special circumstances require such person to trade outside the window period should consult with the Company's Chief Financial Officer. Permission to trade outside the window period will be granted only where the circumstances are extenuating and there appears to be no significant risk that the trade may subsequently be questioned.

#### *C. Exceptions to Window Period*

1. *Option/Warrant Exercises.* Other than as provided in paragraphs III.C.3 and III.C.4 below, directors, officers and other employees may exercise options to purchase shares of the Company granted under the Company's equity incentive plans without restriction to any particular period in light of information then available to the public.- However, the subsequent sale of the shares (including sales of shares in a cashless exercise) acquired upon the exercise of such options is subject to all provisions of this policy.

2. *10b5-1 Automatic Trading Programs.* In addition, purchases or sales of the Company's securities made pursuant to, and in compliance with, a written plan established by a director, officer or other employee that meets the requirements of Rule 10b5-1 under the U.S. Securities Exchange Act of 1934, as amended (the "**Exchange Act**"), (a "**Trading Plan**") may be made without restriction to any particular period provided that (i) the Trading Plan was established in good faith, in compliance with the requirements of Rule 10b5-1, at the time when such individual was not in possession of material nonpublic information about the Company and the Company had not imposed any trading blackout period, (ii) the Trading Plan was reviewed by the Company prior to establishment, solely to confirm compliance with this policy and the securities laws and (iii) the Trading Plan allows for the cancellation of a transaction and/or suspension of such Trading Plan upon notice and request by the Company to the individual if any proposed trade (a) fails to comply with applicable laws (*e.g.*, exceeding the number of shares that may be sold under Rule 144 under the U.S. Securities Act of 1933, as amended ("**Securities Act**") or (b) would create material adverse consequences for the Company. The Company must be notified of the establishment of any such Trading Plan, any amendments to such Trading Plan and the termination of such Trading Plan.

3. *Former Employees.* Former employees of the Company who have left the Company and still own securities of the Company that have not been forfeited shall contact the Company's Chief Financial Officer to discuss trading outside the window period on a case-by-case basis.

#### *D. Pre-Clearance and Advance Notice of Transactions*

In addition to the requirements of paragraph B above, directors, officers and other employees that the Company's Chief Financial Officer deems to have routine access to material non-public information may not engage in any transaction in the Company's securities, including any purchase or sale in the open market, loan or other transfer of beneficial ownership without first obtaining pre-clearance of the transaction from the Company's Chief Financial Officer, at least two trading days in advance of the proposed transaction. The Company's Chief Financial Officer will then determine whether the transaction may proceed. Pre-cleared transactions not completed within five trading days shall require new pre-clearance under the provisions of this paragraph. The Company may, at its discretion, shorten such period of time.

Advance notice of gifts or an intent to exercise an outstanding option or warrant to purchase shares shall be given to the Company's Chief Financial Officer. To the extent possible,

advance notice of upcoming transactions to be effected pursuant to an established Trading Plan under Section III.C.2 above shall also be given to the Company's Chief Financial Officer.

*E. Prohibition of Speculative or Short-term Trading*

No director, officer or other employee may engage in short sales, transactions in put or call options, hedging transactions, margin accounts or other inherently speculative transactions with respect to the Company's securities at any time.

*F. Control Shares*

Directors and officers should take care not to violate the restrictions on sales by control persons (Rule 144 under the Securities Act), and should file any notices of sale required by Rule 144.

**IV. Duration of Policy's Applicability**

This policy continues to apply to your transactions in the Company's securities or the securities of other publicly traded companies engaged in business transactions with the Company even after your employment, directorship or consultancy with the Company has terminated. If you are in possession of inside information when your relationship with the Company concludes, you may not trade in the Company's securities or the securities of any such other company until the information has been publicly disseminated or is no longer material.

**V. Penalties**

Anyone who effects transactions in the Company's securities or the securities of other public companies engaged in business transactions with the Company (or provides information to enable others to do so) on the basis of inside information is subject to both civil liability and criminal penalties, as well as disciplinary action by the Company. An employee, director or consultant who has questions about this policy should contact his or her own attorney or our Chief Financial Officer, Nir Bussy, at nir@maris-tech.com.

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Adopted/last amended: OCTOBER 31, 2022