

NANTHEALTH, INC.

DISCLOSURE COMMITTEE CHARTER

Adopted on March 12, 2023 and
effective as of March 12, 2023

This Disclosure Committee (the “**Committee**”) of NantHealth, Inc. (the “**Company**”) shall be appointed by the Chief Executive Officer (“**CEO**”) and Chief Financial Officer (“**CFO**”) of the Company (collectively, the “**Senior Officers**”) to perform the duties and responsibilities set forth in this charter.

A. PURPOSE

The purpose of the Committee shall be to assist in the Company’s efforts to maintain effective disclosure controls and procedures, and to ensure that the information required to be disclosed by the Company in the reports it files or submits to the Securities and Exchange Commission (“**SEC**”) and other information that the Company publicly discloses is recorded, processed, summarized and reported accurately to senior management of the Company, including the Senior Officers, as appropriate to allow timely decisions regarding such disclosure.

B. COMPOSITION

The CFO, or as otherwise determined by the Company’s Board of Directors (the “**Board**”), shall be the chairperson of the Committee and shall be responsible for setting the agenda of the Committee at its meetings (or at any meeting of a subgroup of the Committee), coordinating the activities of the Committee, and implementing the information gathering processes in accordance with the requirements of this Charter within the various business units or departments of the Company.

In addition to the Company’s President, CFO and General Counsel, the Committee shall comprise of the chief accounting officer or director of accounting, the controller, the director of financial reporting and the chief compliance officer, as applicable. The CEO shall not be a member of the Committee. The Committee may, in its discretion, invite additional individuals to attend meetings of the Committee as it deems necessary and appropriate in performing its duties and responsibilities, including: (i) the senior vice president of sales/business development; (ii) the vice president of marketing; (iii) the heads of the Company’s business units; (iv) representatives of the Company’s outside legal counsel, independent auditors and other personnel of the Company or representatives of its outside advisors; and (v) such other individuals as the Committee deem suitable based on their substantive areas of responsibility and potential contribution to the Committee. The Audit Committee of the Board (the “**Audit Committee**”) shall designate one of its members to attend the meetings of the Committee *ex officio* at least once per year.

The composition of the Committee may only be changed once each calendar year as the Audit Committee determines to be necessary or desirable in light of changes in the Company’s business, operations, organization or management. Should extrinsic circumstances cause the composition of the Committee to change during the calendar year, then the departing Committee member shall be replaced by their appropriate designee.

C. RESPONSIBILITIES

The Committee reports to the Senior Officers, who maintain ultimate decision-making authority regarding the Company's disclosure controls and procedures as well as the Company's external disclosures. The following are the principal recurring responsibilities of the Committee.

1. Design, adopt and implement appropriate procedures and policies, and monitor such procedures and policies, to ensure accurate and timely collection of information for inclusion in the Company's periodic and current SEC reports and the Company's quarterly earnings press releases (the "**Disclosure Controls Policies and Procedures**"). Disclosure Controls Policies and Procedures will include establishing and implementing an internal sub-certification process, with internal sub-certifications to be in such form and executed by such persons as determined by the Committee, subject to approval by the Senior Officers. Responses to internal sub-certifications will be reviewed and evaluated by the chairperson. Any significant matters will be referred to the CFO and the Committee for further review and evaluation.

2. Establish and review timelines relating to the preparation and filing of the Company's quarterly earnings press releases, periodic SEC reports, proxy statements, and related materials, including the financial statements and Management's Discussion and Analysis, prior to their filing to determine adequacy and accuracy of the disclosures included therein and providing input to ensure the adequacy and accuracy of those disclosures.

3. Establish as appropriate policies and procedures to ensure relevant Company personnel timely report to the Committee information potentially requiring disclosure.

4. Establish responsibility and lines of communication throughout the Company's operations and business units for collecting relevant information on a timely basis, including making periodic inquiries with relevant Company personnel possessing information potentially requiring disclosure.

5. Review drafts of quarterly earnings press releases and periodic and current SEC reports undergoing preparation for filing, including final drafts.

6. Review drafts of quarterly earnings conference call remarks and Q&A responses to determine the adequacy and accuracy of the disclosures therein.

7. Review transcripts of quarterly earnings conference calls to determine the adequacy and accuracy of the disclosures, advise the Audit Committee of any necessary or advisable material corrections or modifications and assist the drafting of any material corrective or clarifying disclosures as necessary, and assisting the drafting of any material corrective or clarifying disclosures as necessary.

8. Meet at regular intervals during the preparation of quarterly earnings press releases and periodic SEC reports to discuss disclosure matters and filings made by the Company to ensure completeness and accuracy of content.

9. Coordinate, as necessary, the review of quarterly earnings press releases and periodic and current SEC reports with the Senior Officers, the Company's independent accountants, internal auditors (if any), outside counsel and the Audit Committee.

10. Evaluate the materiality of information and events relating to or affecting the Company and determining the timing and appropriate method of disclosure of information deemed material.

11. Periodically report to the CFO and the chairperson of the Audit Committee on disclosure issues and the Committee's findings regarding the effectiveness of its procedures and policies, including any weaknesses identified therein or in the Disclosure Controls Policies and Procedures generally.

12. Timely escalate any significant or potentially material disclosure issues to the Audit Committee along with the necessary information and recommendations to facilitate informed decisions by the Audit Committee regarding the Company's disclosure obligations under state and federal securities laws and regulations.

13. Ensure implementation and compliance with the enhanced oversight and disclosure policies and procedures required under the settlement terms of *In re NantHealth, Inc. Stockholder Litigation, Lead C.A. 2018-0302-KSJM*, for the Company's Related Party Transactions.

14. Review, as appropriate, other material press releases of the Company.

15. Undertake other duties or responsibilities as the Senior Officers and the Audit Committee, together, determine are necessary or desirable.

D. MEETINGS

The Committee shall hold regular meetings as directed by the Senior Officers or as the Committee otherwise deems appropriate, but in no event shall the Committee meet less than four times per calendar year. The Committee shall record meeting minutes and provide the Audit Committee at least quarterly with all meeting minutes, materials, exhibits and attachments in connection with the preparation and review of each of the Company's Forms 10-K, Forms 10-Q, Annual Reports, proxy statements, quarterly earnings press releases, earnings conference call prepared remarks and related materials.

The Committee shall also hold ad hoc meetings as necessary or appropriate, including upon the occurrence of an unusual or material event (as determined by the Committee) that may require the filing of a Form 8-K report by the Company, and shall record meeting minutes and provide the Audit Committee with all such meeting minutes, materials, exhibits and attachments.

A majority of the members of the Committee shall constitute a quorum for purposes of holding a meeting, and the Committee may act by a vote of a majority of the members present at such meeting.

An invitation to each Committee meeting shall be provided to the Audit Committee.

E. REPORTING

Before each Form 10-K, Form 10-Q and proxy statement is finalized, the Committee shall submit all minutes and other records of Committee meetings to the CEO and the Audit Committee regarding the Committee's deliberations, activities and disclosure recommendations sufficiently prior to the filing or distribution of the final document for the Senior Officers to satisfy themselves as to the adequacy of the process and to provide their own input on disclosure. The meeting minutes and other records shall include, at a minimum and among other things, mark-ups of proposed disclosures and/or disclosures with notes reflecting the Committee's recommendation(s), if any.

At least on a quarterly basis, as necessary, the chairperson shall provide an oral update to the Audit Committee regarding any disclosure issues or concerns. The updates shall include, among other things, any recommendations made by the Committee, and shall be recorded in the meeting minutes.

The proceedings and recommendations of the Committee shall be duly recorded and maintained by the Company pursuant to its standard retention practices and policies. The Committee's proceedings and recommendations shall be deemed to have predominantly business purposes. The attendance of legal counsel in Committee proceedings shall not alone be grounds for asserting any claim of attorney-client privilege; provided, however, that nothing in this provision shall prevent legal counsel from providing the Committee, its members, or the Audit Committee with confidential legal advice subject to privileges for such communications.

F. GENERAL

This Charter shall be reviewed periodically by the members of the Committee. Any changes to the Charter must be approved by the Senior Officers.