

CODE OF BUSINESS CONDUCT

Dear Team Member:

Our reputation for ethical business conduct is one of our most valuable assets. This reputation has been built upon a policy to conduct all business transactions with honesty and integrity, and in strict compliance with the law. To reaffirm this policy, the Board of Directors of Dr. Tatroff, Inc. (formerly Lifesciences Opportunities Incorporated) (the “**Company**”) has adopted the following Code of Business Conduct (the “**Code**”), which applies to all Company officers, directors, and employees (collectively, “**Team Members**”).

The Code is intended to inform Team Members of their legal and ethical obligations to the Company, our collaborators, shareholders and fellow Team Members. The Code establishes guidelines to help each of us make the right choices in situations that we may encounter in our daily work activities. No code of conduct can cover every possible situation that may arise in the complex business and scientific environment in which the Company operates. Ultimately, the Company relies on every Team Member to use good judgment and prudent care in the performance of their job responsibilities. In exercising that good judgment, every Team Member should consider both the guidelines stated in the Code, as well as its intent and spirit. Also, please note that while the standards in the Code represents the Company’s own interpretation of our legal and ethical obligations and in many cases may go beyond the strict requirements of the law.

Each one of us is responsible for reading and understanding the guidelines set out in the Code and for adhering to them. Every Team Member is expected to acknowledge receipt of the Code by signing and returning the enclosed certification form and to comply with its guidelines. Certain Team Members will also be required on an annual basis to certify their compliance with the Code.

If you have questions regarding the Code or its application to a specific situation, contact your Supervisor or our Chief Financial Officer (“**CFO**”). By integrating the guidelines of the Code into our day-to-day operations, we will ensure that the Company’s reputation for the highest standards of ethical business conduct will continue.

Sincerely,


John P. Keefe
Chief Executive Officer

INTRODUCTION

We expect our Team Members to conduct all of their business activities in a manner consistent with the highest ethical, moral and legal standards. Continued adherence to these high standards is the responsibility of all Team Members and absolutely necessary for the Company's continued success.

OUR OBLIGATIONS UNDER THE CODE

Duty to Report a Concern

It is the responsibility of every Team Member to bring violations and suspected violations of the Code to the attention of the Company, through the Team Member's supervisor or other member of Management, or our outside counsel. Specific concerns about the Company's accounting practices or internal controls and procedures for financial disclosure must be directed to the Chair of the Audit Committee of the Board of Directors (see [Appendix A](#) for contact information). We prefer that you identify yourself to facilitate our investigation of any report. However, you may remain anonymous. Retaliation against any Team Member for reporting violations of the Code is strictly prohibited.

When reporting a potential violation of the Code, Team Members are expected to supply sufficient information so that the matter may be investigated properly. As the ultimate objective of any investigation is to determine the truth, any Team Member who is found to have misrepresented facts or made false statements during an internal investigation or used the reporting procedures in bad faith will be subject to discipline, up to and including termination. Full cooperation is expected of any Team Member who is suspected of or alleged to have violated the Code, and from any Team Member reporting a potential violation. Any information provided during the investigation of a possible Code violation will be handled in a confidential manner to the greatest extent possible, and any person involved in an investigation should refrain from disclosing any information to anyone outside of the investigation unless required by law or when seeking his or her own legal advice. The Company strictly prohibits retaliation for reporting your concerns in good faith, or for cooperating in its investigation.

Failure to Comply with the Code

Adherence to all laws and regulations and to the guidelines of this Code is required of every Team Member, and violations of the Code are considered to be outside the scope of employment. Team Members who do not comply with the Code will be subject to disciplinary action, up to and including termination. The Company may also be required to report certain matters to regulators or appropriate government authorities for criminal prosecution or civil liability.

OUR OBLIGATIONS UNDER THE LAW

Compliance with the Law

The guidelines set out in this Code are to be followed universally by all of our Team Members and, although laws may and do differ from country to country, matters of basic business integrity transcend national boundaries. The Company expects our Team Members to comply with the letter and spirit of all applicable laws and regulations. Each Team Member is responsible for acquiring sufficient knowledge of

the laws relating to his or her particular job duties in order to recognize potential concerns and to know when to obtain guidance and advice from our outside counsel.

Insider Trading

Team Members may not trade in the Company stock or the stock of any other company on the basis of material, non-public information acquired through their employment or other relationship with the Company (i.e., “inside information”). Inside information is any nonpublic information that an investor would reasonably consider important in making an investment decision. Such information includes but is not limited to knowledge of acquisitions or divestitures, corporate earnings, stock splits, new collaborations, senior management changes, expansion plans or other significant events. Disclosure of inside information to any person, including a spouse or friend, is prohibited. Trading in stock on the basis of inside information is a violation of the law and could subject the person who trades on the information and the Company to civil liability and criminal prosecution.

Company officers, directors, senior management and other designated employees are subject to additional restrictions on trading in the Company stock. These restrictions are communicated to these individuals by the CFO and the Company’s outside counsel at appropriate time intervals to ensure compliance with the law. Please refer to the Company’s Insider Trading Compliance Program for additional details.

Political Contributions and Activities

The Company supports the right of our Team Members to participate in political activities on their own time and in compliance with federal and state laws. No Team Member, however, may engage in political activity for any political party, political committee or candidate for public office during scheduled work hours or on Company property. In addition, no Company funds or assets may be used to support, directly or indirectly, any political party, committee or candidate for public office.

The Company will not make, or reimburse Team Members for, any contributions in support of a political party, candidate or committee. Contributions include the purchase of tickets for dinners and fund raising events, and other donations of money, property or services.

Team Members who seek or hold a public office may encounter situations where their obligation to the community and their obligation to the Company conflict. In such situations, they should notify their supervisor or our CFO of the potential conflict and may be excluded from any decision-making process affecting the Company, if necessary.

Antitrust/Fair Competition

Antitrust laws in the U.S. and competition laws outside the U.S. exist to ensure free and open competition in the marketplace, a principle that the Company fully supports. These laws are complex and require each of us to be sensitive to certain aspects of our relationships with competitors, collaborators and suppliers. Team Members may not take any collaborative action with a competitor, or take any action that could have an improper anti-competitive effect, without prior advice from our CFO or outside counsel. Examples of anti-competitive conduct include:

- Agreements or understandings with competitors, either directly or through others, to fix prices.
- Exchange of pricing or other proprietary information with competitors;
- Making false or deceptive comparisons with other companies; and
- Acquiring competitor trade secrets by improper means.

Violations of antitrust laws can result in civil liability and criminal penalties for the Company and our Team Members.

Improper Payments to Government Officials and The Foreign Corrupt Practices Act

This Code and other Company policies establish guidelines on the exchange of gifts to collaborators and other third parties with whom the Company transacts business. What may be considered an acceptable practice in the private business sector may constitute an improper or illegal act when dealing with government officials.

All Team Members are prohibited from offering or making improper or illegal gifts, payments, favors or gratuities to government officials. This policy requires compliance not only with the laws of the country in which you are doing business, but also with the U.S. Foreign Corrupt Practices Act (“**FCPA**”) and other state and local governments that may have similar rules.

If you are involved in transactions with non-U.S. government agencies, the FCPA applies to your activities. The FCPA makes it illegal to pay or promise to pay money or anything of value (regardless of amount) to any non-U.S. government official for the purpose of directly or indirectly obtaining or retaining business. Non-U.S. government officials are employees of foreign governments and include members of the armed forces, employees of state-owned companies and officials of certain international organizations.

The FCPA also applies to payments by agents or representatives who use funds for purposes prohibited under the FCPA. Therefore, the Company must exercise care in hiring agents and other third party representatives and in establishing their rates of compensation. The FCPA imposes strict penalties on certain transactions that are construed as bribes.

Retention of Company Records

Various federal and state laws govern the retention of the Company’s corporate records. Team Members are expected to have a working knowledge of the retention requirements applicable to records under their control and to adhere to such requirements. Team Members must avoid the creation of inappropriate documents that include exaggeration, derogatory remarks, legal conclusions or other statements that might prove to be misunderstood or wrong when examined in the course of an audit or a regulatory or legal proceeding.

Team Members should be aware that email, voicemail and other communications stored on the Company equipment belong to the Company. These communications may be retrieved and disclosed by the Company as necessary and appropriate for business and legal purposes.

Timely and Truthful Public Disclosure

In reports and documents filed with or submitted to the Securities and Exchange Commission and other regulators by the Company, and in other public communications made by the Company, the Team Members and other parties involved in the preparation of such reports and documents (including those who are involved in the preparation of financial or other reports and the information included in such reports and documents) shall make disclosures that are full, fair, accurate, timely and understandable. Where applicable, Team Members shall provide thorough and accurate financial and accounting data for inclusion in such disclosures. Team Members shall not knowingly conceal or falsify information, misrepresent material facts or omit material facts necessary to avoid misleading the Company's independent public auditors or investors.

OUR OBLIGATIONS TO THE COMPANY

Avoid Conflicts Of Interest

Each of us owes a duty of undivided business loyalty to the Company. This duty is breached if your personal interests influence, or appear to influence, your ability to act in the best interests of the Company. Anything that would be a conflict of interest for you may also be a conflict of interest if it involves a member of your family.

Conflicts of interest can take many forms, not all of which can be addressed by this Code. The following are examples of conflicts of interest of particular concern to the Company:

- Consulting with, or employment by, a competitor, supplier or collaborator of the Company;
- Holding a substantial equity, debt, or other financial interest in any competitor, supplier or collaborator;
- Having a financial interest in any transaction involving the purchase by the Company of any products, materials, equipment, services or property;
- Directing Company business to a supplier that is owned or managed by a family member or close friend;
- Using employees, materials, equipment or other assets of the Company for any unauthorized purpose;
- Making an employment-related decision about a spouse or relative;
- Accepting any gifts, entertainment or benefits that are more than nominal in value from any competitor, supplier or collaborator; or
- Taking steps to compete against the Company.

Every Team Member is responsible for avoiding conflicts of interest, as well as the appearance of such conflicts. If you expect a transaction or relationship could reasonably result in a conflict of interest, or if you are unsure whether a course of conduct may create a conflict of interest, consult your Supervisor or our CFO.

Corporate Opportunities

Team Members owe a duty to the Company to advance the Company's legitimate business interests when the opportunity to do so arises. Team Members are prohibited from taking for themselves (or directing to a third party) a business opportunity that is discovered through the use of corporate property, information or position, unless the Company has already been offered the opportunity and turned it down. More generally, Team Members are prohibited from using corporate property, information or position for personal gain or competing with the Company.

Sometimes the line between personal and Company benefits is difficult to draw, and sometimes both personal and Company benefits may be derived from certain activities. The only prudent course of conduct for our Team Members is to make sure that any use of Company property or services that is not solely for the benefit of the Company is approved beforehand through a member of Senior Management.

Protect Intellectual Property and Confidential Information

The Company invests resources in developing proprietary intellectual property and confidential information. The Company's intellectual property may include patents, patent applications, proprietary research, software developed for Company use, trademarks, trade names and copyrighted material. Confidential information is information used by the Company in the course of our business that is not generally known or readily available outside of the Company. Such information includes but is not limited to technical know-how and data, product development information, business plans, marketing and sales programs, non-public financial information, personnel information, computer passwords, collaborator lists, scientific data, staff reports and information relating to acquisitions and divestitures.

The Company intellectual property and confidential information may be used only for legitimate business purposes authorized by the Company. Intellectual property and confidential information may not be used for your personal benefit, and may not be disclosed to any person outside of the Company without the prior written authorization of the Company. To avoid the unintentional disclosure of confidential information, never discuss or share any information that has not been made public by the Company with any person outside of the Company. This includes family members or friends who may innocently or inadvertently pass the information on to someone else. You should also take care when discussing the Company business in public places where conversations can be overheard, such as restaurants, on airplanes or in elevators, and recognize the potential for eavesdropping on cellular telephones. Confidential or proprietary information should only be shared with Team Members and in accordance with Company policy. Any attempt by an unauthorized person to obtain intellectual property or confidential information, or to gain access to Company facilities or computers, should be reported immediately to your Supervisor or our CFO.

Your obligation to protect Company intellectual property and confidential information applies even after your employment or relationship with the Company ends. Laws exist that protect our intellectual property and confidential information from unauthorized use and disclosure by current and former Team

Members, and other third parties. The Company will take every step necessary, including legal measures, to protect our intellectual property and confidential information.

Maintain Complete and Accurate Accounting Records

The Company will maintain our financial books, records and accounts in accordance with all applicable laws and relevant accounting standards, and will reflect all financial transactions accurately, fairly and in reasonable detail. Team Members are responsible for ensuring that there is an auditable record of financial transactions under their control. You should direct questions on the treatment of a particular accounting issue to the CFO.

To help ensure proper accounting of financial transactions, the Company is establishing internal policies and procedures. Falsifying records, deviating from Company policies and procedures, or reporting false or misleading financial information is strictly prohibited.

Team Members are responsible for safeguarding assets under their control from loss or unauthorized use. No funds or accounts may be established or maintained for purposes that are not fully and accurately described on the Company's books and records. No Team Member may establish or keep any unrecorded funds.

Receipts and disbursements must be fully and accurately described on the books and records of the Company. No Team Member shall request or approve any payment that is to be used for a purpose that is not reflected in the documents supporting the payment. Payments shall be made only for legitimate products and services required by the Company in the conduct of our business. No Team Member shall use Company funds to purchase personal items that do not have a bona fide business purpose.

The accounting and auditing functions are integral corporate functions that help ensure that the Company's financial books, records and accounts are complete and accurate. All Team Members are expected to provide the Company's accounting staff, and our outside auditors, with all pertinent information that may be required to honestly and accurately maintain our records and accounts.

Comply with Corporate Expense Policies

The Company's travel and corporate expense policies have been developed to ensure spending only for approved business purposes. Team Members are expected to become familiar with, and to comply with, such policies. Team Members will be reimbursed only for legitimate business expenses that are reasonable in amount, properly documented and consistent with corporate policies.

Disclose Secondary Employment Activities

Employees may not participate in any outside employment or fee earning arrangement that may conflict with the Company's best interests, or affect the employee's ability to perform assigned job duties. Examples of outside activities that would normally be unacceptable include employment or consulting arrangements with firms that have business relationships with the Company or compete with the Company, outside employment that adversely affects attendance or work performance, and outside employment (including self-employment) while an employee is on paid or unpaid leave of absence from the Company. Unless authorized or sponsored by the Company, no outside activity may involve the use of the Company's

name, our assets, funds, materials or facilities. Employees shall disclose existing or proposed outside employment to Senior Management to confirm that such activities are consistent with Company policies.

Respect Company Property and Assets

Company property, funds and assets may be used only for the benefit of the Company and in a manner consistent with corporate policies. Company property includes but is not limited to tangible property such as funds, facilities, equipment, vehicles, computers, furnishings, tools and supplies. Team Members may not take, loan, receive, donate, sell, destroy or otherwise dispose of any type of Company property unless specifically authorized by the Company.

OUR OBLIGATIONS WHEN DEALING WITH THIRD PARTIES

Gifts To and From Business Relationships

When dealing with third parties with whom the Company transacts business, the exchange of gifts, gratuities or entertainment, however honest the motive, can give the appearance of impropriety. Only gifts that are nominal in value, are consistent with the Company's policies, are not in cash and comply with the law may be given to persons with whom the Company conducts business. Such gifts must also be consistent with the corporate policies of the recipient's employer. Special restrictions apply to gifts to government employees and public officials and are addressed in other sections of this Code.

Team Members may accept promotional novelties (pens, paper weights, coffee mugs, etc.) from persons or organizations with which the Company has a current or potential business relationship, **but only** if the gifts are of nominal value and are permitted by law.

Entertainment through special events, such as golf outings, social dinner meetings, sporting events, theater visits and other social events, shall not be solicited or encouraged as a prerequisite for doing business with the Company. Such entertainment may, however, occasionally be accepted when appropriate for business objectives and in compliance with the law. Decisions to accept such invitations must reflect careful consideration of the cost involved, business purpose, duration of the event and compliance with the spirit and intent of this Code.

Consult senior management if you have any questions or concerns regarding the exchange of gifts between the Company, our collaborators, suppliers or other third parties.

Safeguard Strategic Relationship Information

Your knowledge of confidential information about our parties with whom we do business places you in a special position of trust and confidence. Safeguarding information provided by our business associates is essential to the development and maintenance of our long-term business relationships. Confidential information provided by the parties may not be shared with others outside the Company without the prior consent of the party, except as required by law. Such information may only be disclosed to fellow Team Members on a need-to-know-basis in accordance with Company policy. The use of confidential information about our business associates to trade in the stock of these parties is prohibited and may be illegal, as discussed above under the heading "Insider Trading."

Respect the Trademarks and Copyrights Of Others

The Company policy requires all software owned by a third party to be properly licensed to the Company. Such software includes computer programs, databases and related documentation. All software that is not owned by the Company must be subject to a written software license approved by the Company. Team Members are required to strictly adhere to the terms and conditions of the software license, including provisions not to copy or distribute the software.

The infringement of trademarks, software and other copyrighted material may subject the Team Member and the Company to civil liability and criminal prosecution. Team Members should seek guidance from our CFO or our outside counsel in any circumstances where doubt exists.

Respect Company Electronic Mail and Computer Systems

The Company respects the individual privacy of each of us, but these privacy rights do not extend to our work-related conduct or to the use of the Company equipment and facilities, including the e-mail and Internet systems. The Company may access and monitor use of these systems. While the Company permits the incidental and occasional use of e-mail for personal use, those messages are treated like work-related messages, and the Company may monitor or disclose them, regardless of content. You may not send or download any information that could be insulting or offensive to another person, and you may not use the e-mail and Internet systems for any improper or illegal purpose. You may not participate in Internet chat rooms or any other Internet communications regarding the Company.

OUR OBLIGATIONS WHEN ACTING ON BEHALF OF THE COMPANY

Communications with the Financial and Investment Community

The disclosure of corporate earnings and other financial information by a publicly owned company such as the Company is legally complicated. To ensure that the Company fulfills our legal responsibilities, Company policy limits the disclosure of financial and other material information to certain authorized spokespersons. Only the Chief Executive Officer (“CEO”) of the Company may disclose financial and other material information about the Company to financial analysts, brokers, investment bankers, the business press and other members of the financial and investment community. In addition, only Company Officers are authorized to discuss publicly business related matters without express authorization of the CEO, CFO or head of Investor Relations. No other Team Member may communicate with the financial and investment community, the press or any other party outside the Company without the express authorization of the CEO. Company representatives at trade shows and other industry events attended by financial analysts and the press must exercise care not to engage in any discussion regarding Company financial information and other material non-public information.

All communications from the financial and investment community and the press, including telephone calls, e-mail messages, letters or personal inquiries, should be referred to the CEO. Team Members are prohibited from discussing or disseminating any information about the Company on any Internet message board, chat room or radio talk shows. Discussing or disseminating such information is a serious violation of Company policy and will result in disciplinary action, including termination. In addition, the posting of such information may violate federal and state laws and subject the Team Member to civil and criminal prosecution.

Inquiries from the Government and Media

The Company must be made aware of any inquiries or requests for information from any government agency, law enforcement official or the non-financial media so that it can properly and thoroughly respond. Requests for information or non-routine documentation from any government agency or law enforcement official should be referred to our CFO so that appropriate arrangements can be made to fully comply with the Company's legal obligations.

Investor Relations is responsible for issuing news releases and for responding to questions from the non-financial media. All inquiries from a non-financial journalist, editor or publisher should be referred to Investor Relations (see [Appendix A](#)).

OUR OBLIGATIONS TO OUR FELLOW TEAM MEMBERS

Respect for Others

Each of us is responsible for creating and maintaining a productive work environment. The Company expects every Team Member to be treated with respect, and likewise to treat others with respect. Respect for our fellow Team Members will help ensure that we will work in an environment free from harassment in any form.

Equal Employment Opportunity

The Company is committed to the maximum utilization of our Team Members' abilities and to the principles of equal employment opportunity. The opportunities afforded throughout the Company are available equally to all. Applicants and Team Members are evaluated on the basis of job qualifications—not race, color, religion, sex, age, national origin, sexual preference, marital status, disability that does not prevent you from performing the essential functions of the job, veteran status or any other characteristic governed by federal state or local law.

Equal employment opportunity takes place in all of the Company's employment practices, including, but not limited to, promotion, demotion, transfer, recruitment, termination, rates of pay or other forms of compensation, and selection for training. Every Team Member has access to Company sponsored educational, training and recreational activities.

The Company endeavors to provide every Team Member with a working environment free from harassment. Individually and collectively, we share the responsibility for assuring that every Team Member is welcomed, accepted and rewarded according to his or her qualifications and contribution to the achievement of our corporate goals and objectives.

Employees with questions about the Company's policy on equal employment opportunity should consult the CEO or CFO.

Adhere To Policy Against Sexual Harassment

Company policy prohibits the harassment of Team Members and prospective Team Members on the basis of sex. All Team Members are responsible for complying with, and enforcing, this policy. Unwelcome sexual advances, requests for sexual favors and other verbal or physical conduct of a sexual nature may constitute harassment.

Harassment on the basis of sex is an unlawful employment practice. All forms of sexual harassment are prohibited whether verbal, non-verbal or physical, and both in the workplace and off the premises, including at social activities conducted or sponsored by the Company.

Team Members who believe that they have been subjected to conduct in violation of the Company's sexual harassment policy are required to immediately report such conduct to his or her supervisor. If for some reason the supervisor is not available or the Team Member does not feel comfortable talking to the supervisor, the Team Member should contact Senior Management. The Company strictly forbids retaliation against any Team Member for reporting sexual harassment or for cooperating in the Company's investigation.

Health and Safety

The Company is committed to providing a safe work environment for our Team Members. Each of us is responsible for complying with all safety rules and regulations, to ensure our personal safety and the safety of our fellow Team Members. Team Members are expected to operate equipment safely, adhere to safe practices and follow Company policies and procedures designed to eliminate the risk of accidents. In addition, violence and threatening behavior are strictly prohibited. Team Members, consultants and others we hire should report to work in condition to perform their duties, free from the influence of illegal drugs or alcohol.

Every Team Member is responsible for promptly reporting safety concerns to his or her supervisor or Senior Management.

Environmental Management

The Company is dedicated to doing business in an environmentally responsible manner and for complying with all applicable laws and regulations governing the use, emission, storage or disposal of materials that could pose a risk to our Team Members and the environment. Our policy is to act in the best interest of the communities in which we live and conduct business.

WAIVERS OF THE CODE

The guidelines of the Code may be waived with respect of our Directors and Executive Officers only by our Board of Directors, or a committee of our Board. All Team Members should be aware that the Company generally will not grant such waivers and will do so only when good cause is shown for doing so.

ADMINISTRATION OF THE CODE

The Board of Directors, or a committee of our Board, will help ensure the Code is properly administered. The Board, or such committee, with input from management, will be responsible for the review of the compliance procedures in place to implement this Code and will recommend any clarifications or necessary changes to the Code and the compliance procedures to the full Board for its approval.

Executive Officers and Managers are responsible for the diligent review of practices and procedures in place to help ensure compliance with this Code, including having the Team Members they supervise sign the attached certification.

CERTIFICATION

I hereby acknowledge that I have read the Code of Conduct of Dr. Tattoff, Inc. (formerly Lifesciences Opportunities Incorporated), understand and have become familiar with its terms and agree to comply with its terms. Any violations of which I am aware are noted below.

Name (please print)

Signature

Date

Please describe any exceptions or comments below:

APPENDIX A

CONTACT INFORMATION

Chief Executive Officer & Acting Chief Financial Officer

John P. Keefe
(310) 659-5101
john@drtatoff.com

Audit Committee (Currently the Entire Board of Directors)

John J. Klobnak, Chairman of the Board of Directors
jack@drtatoff.com