

**Effective September 2023**

**INNOVAGE HOLDING CORP.**

**CODE OF ETHICS FOR SENIOR FINANCIAL OFFICERS**

InnovAge Holding Corp. (the “Company”) maintains the Code of Ethics (the “Code of Ethics”) applicable to all employees of the Company. The Chief Executive Officer and the Chief Financial Officer, the SVP of Finance, the Regional VP of Finance, the VP of Finance, controller, the VP of Accounting, the Director of Accounting and all persons performing similar functions (collectively, the “Senior Financial Officers”) are bound by the provisions set forth therein relating to ethical conduct, conflicts of interest and compliance with law. In addition to the Code of Ethics, each Senior Financial Officer is subject to the following additional Code of Ethics for Senior Financial Officers (this “Code”):

- I. Each Senior Financial Officer shall exhibit and promote the highest standards of honesty and ethical business conduct, including acting in good faith, responsibly, with due care, competence and diligence, without misrepresenting material facts or allowing their independent judgment to be subordinated. Each Senior Financial Officer shall establish, maintain and support policies and procedures that encourage and reward professional integrity in all aspects of the Company’s organization and shall ensure an environment exists within the Company that eliminates inhibitions and barriers to responsible behavior, such as coercion, fear of reprisal or alienation from other employees within the Company.
- II. Each Senior Financial Officer is responsible for full, fair, accurate, timely and understandable disclosure in the reports and documents that the Company files with, or submits to, the Securities and Exchange Commission (the “SEC”) and other regulators, and in other public communications made by the Company. Accordingly, it is the responsibility of each Senior Financial Officer to (a) promptly bring to the attention of the Chief Legal Officer or the Audit Committee any material information of which he or she may become aware that affects the disclosures made by the Company in its public filings and (b) otherwise assist the Chief Legal Officer or the Audit Committee, as applicable, in fulfilling the responsibilities as specified in the Company’s policies and procedures regarding financial reporting and disclosure.
- III. Each Senior Financial Officer shall promptly bring to the attention of the Chief Legal Officer or the Audit Committee any information he or she may have concerning (a) significant deficiencies or material weaknesses in the design or operation of internal controls, which could adversely affect the Company’s ability to record, process, summarize and report financial information, or (b) any fraud, whether or not material, that involves management or other employees who have a significant role in the Company’s financial reporting, disclosures or internal controls.

- IV. Each Senior Financial Officer shall promptly bring to the attention of the Chief Legal Officer and the Audit Committee any information he or she may have concerning any violation of the Company's Code of Ethics, including any actual or apparent conflicts of interest between personal and professional relationships, involving any management or other employees who have a significant role in the Company's financial reporting, disclosures or internal controls.
- V. Each Senior Financial Officer shall endeavor to comply with all securities and other laws, rules and regulations of federal, state and local governments and other private and public regulatory authorities that are applicable to the Company and its operations. Each Senior Financial Officer shall promptly bring to the attention of the Chief Legal Officer or the Audit Committee, as applicable, any information he or she may have concerning evidence of a material violation of the securities or other laws, rules or regulations applicable to the Company and the operation of its business, or of a violation of the Code of Ethics or of a violation of this Code.
- VI. The Board of Directors shall determine, or designate appropriate persons to determine, appropriate actions to be taken in the event of violations of the Code of Ethics or this Code by a Senior Financial Officer. Such actions shall be reasonably designed to deter wrongdoing and to promote accountability for adherence to the Code of Ethics and to this Code, and shall include written notices to the individual involved that the Board of Directors has determined that there has been a violation, censure by the Board of Directors, demotion or re-assignment of the individual involved, suspension with or without pay or benefits and termination of the individual's employment or such other action as the Board of Directors may determine is appropriate under the circumstances. In determining what action is appropriate in a particular case, the Board of Directors or such designee shall take into account all relevant information, including the nature and severity of the violation, whether the violation was a single occurrence or repeated occurrences, whether the violation appears to have been intentional or inadvertent, whether the individual in question had been advised prior to the violation as to the proper course of action and whether or not the individual in question had committed other ethical or financial reporting violations in the past.
- VII. The Board of Directors shall consider any request by a person subject to this Code for a waiver or any amendment to this Code or the Code of Ethics. All such waivers or amendments shall be disclosed promptly as required by law, rule or regulation.
- VII. Each Senior Financial Officer will annually sign a certification form indicating compliance with this Code.

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**CERTIFICATION**

Certification Period: \_\_\_\_\_ to \_\_\_\_\_.

I have read and understand the InnovAge Holding Corp. (the “Company”) Code of Ethics for Senior Financial Officers.

I certify that, to the best of my knowledge and information, I have no reason to believe that there is or has been during the certification period a violation of the Company’s policies as to conflicts of interest and ethical business conduct, as summarized in the Company’s Code of Ethics for Senior Financial Officers, except as to issues of which I have personal knowledge that have been referred to the Company’s Chief Legal Officer for review. If there are any such exceptions, I have personally verified with the Chief Legal Officer or Corporate Compliance Officer that each such exception issue is under active review or has been resolved.

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Typed or Printed Name

\_\_\_\_\_  
Date