ANI PHARMACEUTICALS, INC.
AUDIT AND FINANCE COMMITTEE
OF THE BOARD OF DIRECTORS CHARTER

Organization

There shall be a standing committee of the board of directors (the "Board") of ANI Pharmaceuticals, Inc. ("ANI" or the "Company") known as the Audit and Finance Committee (the "Committee"). This charter shall govern the operations of the Committee.

Membership and Qualifications

The membership of the Committee shall be appointed annually by the Board and shall consist of at least three members of the Board. All Committee members shall meet the independence and other qualification requirements for serving on audit committees set forth in the federal securities laws and under the rules and regulations established by the Securities and Exchange Commission (the "SEC") and the Nasdaq Stock Market ("Nasdaq"), as each may be amended from time to time.

Each Committee member shall:

1. Qualify as "independent" under the Nasdaq listing standards and Rule 10A-3(b)(1) under the Securities Exchange Act of 1934 (the "Exchange Act");

2. be free from any relationship prohibited by applicable laws, rules, or regulations or that, in the opinion of the Board, would interfere with the exercise of his or her independent judgment as a member of the Committee; and

3. be financially literate, as determined by the Board. At least one member of the Committee shall be an "audit committee financial expert" as defined in the applicable rules and regulations of the SEC.

The Board shall appoint one member of the Committee as chair. The chair shall be responsible for leadership of the Committee, including having the authority to convene meetings, preparing the agenda, presiding over Committee meetings, making committee assignments, overseeing the preparation of minutes and reporting to the Board. The chair will also maintain regular liaison with ANI's Chief Executive Officer, Chief Financial Officer and the lead independent audit partner of ANI's independent auditor.

Any vacancy occurring in the Committee shall be filled by the Board. The members shall serve until their earlier resignation, retirement, or removal by the Board, or until their successor shall be appointed and duly qualified. The Board may at any time for any reason remove any individual committee member and the Board may fill any committee vacancy created by death, resignation, removal or increase in the number of members of the committee.

Role

The Committee shall assist the Board in fulfilling its responsibility for oversight of the quality and integrity of ANI's financial statements, the quarterly reviews and the annual independent audit of ANI's financial statements, ANI's accounting, auditing and financial reporting practices,

systems of internal control over financial reporting, disclosure controls and procedures, compliance with legal and regulatory requirements and ethical standards adopted by the Company. In fulfilling this role, the Committee is expected to maintain free and open communications with the independent auditor and the management of ANI and shall meet at least once each quarter. The Committee will ascertain that the registered independent public accounting firm will be available to the full Board at least annually (and more frequently if deemed appropriate by the Committee) to provide the Board with a timely analysis of significant financial reporting issues.

While the Committee has the authority and responsibilities set forth below in this charter under the headings "Authority" and "Responsibilities and Processes," it is not the duty of the Committee to prepare the Company's financial statements, to plan or conduct audits or to determine that Company's financial statements are complete and accurate and are in accordance with generally accepted accounting principles ("GAAP"). The Company's management is responsible for the preparation, presentation, and integrity of the Company's financial statements, for the appropriateness of the accounting principles and reporting policies that are used by the Company, for the establishment and maintenance of systems of disclosure controls and procedures, and internal control over financial reporting. The independent auditors are responsible for auditing the Company's annual financial statements, issuing a report on the Company's internal control over financial reporting and for reviewing the Company's interim financial statements.

Authority

The Committee is granted the authority to investigate any matter brought to its attention, with full access to all books, records, facilities and personnel of ANI, and subject to the direction of the Board, the Committee is authorized and delegated the authority to act on behalf of the Board with respect to any matter it determines to be necessary or appropriate to the accomplishment of its purposes.

The Committee shall have authority to appoint, retain, compensate, direct and oversee the activities of, and to terminate the engagement of, the Company's independent auditor and any other accounting firm retained by the Committee to prepare or issue any other audit report or to perform any other audit, review, or attest services and any legal counsel, accounting, or other advisor or consultant as the Committee determines necessary to carry out its duties, all of whom shall be accountable to the Committee.

The Company shall provide the Committee with appropriate funding, as determined by the Committee, for the payment of (a) compensation to any registered public accounting firm engaged for the purpose of preparing or issuing an audit report or performing other audit, review, or attest services for the Company; (b) compensation to any independent counsel or other advisers retained by the Committee in carrying out its duties; and (c) ordinary administrative expenses of the Committee that are necessary or appropriate in carrying out its duties.

Responsibilities and Processes

The Committee's primary responsibilities include:

- Overseeing ANI's accounting and financial reporting processes, systems of internal control over financial reporting and disclosure controls and procedures on behalf of

the Board and reporting the results or findings of its oversight activities to the Board.

- Having sole authority to appoint, retain and oversee the work of ANI's independent auditor and establishing the terms of engagement and compensation to be paid to the independent auditor, as well as the fees for audit and permissible non-audit services. ANI's independent auditor shall report directly to the Committee.

- Establishing and maintaining ANI's procedures for handling the receipt, retention and treatment of complaints (i) regarding accounting, internal accounting controls and/or or auditing matters and (ii) for the confidential, anonymous submission by ANI's employees of concerns regarding questionable accounting or auditing matters.

- Reviewing and pre-approving (which may be pursuant to pre-approval policies and procedures) all audit services and permissible non-audit services to be performed for ANI by ANI's independent auditor, subject to the de minimis exceptions for non-audit services described in Section 10A(i)(1)(B) of the Exchange Act, as provided under the federal securities laws and rules and regulations of the SEC, as may be amended from time to time.

- Except for oversight of risks assigned to other committees of the Board or retained by the Board, overseeing ANI's system to monitor and manage risk (including cybersecurity risks and risks related to the development, deployment, or use of artificial intelligence), and legal and ethical compliance programs, including the establishment and administration (including the grant of any waiver from) of a written code of ethics applicable to each of ANI's principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions.

- Oversee, review and discuss with management and the Board the Company's programs, policies, and procedures related to cybersecurity, information technology, data privacy and security, including reviewing risk management and managing the Company's exposures to cybersecurity risks and threats.

- Oversee the Company's internal audit function, and review, as necessary, the responsibilities, resources, functions, and performance relating to the Company's internal audit department or outsourced internal audit firm, as the case may be.

The Committee, in carrying out its responsibilities, believes its policies and procedures should remain flexible in order to react more effectively to changing conditions and circumstances. The Committee shall take the appropriate actions to set the overall corporate "tone" for quality financial reporting, sound business risk practices and ethical behavior.

The following shall be the principal recurring processes of the Committee relating to its oversight responsibilities. These processes are set forth as a guide, with the understanding that the Committee may supplement them as appropriate and is not intended be a comprehensive list of all of the actions that the Committee will take in discharging its duties. These processes include:

- Annually evaluating the qualifications, performance, tenure and independence of the independent auditor, including discussing with the independent auditor the objectivity and independence of the auditor and any relationships the auditor has with ANI and services the auditor provides to ANI that may impact the auditor's

objectivity or independence and receiving from the independent auditor disclosures regarding its independence required by the applicable requirements of the Public Company Accounting Oversight Board ("PCAOB") regarding independence, and ensuring the receipt of, and review of, formal written statements that the independent auditor is in fact independent, consistent with applicable requirements of the PCAOB, and taking any action, or recommending that the Board take, appropriate action to oversee the independence of the independent auditor. In connection with the assessment of the independent auditor's independence, the Committee shall obtain a written report from the independent auditor describing: the firm's internal quality control procedures; any material issues raised by the most recent internal quality control review, PCAOB inspection, or other PCAOB review of the firm, by a peer review of the firm or by any inquiry or investigation by governmental or professional authorities within the past five years, concerning an independent audit or audits carried out by the firm, and any steps taken to address any such issues.

- Overseeing the independent auditor relationship by discussing with the auditor the nature and scope of the audit process, receiving and reviewing audit reports, and providing the auditor full access to the Committee to report on any and all appropriate matters. The Committee has the sole authority to resolve disagreements, if any, between management and the independent auditor.

- Reviewing and discussing with management and the independent auditor, together and in separate sessions, the adequacy and effectiveness of ANI's internal control over financial reporting (including any significant deficiencies or material weaknesses and any significant changes in ANI's internal control over financial reporting reported to the Committee by the independent registered public accounting firm or management); any special steps adopted in light of any control deficiencies; the adequacy of disclosures about the effectiveness of and any significant changes in ANI's internal control over financial reporting; and any recommendations for the improvement of such internal control procedures or particular areas where new or more detailed controls or procedures may be desirable.

- Reviewing any disclosures made to the Committee by ANI's Chief Executive Officer and Chief Financial Officer during their certification process for the Form 10-K and Form 10-Q about any significant deficiencies and material weaknesses in the design or operation of ANI's internal control over financial reporting and any fraud involving management or other employees who have a significant role in ANI's internal control over financial reporting.

- Providing sufficient opportunity for the independent auditor to meet with the members of the Committee without members of management present. Among the items to be discussed in these meetings are the independent auditor's evaluation of ANI's financial and accounting personnel and the cooperation that the independent auditor received during the course of the audit and quarterly reviews.

- Discussing with management their review of the adequacy of ANI's disclosure controls and procedures, the effectiveness of such controls and procedures and any findings following such review.

- Reviewing ANI's system to monitor, assess and manage risk and legal and ethical compliance program.

- Discussing with the independent auditor the matters required to be discussed by Auditing Standard No. 1301 (Communications with Audit Committees) or any successor standard, as either may be amended from time to time.

- Reviewing and discussing any use of artificial intelligence or other emerging technologies in the Company's financial reporting process and any impacts of such use on the Company's financial reporting or internal controls over financial reporting.

- Reviewing and discussing with management and the independent auditor prior to the filing of ANI's Annual Report on Form 10-K:

    1. ANI's annual financial statements and related footnotes and other financial information, including the information in the "Management's Discussion and Analysis of Financial Condition and Results of Operations" section of such report.

    2. The selection, application and effects of ANI's critical accounting policies and the reasonableness of significant judgments and estimates made by management, including critical accounting matters.

    3. Alternative and preferred treatment of financial information under GAAP.

    4. All material arrangements, off-balance sheet transactions and relationship with any unconsolidated entities or any other persons which may have a material current or future effect on the financial condition of ANI and are required to be reported under the rules and regulations of the SEC.

    5. Any material written communications between the independent auditor and management, including the management representation letter and schedule of unadjusted differences.

    6. The independent auditor's audit of the financial statements and its report thereon.

    7. The independent auditor's attestation of the effectiveness of ANI's internal control over financial reporting.

    8. Any significant findings and recommendations of the independent auditor and management's responses thereto.

    9. Any significant changes in the independent auditor's audit plan.

    10. Any serious difficulties or disputes with management encountered during the course of the audit.

    11. Other matters related to the conduct of the audit, which are to be

communicated to the Committee under generally accepted auditing standards and the applicable requirements of the PCAOB.

- If deemed appropriate after such discussion, recommending to the Board that the audited financial statements be included in ANI's Annual Report on Form 10-K for the last fiscal year for filing with the SEC.

- Preparing any recommendations, certifications, and reports required by Nasdaq or the SEC, to be included in ANI's Annual Report on Form 10-K in accordance with the rules of the SEC and/or proxy statement in connection with its annual meeting of stockholders.

- Reviewing and discussing with management and the independent auditor prior to the filing of ANI's Quarterly Reports on Form 10-Q:

    1. ANI's interim financial statements and related footnotes and other financial information, including the information in the "Management's Discussion and Analysis of Financial Condition and Results of Operations" section of such report.

    2. The selection, application and effects of ANI's critical accounting policies and the reasonableness of significant judgments and estimates made by management, including critical accounting matters.

    3. Alternative and preferred treatment of financial information under GAAP

    4. All material arrangements, off-balance sheet transactions and relationship with any unconsolidated entities or any other persons which may have a material current or future effect on the financial condition of ANI and are required to be reported under the rules and regulations of the SEC.

    5. Any material written communications between the independent auditor and management, including the management representation letter and schedule of unadjusted differences.

- Recommending to the Board, based upon its review and discussions with management and the independent auditor, whether the quarterly financial statements and related footnotes should be included in the Company's Quarterly Reports on Form 10-Q.

- Reviewing and, if appropriate, either approving or ratifying any related-party transactions and other significant conflict of interest in accordance with the Company's Related Party Transactions Policy and any other policies and procedures adopted by the Board.

- Reporting to the Board any material violations of ANI's code of ethics that have been brought to the attention of the Committee or any member thereof.

- Reviewing and assessing the Committee's performance, its responsibilities and duties, and the adequacy of this charter annually, and recommending to the Board

for its approval any proposed changes in the Committee's responsibilities and duties and to this charter.

- Reviewing with management and members of internal audit, if any, the Company's business continuity and disaster preparedness planning.

The Chairman of the Committee, or another Committee member designated by the Chairman, is authorized to act on behalf of the Committee with respect to required Committee responsibilities which arise between regularly scheduled Committee meetings, particularly those responsibilities related to pre-filing discussions (other than with respect to ANI's Annual Report on Form 10-K and Quarterly Reports on Form 10-Q) with the independent registered public accounting firm and management, as well as the pre-approval of non-audit services provided by the independent registered public accounting firm, as necessary, as contemplated by the Committee's policies and in accordance with the SEC regulations related to non-audit services. Any such pre-filing discussions and pre-approvals shall be reported to the Committee at a subsequent meeting.

The Committee may delegate authority to one or more members of the Committee who are independent directors of the Board, including the authority to grant pre-approvals of audit and permitted non-audit services. The member (or members) to whom such authority is delegated must report, for informational purposes only, any decisions made to the Committee.

Compensation

A member of the Committee may not, other than in their capacity as a member of the Committee, the Board, or any other committee established by the Board, receive, directly or indirectly, any consulting, advisory, or other compensatory fee from the Company. A member of the Committee may receive additional directors' fees to compensate such member for the significant time and effort expended by such member to fulfill their duties as a Committee member. Such additional fees may be greater than those fees paid to other directors, but should be commensurate with the time and effort expected to be expended by such Committee member in the performance of their duties as a Committee member.

Meetings

The Committee shall meet at least quarterly, either in person or by remote communication, provided that all persons participating in the meeting can hear and speak with each other, and at such times and places as the Committee shall determine. Notice of meetings shall be given to all Committee members or may be waived, in the same manner as required for meetings of the Board. The Committee shall meet separately in executive session, at least periodically, with each of the Chief Executive Officer, Chief Financial Officer, principal internal auditor of the Company, the independent registered public accounting firm engaged by the Company, and the Company's general counsel. A majority of the members of the Committee constitutes a quorum. The Committee will report regularly to the full Board with respect to its activities.

Amended and Restated on July 31, 2026