



Laborie Medical Technologies
Code of Conduct & Ethics

23 February 2022

Dear Colleagues:



Laborie takes great pride in its mission to operate as world-class specialist medical company making and advancing technologies that preserve and restore human dignity. As a Laborie employee, contractor, supplier or board member, you are critical to that mission. The work we do is important to our customers, patients, employees, their families and our communities around the world.

Along with our values of GROW with Passion, the Code of Conduct & Ethics forms the foundation on which our company is managed.

At Laborie, all members of our team are accountable to uphold the highest level of integrity and ethical behavior in all that we do. This accountability is both an individual and a shared responsibility. The Code of Conduct & Ethics provides general principles that help us understand our shared responsibility in meeting these high standards.

In today's complex global business environment, it is essential that we work together to meet our goals, make good decisions, and protect the trusted Laborie brand. Our reputation and the trust that others place in us are valued assets which must be protected.

Please take time to read and understand the Laborie Code of Conduct & Ethics. Thank you for your support as we work to continue to fulfill our mission and improve the lives of the patients we serve.

Sincerely,

A handwritten signature in blue ink, appearing to read 'Mike Frazzette'.

Mike Frazzette
President & CEO

Table of Contents

1. OVERVIEW	4
1.1. Principles	4
1.2. Compliance Program.....	4
1.3. Who is Covered?	4
2. PROFESSIONALISM IN THE WORKPLACE.....	6
2.1. Inclusion & Non-Discrimination	6
2.2. Threats & Violence	6
2.3. Safety in the Workplace.....	6
3. COMMERCIAL ACTIVITIES.....	7
3.1. Quality.....	7
3.2. Fair Competition	7
3.3. Trade Compliance	7
3.4. Anti-Bribery & Corruption.....	8
3.5. Conflicts of Interest.....	9
3.5.1. Gifts.....	9
3.5.2. Meals & Hospitality	10
3.6. Donations	10
3.6.1. Charitable Donations	10
3.6.2. Political Contributions	10
4. INFORMATION MANAGEMENT	11
4.1. Security & Privacy	11
4.2. Confidential Information.....	11
5. FINANCIAL CONTROLS & COMPANY ASSETS.....	12
5.1. Financial Controls.....	12
5.2. Protection and Use of Company Assets	12
5.3. Insider Trading	12
6. SUSTAINABILITY	13
6.1. U.N. Global Compact.....	13
6.2. Climate & Environment	13
6.3. Human & Labor Rights	13
7. REPORTING CONCERNS	14
7.1. When to Report	14
7.2. How to Report	14
7.3. No Retaliation.....	14
8. RESOURCES	15

1. OVERVIEW

1.1. Principles

Laborie is committed to upholding the highest levels of integrity and ethical behavior in all that we do. We accomplish this by maintaining the highest ethical, professional and legal standards in all markets where we operate. This includes behaving appropriately in managing the business to meet its goals, maintaining personal accountability, respecting the rights of all individuals and respecting the environment. It is important to remember that we make choices each day that uphold the Code of Conduct & Ethics. We must all avoid even the appearance of improper behavior. Our values – Aspire to Greatness; Respect all; Own it; Work together; Persist with passion – apply to all Laborie employee activities.

This Code of Conduct & Ethics sets out and explains Laborie's corporate policies on a range of business activities. It does not cover every situation that may arise, but it sets out key principles to guide us. In addition, Laborie is committed to the MedTech Europe Code of Ethical Business Practice and the UN Global Compact in all our dealings.

1.2. Compliance Program

The Board of Directors has approved this Code of Conduct & Ethics ("Code"). To support this Code, the Board directed the creation of a Compliance Committee to oversee the implementation and management of the Laborie Compliance Program. The Compliance Committee and Compliance Program will (1) promote ethical and legal standards, (2) direct creation of procedures and internal controls to ensure we maintain those standards, (3) ensure training is provided for everyone covered by this Code and on other important topics, (4) ensure that effective monitoring and auditing are in place for Laborie's compliance and internal control and systems, (5) develop effective methods for promoting and rewarding compliance with the standards, (6) detecting and addressing violations, and (7) assessing the effectiveness of the Compliance Program.

1.3. Who is Covered?

This Code applies to all companies in the Laborie group¹ of companies and all operations around the world. All employees, contractors, Board members and suppliers working on behalf of Laborie must follow the Code.

It is possible that local law may impose more strict standards than those set out in the Code. If so, then we must follow the local law.

Additional tools and information are available on the Laborie Compliance website. If you have any questions about the Code or are unsure whether something is appropriate under the Code, ask your supervisor, someone from Human Resources (HR), Legal, or a member of the Compliance Committee. Each of us is responsible for understanding the requirements that apply to our respective jobs and required to report any suspected violations of law, this Code or other corporate policies.

¹ Laborie means Laborie Holdings, Inc., and all corporate entities under its control.

Laborie Medical Technologies

Values – GROW with Passion



Aspire to **G**reatness



Respect all



Own it



Work together



Persist **with passion**

2. PROFESSIONALISM IN THE WORKPLACE

2.1. Inclusion & Non-Discrimination

Laborie's greatest assets are its employees. The diversity of Laborie's employees is important to its success. Laborie promotes diversity and equal opportunities within its business operations and a corporate culture where every employee can achieve a balance between work, life and personal development.

Laborie is committed to providing equal employment opportunity to all applicants and employees regardless of their race, creed, color, religion, sex, age, national origin, disability, military service, protected veteran status, genetic information, sexual orientation, gender identity, or any other characteristic protected by federal, state or local law. We are strongly committed to this policy and believe in the concept and spirit of the law.

Laborie is further committed to ensuring that employment decisions are based on valid job requirements. In addition, all employment actions, such as recruiting, hiring, training, promotion, compensation, benefits, transfers, layoffs and termination are administered fairly to all persons on an equal opportunity basis, without discrimination on the basis of protected categories named above. Laborie will also provide qualified applicants and employees with disabilities any needed reasonable accommodations, as required by law.

We all must respect the rights of and deal fairly with each other and with Laborie's customers, suppliers and competitors.

2.2. Threats & Violence

Laborie has no tolerance for threats or acts of workplace violence. If you observe or become aware of any threat or act of workplace violence, report it to management immediately. Management will respond first to protect the safety of everyone impacted. All threats or acts of workplace violence will be promptly investigated and addressed, including referral to law enforcement agencies as needed.

The Laborie workplace includes company property, company vehicles, company sponsored activities, and any other location where you are performing Laborie job duties.

2.3. Safety in the Workplace

Laborie commits to providing employees with safe, healthy and secure work environments and complying with all applicable laws and regulations.

We make every effort to prevent workplace accidents. Each facility has unique work safety considerations, and employees are trained on the rules, processes and any protective equipment necessary to support a healthy and safe work environment. Any workplace accident or injury and any safety or health hazard must be reported to your supervisor. Refer to your facility's procedures for specific information on safety.

3. COMMERCIAL ACTIVITIES

3.1. Quality

Laborie is committed to excellence in providing solutions for diagnostic and therapeutic devices and services that consistently meet our customers' expectations. Laborie adheres to worldwide quality and regulatory requirements through the maintenance of effective Quality Management Systems ("QMS") that support a continual commitment to our customers and the quality of our products. We strive for zero defects and maintaining rigorous standards in all we do. The QMS cover Laborie operations and products and are designed to ensure the safety, effectiveness and performance of Laborie's products and services.

Laborie's suppliers and contractors are also covered by our QMS.

Laborie takes all product complaints seriously and we must report any product performance feedback immediately through the product complaint procedures found in the QMS.

The QMS is managed by the Quality Affairs department.

3.2. Fair Competition

Laborie commits to compete freely and fairly and comply with all applicable competition laws and regulations. We shall not engage in commercial practices that restrict trade or limit competition. All commercial activities shall comply with applicable laws and regulations pertaining to fair trade and competition.

We all must respect the rights of and deal fairly with Laborie's customers, suppliers, competitors, contractors and employees. Never take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other illegal trade practice.

Never misrepresent the quality, features, performance or availability of our products nor make untrue statements about the products of our competitors. All statements about Laborie products must be consistent with their approved labeling.

When dealing with competitors we must avoid:

- Discussing discounts, promotions, pricing or sales practices, particularly in the context of a tender, bid or other competitive situations.
- Agreeing to fix pricing, conditions of sale or to divide sales among competitors.
- Arrangements concerning any elements of a tender or bid.
- Dividing market share or customers among competitors.

If you become aware that a competitor may be engaging in the kinds of conduct described in this section, you should report it to your supervisor or Legal.

3.3. Trade Compliance

All sales and shipments of Laborie products must comply with applicable import and export controls, trade sanctions and other trade laws and regulations. This means that Laborie will not ship products to countries, individuals or entities with

trade sanctions issued against them. Also, Laborie will ensure that if any of its products are under export control such product only will be traded in compliance with applicable laws and regulations.

All purchases and shipments received by Laborie from suppliers must comply with all applicable trade laws and regulations.

3.4. Anti-Bribery & Corruption

Laborie has no tolerance for bribery or corruption. Laborie is committed to ensuring that no form of corruption, bribery or money laundering occurs in its business operations and complying with all applicable anti-bribery and corruption laws and regulations.

We may never seek or take improper payments or anything else of value to induce or reward any actions or decisions. We must not offer or give payments or anything else of value as an inducement or reward for making any decision favorable to the interests of Laborie. Facilitating payments of any amount is prohibited.

Particular care must be exercised with government officials (including those from national and/or local governments or serving in public organizations), healthcare professionals and organizations, patients, suppliers, distributors, charities and patient groups, but the rules apply to all individuals and organizations.

Giving or receiving anything of value for an improper purpose is prohibited. Items of value can include:

- Payments
- Bribes
- Kickbacks
- Rebates and discounts
- Gifts
- No charge products and services
- Donations and contributions
- Grants and sponsorships
- Meals and hospitality
- Commissions
- Service and royalty payments
- Jobs

Using a third party to do something we cannot ethically or legally do directly is also prohibited. All third parties engaged by Laborie, including suppliers and distributors, must be appropriately screened before they are retained, and are subject to the rules set out in this Code.

3.5. Conflicts of Interest

A conflict of interest exists when a person's private interest interferes in any way with the interests of Laborie and your responsibilities to the organization. Each of us must avoid situations where personal interests make it difficult to perform work objectively and effectively on behalf of Laborie.

Conflicts of interest can arise in many ways. For example, if your personal activities outside of work detract from your ability to do your work for Laborie, a conflict of interest occurs. If you choose to consult or work in any manner for a competitor, a conflict of interest occurs. If you receive improper personal benefits from a customer or member of government (financial or in the form of a gift) because of your position in Laborie, a conflict of interest occurs.

We must avoid any direct or indirect business connections with customers, suppliers or competitors, when it is outside of our obligations to Laborie.

3.5.1. Gifts

A common area where conflicts of interest may arise is the giving and receiving of gifts in a commercial setting.

In some cases, exchanging token courtesies may be a customary or culturally appropriate aspect of creating goodwill and sound working relationships when the purpose is not to gain unfair advantage or influence. However, at Laborie it is not permitted to engage in such practices. Giving and receiving gifts or hospitality can easily lead to conflicts of interest and can even lead to situations that could be considered bribery or corruption.

Giving Gifts

Except for items solely for educational purposes, giving gifts to healthcare professionals and vendors is prohibited. To be permitted, educational items (1) must benefit patients or serve a genuine educational function, (2) must be incapable of non-educational functions, and (3) not exceed \$100 in value. It is generally not permitted to give branded promotional items to healthcare professionals or government officials.

Giving or hosting entertainment is prohibited.

Never give or offer anything of value to government officials to influence or secure advantage.

Giving a gift in response to a solicitation is not permitted.

Accepting Gifts

Accepting gifts of any type from anyone in the medical industry is not permitted.

Accepting token, non-cash gifts from vendors not in the medical industry is discouraged.

Soliciting gifts is not permitted.

3.5.2. Meals & Hospitality

Meals and hospitality may be provided as a courtesy while conducting business, provided they are consistent with Laborie's guidelines and follow certain rules.

Meals and hospitality may never be provided to induce activity, such as giving or retaining business.

Meals and hospitality must be:

- Incidental to the business purpose of the activity
- Modest in value
- Infrequent
- Include a Laborie representative
- Not include entertainment
- Be held in a setting conducive to the business activity

Meals or hospitality for an entire office staff when only a few representatives are necessary for the meeting are not permitted.

Meals or hospitality for guests of healthcare professionals are not permitted.

3.6. Donations

3.6.1. Charitable Donations

Laborie may make donations for charitable, educational or humanitarian purposes where appropriate under applicable law.

Donations must be approved in advance by the Compliance Committee.

3.6.2. Political Contributions

Laborie prohibits political contributions (directly or through trade associations), including:

- Using Laborie funds or other assets for political contributions or political purposes.
- Encouraging individual employees, contractors or suppliers to make any such contribution.
- Reimbursing an employee for any contribution.

Employees are free to make individual personal charitable donations or political contributions as they see fit.

4. INFORMATION MANAGEMENT

4.1. Security & Privacy

Laborie is committed to establishing and maintaining cybersecurity (CS) standards for protecting the integrity of its data, technology and information assets. Further, Laborie commits to protecting the privacy of those who entrust it with their personal information, to complying with all applicable laws and regulations concerning personal information and to fair information practices. Laborie will explain how personal information is collected and how it can be corrected, updated or deleted. Laborie commits to collecting, storing and processing personal information data in an appropriate and lawful manner and with confidentiality.

4.2. Confidential Information

Laborie is committed to maintaining confidentiality. We must protect all information relating to:

- Laborie's trade secrets and all confidential company records
- Confidential information of vendors and customers
- Employee records and personal information of others

You must only access or disclose Laborie's confidential information if authorized to do so as part of your job. Never exploit confidential information of any kind for personal gain.

We also have a duty to respect the confidential information of our competitors. Do not use confidential information relating to other organizations if there is a reason to believe it was obtained improperly. You must not use confidential or trade secret information that was obtained without the owner's consent and must not induce disclosures of the confidential information of others by past or present employees.

Personal information must be collected, kept and used in a manner that complies with applicable laws. Any of us having access to this information have a duty to know and comply with the applicable privacy and data protection laws.

5. FINANCIAL CONTROLS & COMPANY ASSETS

5.1. Financial Controls

Laborie is committed to maintaining accurate accounting records, consistent financial reports and effective internal financial controls. Accounting records and supporting documents are intended to accurately describe the true nature of underlying transactions and conform to applicable accounting standards.

Never falsify or disguise transactions or records, including expense reports, sales data, timesheets, etc.

Manage documents to avoid creating security concerns or violating other sections of this Code.

Laborie documents must be retained and/or destroyed according to internal procedures or as specified by law.

You may become aware that a legal hold or legal request covering your documents has been made. If so, all relevant documents must be preserved and made available in response to the hold or request. If that occurs, Legal will provide more detailed instructions.

We are each expected to be familiar with the specific document retention requirements relative to our positions at Laborie.

5.2. Protection and Use of Company Assets

We must protect Laborie's assets and ensure their efficient use. Theft, carelessness, and waste have a direct impact on Laborie's productivity and profitability. All Laborie's assets are to be used for legitimate company purposes. Any suspected incident of loss, theft, hacking or fraud must be reported to your supervisor immediately for investigation. Laborie's assets should not be used for non-company business.

5.3. Insider Trading

We are prohibited from trading in securities of any company while in possession of material nonpublic information about that company that was obtained as a result of our relationship with Laborie and must comply fully with the laws prohibiting insider trading and stock tipping.

Violation of insider trading laws is not only a violation of this Code, it can also result in criminal prosecution.

6. SUSTAINABILITY

6.1. U.N. Global Compact

The U.N. Global Compact provides a universal framework to guide businesses in the areas of human rights, labor rights, environment and anti-corruption. Laborie is committed to transforming our world through principled business by being a signatory to the U.N. Global Compact and operating under those principles.

Sustainable business practices help to ensure that our company continues to meet the expectations of our patients, customers, employees, owners, and regulators around the world.

Because having the best people is critical to achieving Laborie's mission, we will always operate our business in a transparent and trustworthy way.

6.2. Climate & Environment

Laborie commits to limit its environmental impact and its consumption of non-renewable and environmentally scarce resources in its business operations and procurement processes. It commits to reuse and recycle the materials we use to the largest extent possible. We acknowledge our role to accelerate the transition to a sustainable, low-carbon economy.

6.3. Human & Labor Rights

Laborie supports international conventions on human rights and promotes freedom of association and the right to collective bargaining. Laborie does not tolerate any forms of forced or child labor in its operations, supply chain or sales channel and shall not be complicit in any human rights abuses throughout the course of its business. Laborie will comply with all applicable minimum wage, overtime and maximum hour laws and regulations.

Our Mission

Our Mission every day is to operate as a world-class specialist medical company making and advancing technologies that preserve and restore human dignity.

7. REPORTING CONCERNS

7.1. When to Report

It is the obligation of each of us to speak up and not tolerate actions that may violate this Code. If you encounter something and you are not sure whether to report, consider how the conduct in question would be perceived if it were made public. If still unsure, speak with your supervisor, HR, Legal or a member of the Compliance Committee. Reporting potential violations is an important part of how we do business and helps us to maintain our high standards.

7.2. How to Report

If you have questions or concerns about this Code, believe that someone may be violating it, or are unsure whether to report something, you are encouraged to discuss those issues with your supervisor, HR, Legal or a member of the Compliance Committee. Laborie is committed to a workplace where open, honest communications are the expectation. Management wants us all to feel comfortable approaching a supervisor or anyone in leadership about situations where you believe improper actions have occurred.

If you are not comfortable reporting something in person or prefer to report anonymously, you can do so using the [Laborie Whistleblower Ethics Reporting System](#). Hotline reports may be made in confidence, as the hotline ensures the anonymity of the employee making the report.

7.3. No Retaliation

Laborie will not tolerate harassment, intimidation, threats, coercion or retaliation against anyone for reporting in good faith any alleged violation of this Code or any other applicable law or regulation.

Any act or threat of retaliation will be considered a serious violation of this Code and violations may be subject to discipline, including termination of employment.

8. RESOURCES

[Laborie Compliance Website](#)

[Laborie Whistleblower Ethics Reporting System \(Online\)](#)

Laborie Whistleblower Ethics Hotline Telephone Reporting

Country	Phone #	Notes
Belgium	00-800-2002-0033	The number needs to be dialed from a landline only.
Brazil	0021-800-2002-0033	-
Canada	1-866-921-6714	-
China	00-800-2002-0033	The caller needs to stay on the line until there are no more options available for the list of languages. At this point, an interpreter will then come on the line and connect the caller to a Mandarin speaker.
France	00-800-2002-0033	-
Germany	00-800-2002-0033	-
Japan	800-2002-0033	-
Mexico	001-800-514-8714	The number 001-800-514-8714 works only for the carrier TELMEX. For other carriers, please dial 01-800-514-8714
Netherlands	00-800-2002-0033	The caller needs to stay on the line until there are no more options available for the list of languages. At this point, an interpreter will then come on the line and connect the caller to a Dutch speaker.
Switzerland	00-800-2002-0033	-
UK	00-800-2002-0033	-
USA	1-866-921-6714	-