

medartis

PRECISION IN FIXATION

Global Corporate Compliance Policy



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Introduction

1.1. Message from the Chairman of the Board and CEO

“ At Medartis, we are passionate about developing advanced implant solutions for medical professionals with the aim of improving patients' treatments and restore their quality of life. It's more than just a job. It is about making a difference together. In order to do so, all employees and business partners of Medartis are expected to commit to the highest standards of integrity and ethics.

These standards reflect our internal values and the expectations of external interest groups, such as patients, healthcare professionals, regulatory authorities, investors and the public. Our daily actions should always be in accordance with the requirements and central ideas of the Medartis Code of Conduct. We can only continue to make a difference for surgeons and their patients if we collectively build on a compliant behaviour. We would like to thank you in advance for taking this responsibility seriously and for pursuing our common objectives with integrity and ethics. ”



Marco Gadola
Chairman of the Board



Christoph Brönnimann
CEO

1.2. Objective

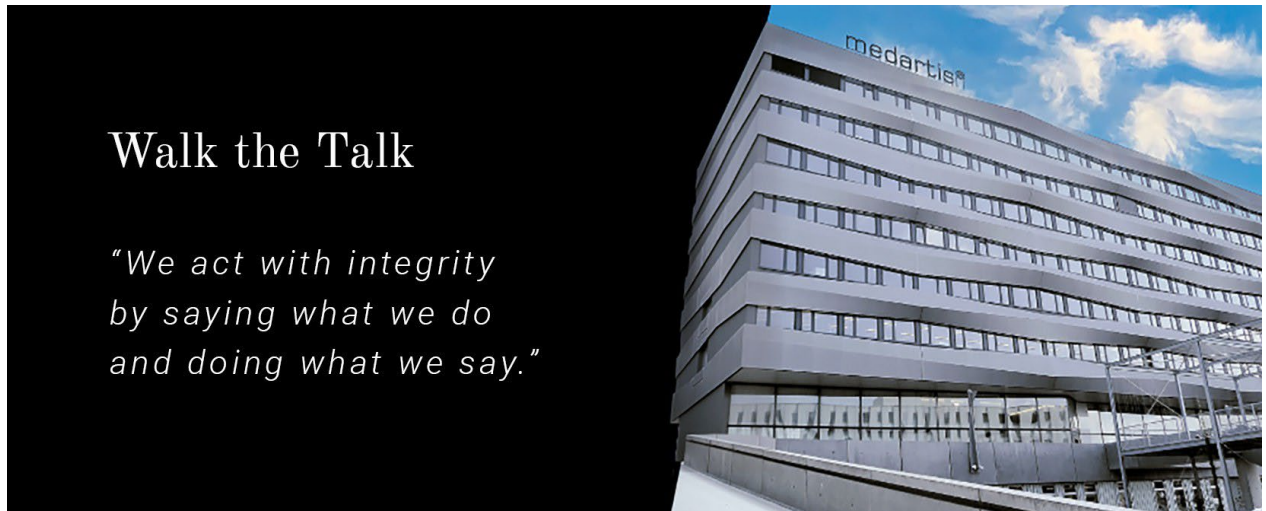
Medartis places the greatest value on high standards in every respect. We act with integrity by saying what we do and doing what we say. Our most valuable asset is an excellent reputation based on best quality in products and services and good relationship to all stakeholders. These relationships are based on legal business practices and integrity. This creates and maintains the trust we need for sustainable and successful activities.

The objective of the Global Corporate Compliance Policy¹ is to guide all Medartis employees regarding our Compliance rules, their concepts and applications, in addition to making it accessible to our business partners, customers and interested parties in general, about our internal rules and commercial conduct, guiding the criteria that must be respected in all our business interactions.

This Policy is addressed to the employees of Medartis worldwide. Without exception, all employees are obliged for reasons of their duty of good faith towards the Company to comply with this Compliance Policy which is part of their work contract. This Policy is also a guideline for all our business partners.

This Policy represents the minimum standard of expected behavior and individual issues are specified in more detail in internal instructions. All employees have to comply with the law as a matter of course. If local laws exceed the requirements of the Compliance Policy, then these stricter regulations are to be observed.

1) Referred throughout this document as "Corporate Compliance Policy", "Compliance Policy" or just "Policy".



1.3. Compliance Definition

Compliance is a fundamental concept derived from the expression “to comply”.

This term means adhering to established standards in accordance with rules, laws, policies or corporate principles that govern business activity. This commitment ensures not only legality, but also upholds transparency, ethics and respect to the best market and corporate governance practices.

Compliance is not centered around punishment, but rather focuses on preventing risks and promoting an ethical conduct.

Compliance, therefore, means to be in conformity.

1.4. Corporate Social Responsibility

Medartis works continuously on the improvement of its work environment, occupational health and safety protection and is committed in following high standards of Corporate Social Responsibility in line with the ETI Base Code, a global reference in labor practices, ensuring that:

- Employment is freely chosen
- Freedom of association and the right to collective bargaining are respected
- Working conditions are safe and hygienic
- Child Labor shall not be used
- Living wages are paid
- Working hours are not excessive
- No discrimination is practiced
- Regular employment is provided
- No harsh or inhumane treatment is allowed

Medartis does not tolerate any form of forced labor, child or slave labor, discrimination, sexual or moral harassment or abuse, nor does it interact with partners who do not observe these precepts. On suspicion, we check the situation immediately and terminate any cooperation in case such suspicion proves true and is not immediately rectified.

We encourage diversity and equal opportunities, in an environment of respect and a neutral and professional atmosphere.

For more information regarding the Labor Standards followed by Medartis, please consult our [Corporate Social Responsibility Policy](#) available on our website.

1.5. Environmental Protection

Medartis is committed to conducting its business in an environmentally responsible manner and to comply with environmental laws and regulations applicable to our activities regarding waste disposal, use of hazardous materials, gas emissions, and effluent discharges, including manufacturing, transportation, storage and disposal of these materials.

Our employees must conduct their work activities with the commitment to adopt measures that not only follow environmental regulations, but that also avoid waste and minimize negative impacts on natural resources and in the environment.

1.6. Responsibility

Medartis business is based on principles of integrity, ethics, honesty, and well-intentioned behavior, and we expect each Medartis employee to reflect these values in their actions and decisions.

It is the personal duty of every employee to comply with laws, rules and regulations applicable to their work duties including adherence to all internal instructions and guidelines, such as the all compliance instructions of this Policy.

Leaders, Supervisors and Managers, are responsible for living and implementing this Policy, and to ensure that their employees are aware of and implement it in their daily business.

The General Manager in each subsidiary is responsible for a stable structure of the organization which ensures that employees are aware of the Corporate Compliance Policy and at all times abide by it. Local Management must also ensure that any stricter local laws are complied with.

Code of Conduct



2. Code of Conduct

2.1. Ethical Conduct

Medartis conducts its business in an ethical and responsible manner and expects its employees to act in the same professional, respectful and honest way.

The duty of good faith is part of your work commitments to the Company, as well as to our shareholders, customers and business partners.

Through written rules, we formalize our intentions and instructions for the general knowledge of all employees, therefore this Code of Conduct defines the Company's internal regulations with the aim of building a culture of integrity, as well as obtaining ethical conduct and good practices expected by all employees.

2.2. Discrimination

Discrimination encompasses comments or actions that treat people unfair or unequally, impose unequal burdens upon them or deny them of rightful benefits.

Our Company is committed to maintain a workplace free from discrimination, in an environment of respect and professional atmosphere, we encourage diversity and equal opportunities, and prohibit discrimination of any form to all employees and applicants on the basis of race, age, gender, sexual orientation, marital status, religion, health conditions, disability, national origin, national ancestry, social origin, political affiliation, political opinion, among others.

Employees have the right to be treated fairly and to work in an environment that is free of discrimination. This also applies to the recruitment of candidates, career progression opportunities and remuneration. There shall be no discrimination in hiring, compensation, access to training or promotion.

It is a violation of this Policy and our Corporate Social Responsibility Policy to discriminate regarding opportunities, benefits or privileges, create discriminatory work conditions, use discriminatory standards, or practice any acts of discrimination.

2.3. Moral and Sexual Harassment

Medartis prohibits and does not tolerate any form of physical abuse, threat of physical abuse, moral harassment, "mobbing", "bullying", psychological terror, sexual harassment and other forms of abusive treatment that violates ethical integrity.

Actions, words, jokes, threats, negative stereotyping, or other verbal or physical conduct related to one's sex, race, ethnicity, age, religion, disability are prohibited and will not be tolerated.

Sexual harassment encompasses different forms of behavior, including verbal, nonverbal and physical conduct. This can involve unwelcome sexual advances, requests for sexual favors, bullying someone or a group of people based on sexual orientation, and physical actions of a sexual nature, such as touching, grabbing, poking, as well as sexual comments, sexual jokes, gestures, noises, and other verbal or physical conduct of a sexual nature.

It may also include harassment based on gender, gender identity, gender appearance or sexual orientation.

Preventing moral and sexual harassment is a shared responsibility for everyone within Medartis. All employees of Medartis have the right to protection of their personal integrity at the workplace. Cooperation shall take place at all hierarchical levels based on respect and mutual esteem. Any form of abuse and harassment will not be tolerated.

2.4. Conflict of Interest

Conflict of interests may occur when different factors, including professional, financial, family, political or personal consideration, have the potential to interfere with the employee's judgment when performing their duties and the correct execution of an employee's work.

In a conflict of interest situation, an employee may be inclined to act in their own interest, going against the principles, rules and policies established by the Company, making inappropriate decisions or failing to fulfill their responsibilities.

It is important to avoid any potential or appearance of conflict of interest and inform HR or Compliance about any situation that may lead to a conflict of interest, so that appropriate guidelines and precautions can be provided to ensure fair and ethical decision-making and avoid any prejudice or harm to the company and/or other employees. Also an effective case of conflict of interest has obviously to be reported to HR or Compliance.

The following situations are for example considered a potential conflict of interest, and can interfere with an employee's independent and professional decision making:

- Shareholding and Investments – Having equity interest, quotas, shares and investments in companies providing services to Medartis, in distributors, customers, hospitals, health insurance and companies that compete or have activities related to Medartis business, such as companies that operate in the healthcare and/or medical devices area, supplying prostheses, implants, among others.
- Kin relations, affective relations and friendship – Be closely related to another employee like having a degree of kinship or a romantic relationship, as well as being related to service providers, distributors, customers, hospitals, health insurance and/or competing companies, or those engaged in activities related to Medartis.
- Side/External activities – An employee cannot carry out external activities, such as providing consultancy services or holding positions at competitors or third parties that can conflict with Medartis' activities and businesses. In addition, the working hours at Medartis must be devoted to activities in support of the company and not spent on outside activities unrelated to the betterment and best interests of Medartis.
- External groups with other employees – Being part of external groups where other employees are also part and where there exists an hierarchy relation with this other employee. This external hierarchy between Medartis employees may unduly influence an employee's decisions-making in their role within the company structure.
- Personal benefits and gifts – Medartis employees are not allowed to accept any form of benefits, loans, or donations from suppliers, distributors, customers or companies interested in doing business with Medartis. Additionally, employees should refrain from receiving gifts and items that do not fall within the category of standard business hospitality or institutional gifts (see below at section 2.5).
- Improper use of the function – Employees are prohibited from leveraging their position, role, function or influence derived from their employment at Medartis to gain undue personal or professional advantages with clients, suppliers, or other employees of the company, as well as providing undue advantage for hiring people which benefit relatives, friends, among other situations.

For more information and definitions regarding Conflict of Interest, please consult the [Conflict of Interest Policy](#) on our website or contact the HR or Compliance Department.

2.5. Gifts Receiving

Gifts constitute a hospitality and cordiality in the business environment and their receipt or concession must not aim to obtain benefits, advantages, influences, or retributions.

Receipt of gifts by Medartis employees must be avoided and treated with the same caution as their granting. The receipt of gifts should not, under any circumstances, interfere in the actual or future decisions of the employee within the scope of their role or in the choice for hiring or renewing suppliers, distributors, consultants, service providers, and other business partners.

Medartis employees are only allowed to receive institutional gifts, with modest values, that have a connection with the work environment, such as office items, agendas, calendars, pens, pen holders, mousepads, mugs, notepads, backpacks, among others.

When it is not possible to deny the receipt of the gift, without creating a situation of discomfort or by offending the giver, the employee may provisionally receive the Gift but must, as soon as possible, deliver it to the local Compliance or HR Department so the item can be drawn among the other employees, preventing undue interference or the arise of a conflict of interest from this situation. The local Compliance Committee or local HR will be responsible for carrying out this draw.

Gifts in the form of cash or similar, like gift cards, are prohibited and must not be accepted under any circumstances by our employees. Employees may occasionally accept invitations from customers or suppliers to moderate marketing or courtesy events or hospitality, with the aim of fostering strong business relationships, if compliant with applicable laws, industry standards, and local policies. However, such invitations may not create a conflict of interest and employees must obtain approval from their line manager before attending. Employees should exercise discretion and moderation in accepting invitations, ensuring that it does not interfere with their work responsibilities or compromise the company's integrity.

For rules regarding the granting of gifts to Medartis' commercial partners, please refer to item 3.5. of this Policy.

2.6. Dress Code

The corporate environment is filled with formalities that demonstrate credibility and professionalism, dress standards and a professional presentation contribute to the morale of all employees and affect the professional business image Medartis presents to customers and visitors, even if the work modality is hybrid/home office, it is necessary common sense in clothing choices.

During working hours, employees should dress, groom, and maintain personal hygiene in a manner which enhances safety, productivity, and good customer relations.

The Company allows self-expression through personal appearance, unless it conflicts with an employee's ability to perform their job effectively or with their specific work environment, or it is considered offensive or harassing towards others.

Consult your supervisor or Human Resources in case of questions as to what constitutes appropriate work dress code.

2.7. Alcohol Consumption, Illicit Substances and Weapon Carrying

Medartis encourages physical, emotional and social balance of its employees through the adoption and maintenance of healthy habits, aiming for the well-being and safety of its teams.

The use and abuse of alcohol and drugs is a factor in the high risk of accidents and reduced work ability, therefore, it is not permitted to be under the influence of alcohol or illicit drugs, narcotics or any other substance during work hours and even after working hours if still on the Company premises.

Exception is applied to moderate alcohol consumption, within good sense and consistent with professional posture, at social events and social occasions promoted and/or approved by Medartis. The Company is not responsible for the actions or consequences of employees who, under the influence of alcohol, choose to engage in any inappropriate behavior or activities outside the scope of such company-approved events.

It is strictly prohibited to use, possess or transfer illicit drugs within Medartis facilities. It is also not permitted to work under the influence of any of them.

The use or carrying of weapons of any kind is also not permitted within Medartis environments, as well as within Medartis fleet vehicles.

2.8. Work Tools and Company Resources

The Company's resources are dimensioned to attend work needs, optimize information systems, integrate employees, and improve work process efficiency.

Therefore, they must be used appropriately and with common sense, with their use intended for professional purposes and company's activities.

The employee is responsible for the custody and care of the materials and equipment provided by the Company such as technological equipment, work tools, as well as office materials in general. Employees are expected to take the same care in using and maintaining the equipment provided by the company as they would with their own personal items.

Identifiable misuse, misappropriation or damage to the company's assets may result in the user being held liable. It is also the employee duty, whenever necessary, to promptly contact the department responsible for delivering the respective equipment, to report any defect, loss or theft.

2.9. Company Cars and Fleet Cars

Depending on the role performed by the employee, the company may provide company cars (owned, leased or rented) or fleet cars for work-related activities. Fleet or corporate cars provided must be used exclusively for the transportation of materials and individuals for work-related purposes.

When driving a company/fleet car, it is the employee's duty to be cautious, complying with all local traffic rules, in special respecting the imposed speed limits, as well as being duly authorized locally to drive, have a valid driver's license, appropriate for the car category/type.

All traffic infractions committed by employees using company or fleet cars will be responsibility of the offenders.

It is strictly prohibited to drive company/fleet cars under the influence of alcohol, drugs or other substances, or to carry drugs or weapons in the company/fleet vehicles.

In the event of traffic accidents and other car-related incidents, it is the responsibility of each employee to promptly report all incidents and accidents to the responsible local department to ensure appropriate measures are taken.

2.10. Printers and Scanners

To carry out daily activities, Medartis provides its employees with printers and scanners. Such equipment is for exclusive use for work-related activities and must be used with common sense.

Waste of paper when making prints or copies must be avoided as much as possible, taking into account the Company's socio-environmental responsibility and ESG (Environmental, Social and Governance) initiatives.

2.11. Corporate Smartphones

Medartis provides smartphones to employees whenever necessary to perform their duties.

As it is equipment for corporate purposes, it must be used with common sense and cannot store personal information such as: photos, videos, music, games, downloads of Apps that do not meet the company's needs, etc.

In some subsidiaries, Employees may, with the approval of the Company, elect to use only one device for business and private purposes, provided that they agree to comply with the corporate IT policies and allow Medartis to control certain apps through which the company systems may be accessed.

Corporate Smartphones must be handled with care and incidents such as damage, theft or loss, must be reported immediately to the IT Department.

If there is a stricter local policy, this must be applied.

2.12. Computer and E-mail

Corporate resources provided by the company, including computer, e-mail address and Outlook, are Medartis property intended for corporate/business use only, the employee should not have the expectation of secrecy in its use.

The use of Medartis information systems, networks, e-mail and other messaging systems can be subject to monitoring by Medartis IT Department in order to preserve and protect data, as well as subject to verifications by the Compliance Department in internal investigation procedures in order to ensure compliance with the standards established in our policies, in accordance with applicable legislation or regulations.

It is prohibited to send messages or e-mail chains with a partisan, religious, discriminatory or vexatious nature. Medartis prohibits the use of computers and technology (including e-mail, messaging systems and other software) in ways that are disruptive, harassing, or offensive to others, as well as engaging in illegal activities, or anything harmful to morale. All usage shall comply with applicable laws and regulations, as well as our Corporate Compliance rules.

The employee must not download or allow programs not authorized by IT to be downloaded onto their corporate devices. Whenever there is a need to install programs, the IT Department must be consulted.

2.13. Internet

Internet access provided by the company must be used for business and professional purposes, research of information needed to work tasks carried out or for any other purpose of interest to Medartis.

Streaming of Internet radio, music or video content such as Spotify or Netflix is not permitted for non-business purposes. Additionally, social networks unrelated to work activities, relationship sites and online games are also prohibited.

Access to inappropriate websites containing pornographic/sexual, violent, obscene, discriminatory and/or racist content is strictly prohibited and such access constitutes a breach of Medartis' ethical compliance rules and this Policy, subjecting the employee to appropriate disciplinary measures.

Where possible, such content is automatically blocked using a content filter. Internet sites that jeopardize internal IT security are also filtered out.

If access to a trusted website needed for business purposes has been blocked, the user may send an email to the IT Department to request assistance to unblock the website in question.

2.14. Social Media

Social media is an integral part of Medartis communication mix and should be in harmony with our purpose, values and compliance rules.

It is important for the employee to be aware that when sharing a content from their professional or business environment, they are not only acting as a private individuals but also serving as indirect brand ambassadors for Medartis, indirectly representing the Company.

Therefore please be aware that you are responsible for what you write, share, replicate and publish on social networks.

Any comments must be respectful. Medartis is a company that respects and promotes diversity and inclusion, so any comments that constitute discrimination of any type, regarding gender, sexual orientation, religious beliefs, ethnicity, age group, nationality, physical condition, or any other factor, are strictly prohibited.

Any confidential non-public information, including without limitation business secrets, sensitive information, project details, disclosure of M&A projects, customers' and employees' information, as well as sales or financial data should not be shared publicly or only shared with the express approval of Medartis. Only after the information has been officially published or confirmed by the Company may you comment on or share it.

If you have any doubts or concerns regarding communication on social media platforms, please contact socialmedia@medartis.com, corporate.communication@medartis.com or consult the [Social Media Policy](#) on our website.

2.15. Credit Card and Reimbursement

Medartis can provide corporate credit cards to its employees or reimburse expenses incurred in connection with the performance of their work functions. Reimbursement and corporate credit card provided by Medartis applies exclusively to reasonable and properly vouched work and company-related expenses, such as:

- Business travel expenses, including costs for rental vehicles, public transportation, airfare, visas, lodging, meals during business-related travel, among others.
- Uber/taxi, parking and tolls for business-related purposes (e.g. highway tolls).
- Business meals with customers and business partners within the local limits established by the applicable policy.
- Any other business related expenses.

It is prohibited to use the company credit card or reimbursement for personal expenses, or expenses unrelated to work activities such as, but not limited to:

- Cover expenses for family members, such as spouses or children, during business travel.
- Expenses related to the extension of the employee's stay at a travel location unrelated to the necessary work schedule on a business travel.
- Personal purchases or services while traveling (e.g. spa treatments, massages, sight-seeing tours, etc.)
- Personal gifts (e.g. weddings, baby shower, birthdays) or other personal purchases or services.
- Any other uses which are not for business purposes.

All expenses have to be documented and justified as a matter of principle. Effective expense control is the responsibility of each employee.

The employee must account for their expenses through a report for approval in accordance with the applicable local rule issued by the Finance Department.

The information on receipts must always and without exception be complete and correspond to the facts. Only truthful bookings can be made that reflect the current activity.

Employees must never use their personal money to circumvent company rules or deviate from the compliance obligations of this Policy, such as granting of gifts above the limit and outside the permitted categories, payment of bribe, facilitation payments, political donations or any other financial transaction connected to the Company that constitutes an illegal act or non-compliance with the Company's compliance rules.

If you have any questions about permitted reimbursable expenses and credit card rules, please contact the local Finance or HR Department.

2.16. Data Protection

Data protection means the protection of the personality and privacy of the person of whom data is being processed. Personal data is all information which refers or relates to an identified or identifiable natural person.

Medartis is committed to the protection and safeguard of the privacy and data of its customers, patients and employees. All employees must always comply with the relevant instructions and the provisions on data protection.

Medartis employees shall protect and take the appropriate measures to avoid the leakage of data under their care in the performance of their functions, as well as perform the appropriate and ethical use of these data.

In the event of incidents, leaks, doubts, among others involving personal data, the employee shall contact Medartis Data Protection Officer via email dataprotection@medartis.com or via the data protection [Reporting Form](#) on our website. This channel is also open to the general public to submit questions and requests concerning data protection and data treatment from data subjects.

Data Protection

Medartis is committed to the protection and safeguard of the privacy and personal data of its customers, patients and employees, in accordance with the applicable Data Protection Laws.

Therefore, for the proper treatment and access of your personal data information, we provide this form as an efficient and safe way to process your questions, suggestions, requests or complaints.

All requests are referred to the Data Protection Committee for due analysis and, if necessary, appropriate measures.

Full name

Select Country*

Email

Complaint*

By submitting this form I confirm that I have read and accepted the [privacy policy](#) (* required fields)

ACCEPT & SEND

2.17. Confidentiality and Intellectual Property

Each employee is responsible to ensure the security of the company's information, including being cautious with materials left on tables, in drawers or cabinets, as well as avoiding informal conversations with relatives and friends that may compromise sensitive information.

All information that employees have access to in the course of the performance of their duties, as well as any information that they have developed, enhanced or improved during or in connection with their employment with the company, are the intellectual property of Medartis and is generally treated as confidential.

Medartis considers certain types of information about its products, processes, employees and customers to be confidential information, disclosure of which could significantly harm our Company.

The confidentiality of internal or proprietary information of Medartis must be maintained, as well as information that has not yet been disclosed to the general public, such as, but is not limited to the following examples:

- Information or records about employees, customers, suppliers, distributors, consultants, contractors, service providers and other business partners.
- Information about company details, its procedures, sales, prices, costs, discounts, profits, margins, markets data, potential customers, investments, plans and other commercial or financial values.
- Allocation of territories, market shares, pending projects and proposals, development of business strategies, development of new products.

– M&A processes, contracts under negotiation, lawsuits, disputes and legal cases.

Only the EMB and the Legal Department, or employees duly authorized to do so, may disclose internal or confidential information, documents, contracts or commercial information to third parties and the market. The obligation of confidentiality by employees in relation to Medartis' internal information continues even after the termination of the employment contract.

In case of doubt about the confidentiality of certain information please contact your supervisor or the Legal Department.

2.18. Insider Trading

In general terms, Insider Trading is the illegal practice of trading listed securities of a public company based on material non-public information, typically information that has not yet been made available to the general public, in order to obtain profits or gain financial advantages for oneself or for another person.

This act is considered illegal because it gives individuals an unfair advantage in the financial markets and undermines market integrity. Insider trading is not limited to management or corporate officers, but can involve any employees, or other individuals who have access to material non-public and confidential information that, if disclosed, could significantly impact the company's share price (whether obtained directly or indirectly). The exploitation of insider information for stock exchange transactions is punishable under criminal law and financial market regulation. The sheer recommendation for a specific stock transaction without disclosing the insider information itself is already punishable.

As an employee of a company listed on the Swiss stock exchange, you may have access to relevant facts and confidential information that is privileged. This information could provide an undue advantage in the stock market, and engaging in transactions based on such information would be considered insider trading.

All employees are obliged to comply with Medartis' Insider Trading Regulation and covered persons must adhere to the company's black-out period. Employees should be aware that engaging in transactions with company's shares outside of black-out periods may not be inherently safe and it is advisable for employees to always exercise caution and consider potential personal consequences before engaging in trading activities outside the designated periods.

Please contact the Legal Department for further clarification, as well as information on blocking periods.

2.19. Contracts, Powers of Attorney and Document Signing

Contracts are extremely important documents in the commercial relationships, as they formalize the intentions of the parties involved. These documents do not only specify and guarantee rights and duties of each party, but also provide legal certainty regarding the objectives outlined in the agreement.

Provision of continuous services, distribution/agent agreements, consultancies, sponsorships, supplies and any other relevant type of business provided for or on behalf of the company, as well as other situations involving material financial or legal risks, must not be carried out or paid for without the due signature of a formal contract by authorized signatories of the parties involved.

The review and approval of contract terms by the Legal Department and all other relevant corporate functions must always precede the execution of a contract.

As a general rule it is required that contracts or other legal documents are signed jointly by two authorized signatories, irrespective of the monetary value involved. Any exceptions to this rule must be approved by the Legal Department in advance. Signature authority is bestowed upon specific individuals rather than being tied to a particular position, and the Legal Department generally informs authorized signatories of the scope and limits of their signature power. If you are in doubt whether you are an authorized signatory, please contact your supervisor or the Legal Department for guidance.

Powers of attorney must always be issued by the Legal Department.

Before signing a power of attorney in the name of Medartis, always check whether the powers are correct, whether they are not broader than necessary, as well as the duration of the powers.

Before signing a contract or any official document on behalf of the Company, always check if the data is correct, do not sign unknown documents and in case of doubt, contact the Legal Department or your supervisor.

Ethical Business Rules



3. Ethical Business Rules

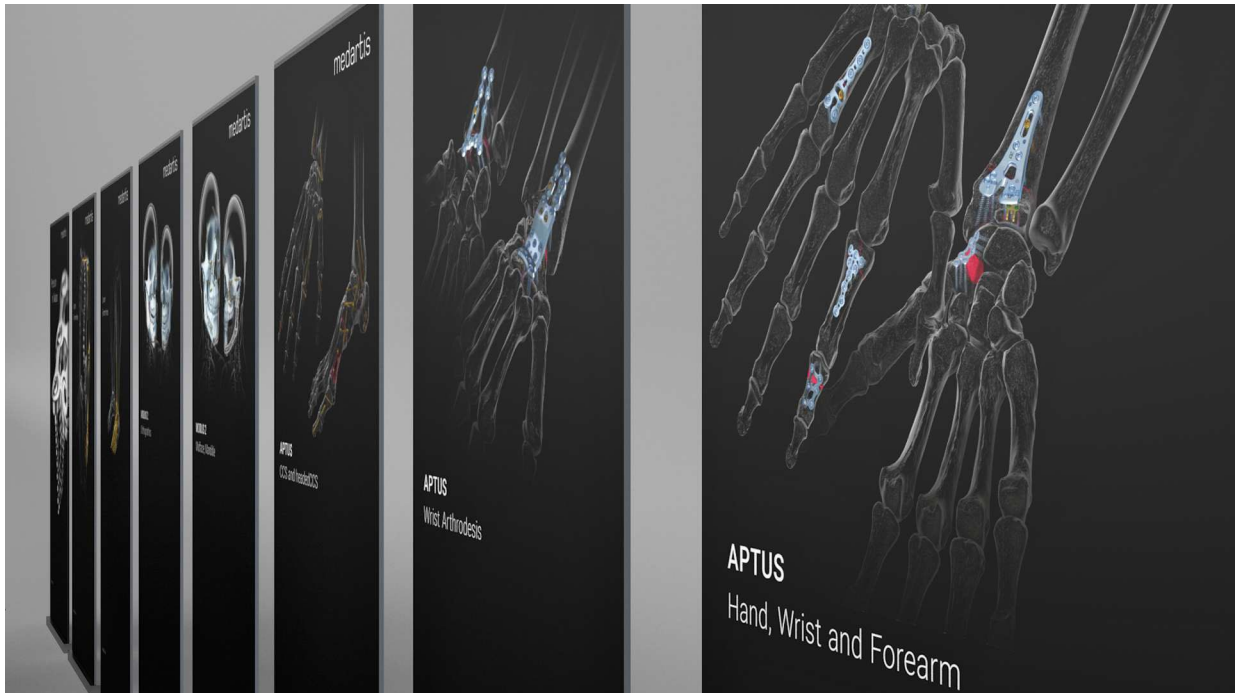
3.1. Customer Relationship

As a company that develops, manufactures, distributes and supplies medical devices and health technology, Medartis is in constant interaction with Health Care Organizations, such as Private and Public Hospitals, Clinics, Health Insurance Companies and with Health Care Professionals (“HCP”) ².

These interactions must be based on strict ethical criteria always aiming to offer the best solutions for the benefit of patients, so the following guidelines must be observed:

- All commercial discounts eventually granted must be justified and transparent, and have a fair commercial basis. Medartis does not make or authorize any type of discount considered illegal or unethical.
- Medartis does not offer, promise or pay any type of incentives, prizes, gratuities, rewards or advantages to induce HCPs to prescribe, use, promote, recommend, referral or endorse its products.
- The company respects the free and technical will of HCPs and refrains from any undue influence in the HCP's clinical judgment and independent technical decision.
- Medartis does not pay any form of commission to HCPs for their use, recommendation or referral of its products or for surgical procedures done.
- Medartis does not donate or lend equipment, instruments or products to hospitals and healthcare professionals free of charge with the aim of obtaining an undue advantage or with the aim of unduly influencing their decision to purchase products.
- Medartis may hire HCPs to provide consulting services for the development of products, research, training or other services that have the purpose of meeting a legitimate business need of the Company and strictly follow the legal provisions and compliance rules foreseen in item 3.6. of this Policy. Consulting Agreements with HCPs must never be only sham, constituted as a form of illegal, immoral or unethical influence on the professional's opinion about the products or as a way of inducing the purchase or recommendation of the Company products.
- Medartis does not pay for or provide entertainment or recreational events for HCPs, their family members, their clinical teams, or others.

2) For the purposes of this Policy, Health Care Professional referred here as “HCP” or “HCPs” is any person or entity (i) authorized or licensed in its country to provide health care services or items to patients or (ii) who is involved in the decision to purchase, prescribe, order, or recommend a Medical Technology. This term includes individual clinicians (for example, physicians, odontologists, nurses, and pharmacists, among others), provider entities (for example, hospitals and ambulatory surgical centers), and administrative personnel at provider entities (for example, hospital purchasing agents). This term does not include Health Care Professionals who are bona fide employees of Medartis.



3.2. Trainings and Educational Events

Medartis can carry out its own trainings and educational events. Own trainings and educational events also called “Company Programs” are considered all those about technical understanding, functionality and application of the Company’s products, with the purpose of instruction and training concerning their safe and effective use.

These trainings and programs may involve:

- Theoretical educational training of scientific studies and new techniques;
- Appropriate indications or therapies for the use, presentation and studies of clinical cases and fractures treatment with our products;
- Benefits and risks of the product use and appropriate use precautions;
- Practical educational training, such as training with sawbones, anatomical models, etc.;
- Fracture treatment simulation training and Cadaver Labs, when permitted by local laws;
- Presentation and training on technologies, quality, technical resources, properties, of our products, their development and manufacturing process, which may include visits to our factories, for understanding of the manufacturing process, tests done and technology involved.

Own Company Programs must follow the following guidelines:

- Agenda - Training and education must constitute the substantial majority of the program on each day of the event held. The event agenda cannot include use of our products that would be inappropriate under local law.
- Adequate Environment and Entertainment - Medartis Company Programs shall not include sporting or leisure activities or other forms of entertainment. Education and training programs must be conducted in suitable environments, such as conference rooms, auditoriums, meeting rooms, laboratories, IBRA centers, Universities and other locations that encourage the purpose of the training program and must not be organized in luxurious, or tourist/holiday oriented venues or other venues which might create potential adverse public perceptions.

- Travel expenses - When necessary, Medartis may cover legitimate expenses related to the participation of HCPs in its Company Programs, such as reasonable travel expenses, accommodation and meals provided in conjunction with the Company Programs. All these expenses must be modest, reasonable and exclusively related to the HCP's participation in the event and must not overshadow the purpose of the program. Medartis does not pay for entertainment or leisure for HCPs.
- Additional Costs - Medartis does not pay for additional costs, such as travel and lodging extensions, category upgrades, and others, beyond the needs for the participation in the Company Program. The accommodation and tickets must be adequate to cover the period of the duration of the Company Program.
- Guests - Medartis does not cover expenses for meals, travel tickets, lodging or other expenses for guests of the HCP (as spouses, family, etc.) or for any other person who does not have a bona fide legitimate professional interest in participating in its Company Programs.
- Compensation Fees - Medartis does not pay fees to HCPs for participating in a Medartis Company Programs, or for time away from the clinic or hospital. If there are HCPs hired as speakers, faculty or consultants to provide training in these types of events, they follow different rules set out in the item 3.5. of this Policy.

3.2.1. Third Party Educational Events

“Third-Party Educational Events” include various types of events organized by independent third parties, including medical conferences, national and international congresses, educational events, courses, such as for example an International Hand Surgery Congress.

Medartis may support Third Party Educational Events, scientific conferences and programs that promote scientific knowledge, advance the practice of medicine and improve the healthcare treatments, related to the indications treated with its products.

Medartis can provide commercial sponsorship to support a Third-Party Educational Event, in exchange for marketing features such as advertising space, signage, booth for company displays, exhibit space or table, among others.

The rules for supporting participants' attendance in Third-Party Educational Events may vary depending on local laws or industry codes applicable to Medartis and its subsidiaries, as well as to the Third Party Educational Event location.

When permitted by local laws and local industry codes Medartis may support Third Party Educational Events either via educational grants, or by providing financial support to hospitals/clinics for the attendance of individual HCPs at a Third-Party Educational Event, in accordance with the following rules:

- This financial support must be limited to the registration fee for participation in the Third Party Educational Event and reasonable costs related to travel, meals and accommodation for participation in the event. All these expenses must be modest, reasonable and exclusively related to the HCP's participation in the event and must not overshadow the purpose of the program, nor cover a period of stay beyond the official duration of the Third Party Educational Event. Medartis does not pay for entertainment or leisure for HCPs.
- An employer notification regarding the sponsorship must be submitted in writing and in advance to the administration of the hospital where the HCP is employed, to the HCP's supervisor or to another competent authority designated locally.

For the countries where local industry codes follow the ADVAMED standard, such as United States, Brazil (ABRAIDI/IES), México (AMID), among others:

- Medartis may not provide any contribution (whether monetary or in-kind) to an individual HCP, or pay for HCPs registration fees, travel, or lodging expenses to attend at a Third Party Educational Event.

- When supporting Third Party Educational Events through sponsorships or educational grants, Medartis shall not select, or influence in the selection of the HCP who might benefit from the Company's support. The definition of beneficiaries, or participants in the program, course, educational event, must be taken independently by the organizer of the Third Party Educational Events.

Regardless of the country/region rules, Medartis and its employees should never provide support to Third-Party Educational Events or its participants, in expectation of exchange of favors, for rewarding past purchases or to generate undue influence, for the purchase, use, recommendation, prescription or use of our products.

It is strictly prohibited to pay meals, travel, accommodation or other expenses for guests (spouses, family members, assistant etc.) of the HCPs.

The agenda of the Third Party Educational Event should be under the sole control and responsibility of the organizer of the Third Party Educational Event. These must be serious educational events, organized by recognized institutions respected in the medical community, that must occur in proper venues, and must not be organized in luxurious, or tourist/holiday-oriented venue or include entertainment in the program schedule.

Where local laws or industry codes applicable to Medartis, its subsidiaries and/or the event location provide for more restrictive rules concerning sponsoring of Third Party Educational Event, and organization of own Company Programs, the most restrictive rule should be followed.

If there is any doubt regarding the rule applicable to events in your region, please contact your supervisor, Medartis Education and/or Events team, or the Compliance team.

3.3. IBRA

The International Bone Research Association ("IBRA") is a Swiss non-profit organization dedicated to advancing and promoting clinical expertise in surgical treatment solutions in osteosynthesis through measures focused on education and research.

Medartis is the Master Sponsor of IBRA, and supports it via a Grant Agreement and also through in-kind support, in order for IBRA to foster the education and training of HCPs, as well as, research pertaining to technical development and surgical procedures of osteosynthesis.

The common goal of the educational partnership between IBRA and Medartis is to offer scientifically founded treatment solutions and high-quality products along with first class service, therefore, investing in courses and workshops in the field of bone reconstruction, that are the basis for future patient treatments and development of new technologies.

As Medartis' scientifically independent education and research partner, IBRA determines its own events program and agenda, products and techniques to be discussed, selection of location and venue, as well as selection of faculty/speakers.

Medartis' sponsorship does not create any obligation of IBRA to use, mention, or direct its courses to Medartis' products. When such courses include any reference to Medartis products or Medartis technologies this reference must be done solely for educational reasons, and not for promotional purposes.

Medartis' employees must respect the educational and scientific independence of IBRA and must not interfere in the management, oversight, or operations of IBRA program and events, and should not seek to influence IBRA's determinations concerning faculty/speaker, curriculum, products, among others.

When attending or participating in an IBRA event as in-kind support, Medartis employees and representatives shall refrain from any commercial activity, being present only for the scope of providing technical, logistical or personnel support necessary for the good performance of the IBRA event.

IBRA events, and Medartis sponsorship to IBRA shall never be used to generate an undue advantage, reward past purchases, set up an exchange of favor, generate expectations of an exchange of favor and should never be used with the aim of influencing in the HCP's independent technical decision, to refer, use or recommend Medartis' products.

Other rules may be applicable to this interaction in accordance with local laws and industry codes. If there is any doubt regarding the rule applicable to your region, please contact your supervisor or the Medartis Compliance and Legal team.

3.4. Business Meals

Business meals are an occasional business courtesy, a hospitality eventually and occasionally granted by Medartis in the course of a bona fide business relationship.

The primary purpose of it should be a legitimate business reason to bona fide scientific, educational, or business discussions with customers and business partners, provided in a manner conducive to the presentation of that information.

These meals must be held at an appropriate venue, and must never characterize a form of entertainment, nor be done in places with characteristics of entertainment.

If local legislation and rules allow, the consumption of alcoholic beverages must be moderate, with professional reasonableness and within common sense. There must never be excessive, nor exclusive consumption of alcoholic beverages.

Meal expenses should never be paid if no representative of Medartis attended, nor include persons who do not have a legitimate professional interest in the information shared, such as family members, friends, among others.

Business meals shall be of a modest value, according to the local market average and in line with local policies.

Business meals should never constitute a disguised way of offering favors, obtaining undue advantages, or demanding future retributions.

Other rules and limits may be applicable to business meals in accordance with local laws and industry codes. If there is any doubt regarding the rule applicable to your region, please contact your supervisor or Medartis Compliance and Legal team.

3.5. Granting of Gifts

For the purpose of this Policy, the term "Gifts" means business courtesies, that have a connection with the promotion, demonstration or explanation of the company's products and services.

It is occasionally permitted to grant institutional Gifts to business partners and customers, as a courtesy or hospitality, in connection with a legitimate business objective and in good faith, without the intention of obtaining any advantage, benefit, interference in the decision of the parties, or expectation of reciprocity.

Gifts granted to distributors, service providers and business partners as part of promotional, demonstrative, or explanatory activities related to the company's products and services, and intended for professional use in the workplace, including items such as agendas, calendars, pens, notepads, mouse pads, bags, flash drives, mugs, folders, and similar articles, must adhere to a standard of modesty and reasonableness as outlined in the local policy.

It is prohibited to grant Gifts for entertainment purposes like tickets or invitations to sport events, shows, concerts, clubs, bars and discos, etc.. Gifts in the form of money or cash equivalents, such as vouchers and gift cards regardless of their value, as well as valuable personal items (e.g. clothing, perfume, electronics, smartphones, iPads, jewelry, etc.) are strictly prohibited.

3.5.1. Gifts for HCPs

When permitted by local laws and industry codes, it is occasionally possible to provide gifts to HCPs, as long as they are infrequent, modest in value, related to the medical profession, for the benefit of patients, or have a genuine educational and scientific function.

Therefore, the granting of these Gifts must respect the following principles:

- Educational items and/or promotional materials provided must relate to the HCP's practice, or benefit patients, or serve a genuine educational function and must be related to the therapeutic areas in which the Company is involved. Items considered to be intended for the benefit of patients could include brochures about products and items used by HCP in clinical practice, such as surgical gloves, nail brushes, surgical cap, tourniquets etc..
- Institutional advertising items of nominal value may also be permissible (e.g., pens, note pads, calendars, etc.), provided that they are related to the HCP practice.
- Note: For the countries where local industry codes follow the ADVAMED standard, it is not allowed to grant to HCPs any gift or institutional advertising items which are not of an educational/scientific nature, even if they are institutional items of inexpressive commercial value, like pens, notepads, mugs, calendars etc. Under ADVAMED it is in particular not allowed to grant gifts such as alcoholic beverages, wine, cookies, flowers, gift baskets, chocolates, irrespective of their value.
- All gifts must be modest in value, limited to the fair market value established in the local policy.
- Subject to restrictions under local laws, medical textbooks and anatomical models used for educational purposes may be granted on an exceptional basis, as long as they are related to the therapeutic areas in which the company operates. Due to their greater market value, medical textbooks and anatomical models may occasionally exceed the acceptable monetary limit.
- It is not allowed to grant gifts intended to recognize HCP life events (including but not limited to wedding, birth, anniversary etc.) or gifts categorized as entertainment, such as tickets to shows, parks, sport events and similar activities.
- It is strictly forbidden to grant gifts in the form of cash or its equivalent, such as gift cards and vouchers. Even educational items must not be given in the form of cash or cash equivalents.

Gifts provision must not improperly reward, inappropriately influence, incentivize or interfere with HCPs decisions to purchase, recommend, prescribe, use, supply or procure Medartis products.

No gifts shall be granted by Medartis employees to HCPs outside the standards established in this Policy, even if such items are purchased at the employee's own cost to circumvent these rules. Employees are representatives of Medartis at all times and any behaviors or attitudes that may give the appearance of improbity or exchange of favors between our employees and HCPs are strictly prohibited.

3.6. Consulting Services

As a manufacturer, developer and supplier of healthcare technology products, Medartis may need bona fide consulting services from qualified HCPs based on a legitimate need to assist in trainings, activities, projects and product development.

Consulting Services hired by Medartis must always observe the following requirements:

- Legitimate Need – Medartis can enter a consultancy only when it has an identified legitimate need of the HCP's services, such as delivering training, speaking at events, participating on advisory boards, panels or focus groups, medical technology development, research services, among others.
- Consultant Selection - The choice of the consultant shall be based on the HCP's qualifications to meet the identified legitimate need, following clear criteria connected to the consulting activity, such as, clinical research experience, speaking experience, familiarity with a specific technology etc.. A consultant shall never be select as a reward for past usage, or as an inducement for future purchases. Also, sales personnel shall not control or unduly influence the decision to engage a particular HCP as a consultant.
- Fair Market Value Compensation - The remuneration paid to HCPs engaged as consultants must be consistent with fair market value for the type of services provided. Eventual differentiations in consultancy fees must always be justifiable, based on the complexity and duration of the activity carried out, as well as on the role, experience and the country of practice/residence of the HCP, and approved by the Compliance Department. Consulting fees shall never be based on the volume or value of the consultant's past, present or anticipated business with Medartis.
- Expenses – Medartis may pay for documented, reasonable and modest expenses that are strictly necessary to carry out the consulting services, such as moderate costs for travel, lodging, and meals according to average market value, if provided for in the contract or approved by the Finance Department.
- Documentation –The internal department seeking consultancy services of HCPs is responsible for maintaining appropriate documentation regarding the engagement, which includes documentation regarding the process for determining legitimate need, the written agreement, records of the activity provided by the consultant HCPs, records of the amount paid as fair market value compensation and modest expenses incurred.
- Agreement - All consultancy services must be subject to a formal written Consultancy Agreement, which shall contain details of all the services and/or activities to be provided, as well as the respective services fees.
- Transparency - The purpose and scope of the consultancy service, shall be disclosed with the HCP's employer. Where required under the applicable local laws, fees paid to HCPs must be reported to the respective transparency reporting authorities.
- Prohibition - No consultancy should ever be used with the intention of generating exchange of favors, financial compensation, or unduly influencing the independent technical choice of the HCP in using or recommending Medartis products, or portray an activity that did not actually happen.

Other rules may be applicable to consulting services with HCPs in accordance with local laws and industry codes. If there is any doubt regarding the rule applicable to your country, please contact your supervisor or the Medartis Compliance team.

3.7. Donations

As a company committed to ESG initiatives and dedicated to community welfare, patient well-being and medical education, Medartis may occasionally make donations in accordance with local law and industry codes.

Donations made by Medartis must always be transparent and documented, reflected in the company's books and records, respecting the provisions of this Compliance Policy, with a legitimate purpose of research, education or charity and must not generate a potential conflict of interest.

Donations may be done to charitable organizations or other non-profit entities which have charitable and/or philanthropic purposes and may include Medartis product, monetary funding, or other items and services that are beneficial in the area of medical education, development aid, health, youth, culture, social issues and sports.

Medartis can also provide donations of its products for non-profit hospitals in case of demonstrated financial hardship, provided it benefits patients, limited to specific needs identified in advance and permitted by applicable laws.

It can also offer subsidies to support education programs for patients and the general public on health-related topics, as well as subsidies for study and research centers at hospitals and universities, if permitted by applicable laws.

The following are general requirements for a donation, regardless of the type of donation:

- Donations shall always have a legitimate purpose of bona fide research, education or charity.
- The reason, purpose and destination of the donation must be clearly defined and documented.
- The recipient must be properly identified, any payment may only go to the defined recipient and only to a bank account of the recipient (no triangle agreement).
- Recipients are only organizations, never individuals. Also donations cannot be provided to individual HCPs.
- Donations must never be made in cash, cash equivalents or checks, and must be documented via deposit or bank transfer.
- All donations shall be duly reflected in the company's books and records.
- Donations must never be offered as an exchange of favors, with the intention of influencing business transaction, receiving any retribution, rewarding past purchases, or in any way serving as a disguised form of obtaining undue advantages or influence in the technical and independent decision-making of HCPs or health care organizations regarding the use, reference, or recommendation of the company's products.
- Any donation with the purpose of gaining an illegal advantage is prohibited and regarded as bribery.
- The sales and/or commercial team must not decide upon, approve or control the process of donations.

Any donation must be based on institutional and never on personal reasons of the employee. All donations whether made by Medartis Headquarters or by any of its subsidiaries, must be approved, in writing, by the Executive Management Board ("EMB") person in charge of the function or country/region.

Whenever required by applicable local laws, donations must be reported in local transparency government reports.

3.8. Anti-Corruption and Bribery

Medartis expressly prohibits its employees from engaging in any form of bribery, blackmail, corruption, facilitation, concealment, fraud or illegal practices, regardless of value or form.

Offering, promising, or providing direct or indirect benefits to government officials, private functionaries or decision makers with the objective of gaining an undue or illegal advantage, encouraging unlawful actions, or inducing an illicit behavior is strictly prohibited.

The term government official is to be interpreted in the broadest possible sense: it includes every person involved in public duties. Doctors employed at a public university clinic or at a state-run hospital are also considered government officials.

It is also prohibited to engage in any such behavior through third party intermediaries and/or to support third parties in such activities.

Employees are strictly prohibited from conferring undue advantages to any third parties with the intent to influence a decision maker or their duties. It is not necessary for the government official or private decision-maker personally benefit from the undue advantage.

Any appearance of impermissible influence on the objectivity and rationality of decision-makers and their decisions must be absolutely avoided.

In specific jurisdictions, the offense of corruption is only recognized when a government official or a public agent is involved. On the other hand, countries like Switzerland acknowledge the crime of corruption even when practiced between private individuals, without the involvement of a public official. In addition, countries such as the UK or USA, have enacted laws with extraterritorial application (as described in more detail in Section 3.9 below). This implies that, regardless of the legal definition of corruption and bribery in an employee's country of operation, Medartis could be held accountable in the UK or USA for acts of corruption or bribery committed anywhere else. Consequently, Medartis does not tolerate any acts of corruption or bribery in its business chain, whether involving private individuals/entities or public officials and whether active (corruption) or passive (corruptibility).

Violations of this policy expose employees to disciplinary action, ranging from warning up to and including termination of employment. It is important for employees to be aware that not only the company employing an individual engaged in bribery but also the perpetrator and the recipient of the bribe may personally be subject to prosecution for violations of anti-corruption laws, leading to potential civil or criminal consequences.

These rules apply to all employees of Medartis in Switzerland and its subsidiaries. Any stricter local laws or regulations shall apply to the respective subsidiaries and their employees.

3.9. Extraterritorial Laws

The extraterritorial application of compliance laws refers to the legal principle where a country's laws extend beyond its own borders and can be enforced on activities or individuals that occur outside the national territory. In the context of compliance laws, this typically means that a country asserts its jurisdiction to regulate and enforce certain legal standards or regulations even if the actions in question take place in another country.

For example, some countries have enacted anti-corruption laws with extraterritorial application, such as the United States Foreign Corrupt Practices Act ("FCPA") and the United Kingdom Bribery Act (UKBA), or antitrust laws, such as the Sherman Antitrust Act in the United States and the European Union's competition law, which have been applied

extraterritorially in certain cases with the aim of preventing companies from engaging in practices that harm competition globally, even if those practices occur outside the country that enforces the laws.

This allows these countries to prosecute individuals or entities that engage in prohibited activities abroad, especially if there is any connection to the jurisdiction. For example, under the FCPA, companies connected to the USA include among others those conducting transactions in US dollars or through a US bank account, or activities like storing emails or data on US servers.

As a Swiss company with global operations, subsidiaries and distributors in several jurisdictions, various extraterritorial laws may apply to Medartis operations worldwide.

3.10. Facilitation payments

Facilitation payments, also known as “grease payment” are typically small sums of money or other benefits given to public officials to expedite, accelerate or ensure performance of a routine duty or necessary action which they are already obliged to perform (e.g. issuing licenses or permits, installation of telephone lines, processing goods through customs).

While facilitation payments are legal in some jurisdictions, many countries and organizations, including international anti-corruption standards such as the United States' Foreign Corrupt Practices Act (FCPA) and the UK Bribery Act, consider them unethical and illegal.

Such facilitation payments are prohibited under all circumstances. The employee must not make or authorize this type of payment, directly or through third parties, while carrying out activities for or on behalf of Medartis, even if in the jurisdiction where the employee operates these are legally or culturally accepted.

3.11. Antitrust and Competition

Fair competition is of high importance for the development and evolution of technologies, especially in the healthcare sector, where competitiveness makes important contributions to the advancement of treatments, medicines, medical devices and others.

Medartis is dedicated to foster an ethical business culture within a fair and transparent competitive environment. We strongly condemn commercial practices that are harmful to or undermine competition.

Our principles of fair competition require that our employees:

- Do not reveal prices, costs, pricing policies, discounts, profits, working methods, distribution, supply, royalties, warranties, terms, conditions of sale and other sensitive information to competitors. If a competitor volunteers such information, whether in a trade association meeting or in a physician's waiting room, terminate the conversation immediately and bring the situation to the attention of your supervisor or the Compliance Team.
- Do not gather competitive market information by illicit or immoral means, through misrepresentation, bribery, theft, industrial espionage, invasion of privacy or coercion.
- Do not enter into any kind of agreement with competitors that involve price-fixing, sharing of customer base, market division, market or customer data or other collusive conducts aimed at harming other competitors.

- Do not encourage employees who previously worked for competitors to breach a contract or non-disclosure obligation with respect to a competitor's nonpublic information.
- Refrain from engaging in any other anti-competitive conduct in accordance with applicable laws.

Medartis competes fairly in every market and for every customer. We strictly prohibit any agreements with competitors concerning customers, distributors or territories. Additionally, any collusive behavior or coordinated actions with other companies, whether horizontally or vertically, that result in or aim to cause an unlawful distortion of competition, are expressly prohibited.

Horizontal restrictions are agreements or concerted practices between companies operating at the same market level, i.e. agreements between competing companies, such as agreements on prices, limitation of production, allocation or supply quantities, or the division or assignment of specific markets or business partners and customers.

Vertical restrictions are agreements or coordinated practices between companies operating at different market levels, for example, agreements between a manufacturer and a distributor, supplier, customer, licensee or licensor which restricts the freedom of competition of the contractual parties, such as agreements on resale prices.

3.12. Money Laundering

In general terms, money laundering is the criminal process of converting assets or values obtained through illicit activities into seemingly legal capital, thereby reintroducing them into the financial system to fund criminal actions.

Medartis repudiates and combats money laundering keeping healthy commercial relationships with Customers, Suppliers, Distributors, Service Providers and Partners in general, that must present the same ethical stance and in accordance with the laws, with capital coming from lawful activities.

Medartis employees are required to promptly report any suspicious behavior related to potential money laundering by our commercial to the Compliance Department, Ethics Committee or Financial Department. Prior to engaging with high-risk third parties, thorough verification must be conducted.

3.13. Political Contributions

Medartis maintains a neutral position on political matters, refraining from making any direct or indirect contributions in this sector, including donations to candidates, political parties or organizations, their elected representatives, or persons seeking political office.

Recognizing the corruption risks associated with contributions to political causes, Medartis employees are prohibited from making any type of contribution, whether in the form of monetary values, goods or services, to campaigns, causes and political parties on behalf or connected to Medartis. Additionally, any type of political party campaigning is also prohibited on the company premises.

Employees who may engage in party political activities must do so on a strictly personal basis, outside of their working hours and outside Medartis premises, without any connection with Medartis.

3.14. Industry Best Practices Codes

In addition to our internal Compliance structure and Policies, Medartis also observes in its activities the rules and principles of the Best Practices Codes or Code of Conduct applicable to the MedTech industry in countries where we operate, such as the Swiss MedTech Code of Ethical Business Practice, or local/regional industry codes of AdvaMed in the US, ABRAIDI and IES Codes in Brazil, AMID in Mexico or JPMA Code of Practice in Japan. If you have any questions about the Industry Code followed by your country, please contact your supervisor or the Medartis Compliance team.

3.15. Distributors

It is part of Medartis' culture to ensure that its employees and business partners, such as distributors, adopt an ethical and transparent conduct in the activities carried out, as well as in the business relationships established.

As a representative of our brand, the Distributor must operate in its territory with the same level of commercial ethics expected from the Medartis team itself.

All of Medartis' distributors are contractually committing to comply with the rules of the Medartis Compliance Policy in its commercial interactions. Failure to comply with the conditions outlined in the Compliance Commitment Term and in Medartis' Compliance Policy will lead to the termination of the Distribution Agreement with cause.

As part of our third party risk management program, all master distributors are required to fill out a due diligence form. This enables Medartis to evaluate our partner's compliance structure and identify and mitigate existing risks in our business relationship.

Master distributors which do not have an acceptable compliance program and do not commit to improvements requested by Medartis, or in case of red flags identified in the due diligence and background check process will not be approved.

Also, mandatory compliance trainings are applied to our distributors, so that all Medartis distributors around the world act in their territory in compliance with the same Compliance standards and ethical behavior.

Compliance Information



4. Compliance Information

4.1. Report and Contact Channels

Medartis employees are required to report any activity believed to be unethical, corrupt, fraudulent, inappropriate or in violation of our Policies through any of the various communication channels provided by Medartis, including anonymous reporting options. The reporting process is designed to ensure equal and hierarchy-free access for everyone.

Complaints, concerns and reports can be made through the following means:

- By email to the respective local Ethics/Compliance Committees (as applicable):

United States – compliance.us@medartis.com

Brazil – compliance.br@medartis.com

Mexico – compliance.mx@medartis.com

Japan – Ethics.JP@medartis.com

Australia – Ethics.AU@medartis.com

- By email to ethics@medartis.com, a direct communication channel with the members of the Global Ethics Committee, for countries without local Compliance Committees or where the complaint is concerning a member of the local Compliance Committee.
- Filing a complaint through the electronic form “Compliance Whistleblower Channel” on the company’s official website, which is also open for the public: <https://www.medartis.com/en-us/compliance/>
- By reporting directly to the Global Compliance Officer, or to any member of the Global Ethics Committee or Local Compliance/Ethics Committees.

Early reporting after an incident has notices is encouraged in order to timely assess and resolve issues and take appropriate actions.

Upon receipt of a complaint, the respective Medartis Compliance Committee will conduct an immediate review of the allegations and take actions, as appropriate.

It is recommended that complaints provide clear and complete information to ensure the investigation procedure can be initiated, most importantly when the report is made anonymously and a further inquiry is not possible. Such information should include (i) parties involved, (ii) detailed description of the inappropriate conduct observed and (iii) whenever available, documents and/or evidence that help in investigating the case.

4.2. Confidentiality and Non-Retaliation

Medartis enforces a protection and non-retaliation policy to safeguard employees reporting a violation, filing a complaint, cooperating in internal investigations, or acting as a witness. This protection remains applicable even if a complaint, which has been made in good faith, turns out to be unfounded.

Retaliation may occur when adverse actions are taken against an employee for engaging in protected activity. This can include any negative job consequences, such as termination, demotion, salary reduction, reprimand, negative performance assessment, or transfer to a less desirable position. Retaliation can also include threats, verbal or physical abuse, among other adverse behaviors.

Acts of retaliation should be reported immediately and will be promptly investigated and addressed.

All reports made to the Compliance Channels and any records related to investigations are considered confidential and will be kept in a secure, restricted-access electronic file maintained by the Compliance Team.

The identity of whistleblowers and witnesses will remain protected and will only be known to the Compliance Committee members and, on a strict need to know basis, to professionals essential for the investigation (such as the Legal/Compliance department or external lawyers) or decision-taking bodies such as the EMB or the Board of Directors. If a disclosure is necessary to implement corrective measures, such disclosure will only be made with the express consent of the reporting person and with appropriate protection measures in place.

4.3. Ethics/Compliance Committees

Medartis' Global Ethics Committee is the higher body for matters involving Compliance and Ethics within the company, it is responsible for receiving and evaluating complaints, as well as for deciding on investigation procedures and general disciplinary/corrective measures. The Committee also approves revisions and issuance of Policies and general internal rules and reports to the Finance and Audit Committee of the Board of Directors.

Decisions are taken by simple majority vote of the Committee Members and is currently composed of three members:

- i. Chair: Global Compliance Officer
- ii. Member and Deputy Chair: Chief Human Resources Officer
- iii. Member: General Counsel

Some of Medartis' subsidiaries, such as Australia, Brazil, the United States, Mexico and Japan, also have their own local Ethics/Compliance Committees.

These local committees are normally composed of a representative member of the Human Resources Department, a member of the Local Compliance department, the Global Compliance Officer and the local General Manager reflecting the "Tone at the Top", with the support and effective participation of the local senior management.

For more information on the composition of Local Committees, please access the information for each country available on the Compliance section on our website.

4.4. Investigation Procedure

The investigation procedure is the process adopted by the Ethics Committee to verify the facts reported in a complaint, and may include:

- Collection and analysis of documents and forms.
- Audits in email, teams and other Company communication tools.
- Interviews with the complainant, witnesses, the accused person.
- Verification of security camera records.
- Other investigative measures necessary to solve the case.

The investigation procedure will be initiated after the receipt of the complaint through one of the reporting channels by the Members of the relevant Ethics Committee making an assessment of the pertinence of the complaint (e.g. existence of sufficient information for the initiation of the investigation) and defining appropriate next steps for the investigations.

Other persons are only involved if and to the extent strictly necessary to resolve the case, such as HR for employee information, IT for access to computers, witnesses of the facts and others on a strict “need-to-know” basis. Such other individuals called upon to collaborate in an investigation, whether technically or as witnesses, must maintain confidentiality regarding the facts they become aware of as a result of the investigation procedures.

Based on the evidence found in the investigation, the Ethics Committee will deliberate on the applicable measures. All Committee decisions will involve the discussion of both, corrective measures, as well as preventive measures to mitigate the risk of occurrence of new similar cases.

Medartis counts on the collaboration of its entire team to combat illicit, corrupt, unethical, immoral or inappropriate conduct, and encourages everyone to report any practice considered suspicious through our Compliance channels and to collaborate in investigation procedures in the search for the truth.

4.5. Corrective and Preventive Measures

Violations of this Corporate Compliance Policy, the Code of Conduct and other Medartis Policies are subject to internal disciplinary and corrective measures.

Corrective measures are determined on a case by case basis, being gradual according to the seriousness of the case, its consequences, as well as the impact generated by the conduct.

Some examples are disciplinary action that can include formal warnings (verbal or written), suspension or even termination of the employment. In the case of distributors and service providers, violations can lead to contractual breach, causing contractual penalties and fines, or even termination of the contract.

If the conduct identified also constitutes a crime, it may also be reported to the competent authorities and lead to legal consequences.

Preventive measures will also be proposed by the Ethics Committee such as training and awareness, enhancement and adjustments to policies, reporting line changes, among other measures in order to avoid or minimize the risk of new occurrences.

4.6. Availability

All Medartis Compliance Policies and their respective translated versions are available on the Company website.

If you cannot locate a policy or are experiencing access difficulties, please contact one of the members of the Compliance Department.

4.7. Trainings

Providing regular mandatory Compliance trainings to all employees is essential for employees in order to raise awareness about their rights and obligations, as well as for disseminating the concepts of ethics and integrity, to strengthen the internal culture of good practices at Medartis.

The Compliance Department will establish and implement appropriate trainings and general information on the topics of ethics, compliance and policy awareness, as well as coordinate and determine, as necessary, the areas and content of the training.

Specific compliance trainings are also applied to business partners, such as distributors and agents, and are part of their contractual obligations.

4.8. Compliance Policy Applicability

Our Corporate Compliance Policy is supported by our Board of Directors and the Executive Management Board and applies to all employees globally, as well as to business partners and distributors.

The guidelines set forth in this Policy are non-negotiable and constitute an integral part of your employment contract. Violations of this Policy may lead to disciplinary action up to and including termination of employment.

The rules of conduct established in this Policy are a minimum standard to be followed and other, stricter local laws and regulations may apply to these interactions, which must always be observed.

If there is any doubt regarding the rule applicable in your country, please contact your supervisor or the Legal and Compliance Department.

4.9. Final Guidelines

As a final guideline, Medartis reiterates its commitment to valuing an ethical and sustainable environment, to this end, the support of our employees is essential, sharing initial projects to be designed from a compliance perspective and always avoiding situations that could pose risks, conflicts of interests, or that violate this Compliance Policy and other related Policies.

If you are not sure whether certain behavior is permissible or not, the following principle applies:

When in doubt, REACH OUT.

If there is any doubt, please get in touch with your supervisor or Medartis Legal and Compliance team, we are here to help you and to build a Compliance Culture together.

Building Compliance Together

As players of a team, the act of one represents all. An employee represents the company in all its actions; therefore it must always have an ethical conduct in its interactions with its team, colleagues, customers, distributors and in the performance of its activities.



4.10. Effective Date

This Corporate Compliance Policy was approved by the Board of Directors, being effective as of August 1st, 2024, fully replacing any previous versions.

MANUFACTURER & HEADQUARTERS

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SUBSIDIARIES

Australia | Austria | Brazil | France | Germany | Japan | Mexico | New Zealand | Poland | Spain | UK | USA

For detailed information regarding our subsidiaries and distributors, please visit www.medartis.com