

1.3 Code of Conduct – Iskus Health Group

Purpose

Iskus Health is committed to conducting its affairs ethically and lawfully. This Code of Conduct establishes policies and procedures that are intended to guide employees, managers, and directors in the performance of their duties and responsibilities and ensure compliance with the company's commitment to ethical and lawful conduct.

Scope

These policies and procedures apply to all employees and managers (referred to collectively hereafter as "employees") and directors of Iskus Health. Additional policies and procedures have been and will be issued from time to time.

Basic policies

1. **Compliance with laws:** The company will conduct its business and affairs in compliance with all laws, rules, and regulations and in accordance with the company's high ethical standards.
2. **Work environment:** The company will maintain a safe and drug-free work place that is free from discrimination, bullying and harassment based on race, colour, creed, religion, sex, age, disability, citizenship, marital status, sexual orientation, or any other impermissible factor.
3. **Ethics & Labour Standards Assurance System:** The company is committed to comply with all the laws, recognised business practices and the companies Ethics and LSAS policies. The company will look to our suppliers and service providers to adhere to similar Ethics and Labour Standards.
4. **Distributing products:** The company is committed to providing products that are safe and effective. In distributing medical devices and other products, the company will comply with standards that meet or exceed regulations of the UK & Ireland markets. In distributing its products, the company will comply with all applicable laws and regulations, including those relating to the environment and occupational health and safety.
5. **Competitive practices:** The company will compete for all business opportunities vigorously, fairly, ethically, and legally in accordance with the MedTech Code of Practices. The company will comply with all antibribery and other laws regulating competition and trade and will not discuss pricing, cost, business plans, strategies, or any other proprietary or confidential information with its competitors.
6. **Marketing and sales:** The company will represent its products and services accurately and will comply with applicable regulatory and legal requirements governing the marketing and sale of its products and services.
7. **Recording and reporting information:** In recognition of the fact that accurate information is essential to the company's ability to satisfy legal and regulatory obligations, all employees and directors will record and report all information accurately and honestly. No employee or director will sign or submit or permit others to sign or submit on behalf of the company, any document or statement that he or she knows or has reason to believe is false.
8. **Payments:** The company and its employees and directors will not make any improper payments, nor will the company or its employees and directors request or accept any improper payment from suppliers, customers, or anyone seeking to do business with the company.
9. **Confidential information:** No employee or director will use, for his or her own personal gain, or disclose to any third party, any confidential or proprietary information that he or she obtained as a result of his or her employment with or relationship to the company. Confidential or proprietary information includes all non-public information that might be of use to competitors or harmful to the company and its customers if disclosed.
10. **Conflicts of interest:** No employee or director will engage in any activity or have any outside interest that might deprive the company of his or her loyalty, interfere with the satisfactory performance of his or her duties, make it difficult to perform his or her duties for the company objectively and effectively, or be harmful or detrimental to the company. Employees and directors must immediately disclose in writing any actual or potential conflict of interest that they may have to the managing director, for resolution.

A conflict of interest occurs when a person's private interest interferes or appears to interfere in any way with the company's interests and may also arise when an employee or director or a member of his or her family receives improper personal benefits as a result of his or her position with the company.

11. **Protection and proper use of company assets:** Theft, carelessness, and waste have a direct impact on the company's profitability. All employees and directors will take appropriate actions to protect the company's assets and ensure their efficient use for legitimate business purposes.

Compliance

1. The manager of each operating unit is responsible for ensuring that his or her employees understand and comply with this Code of Conduct and for creating a work environment in which compliance is expected and recognised.
2. Any waiver of the policies or procedures set forth in this Code of Conduct may be given only by the Board of Directors of the company.
3. Any violation of these policies and procedures should be reported immediately to the managing director or chairman of the board of the company.
4. All employees and directors will be required periodically to confirm in writing that they understand and are complying with these policies and that they are not aware of any violations of these policies or have properly reported all violations.
5. The company will promptly investigate any alleged violation of these policies. Violation of a policy, retaliation against any individual for reporting a violation, or failure to otherwise comply with these policies will not be tolerated and will result in disciplinary action, including termination of employment where appropriate.
6. Questions concerning this Code of Conduct should be directed to your manager or the managing director.