



# **HIGHRIDGE**

## **Code of Supplier Conduct**

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*Effective Date: 4/2024*

## INTRODUCTION

Highridge Medical strives to achieve and maintain the highest possible standards of corporate integrity and ethical behavior in line with our Mission and Code of Conduct. Highridge Medical expects that its Suppliers will conduct their business not only in a lawful manner but also in compliance with the same high standards of integrity and ethics<sup>1</sup>. To establish guidelines for such standards, Highridge Medical has established this Code of Supplier Conduct. This Code is not meant to be all-inclusive or exhaustive. The Code sets forth and highlights important legal, ethical, behavioral, and other requirements for parties who wish to be a Highridge Medical Supplier. Highridge Medical Suppliers are further expected to take reasonable and necessary steps to help ensure that subcontractors and suppliers conduct business in compliance with this Code of Supplier Conduct. Highridge Medical reserves the right to amend, modify and add to this Code of Supplier Conduct from time to time as Highridge Medical, in its sole discretion, believes is appropriate.

### ***Compliance with Applicable Laws, Regulations, and Industry Best Practices.***

At a minimum, Suppliers must conduct business in accordance with all applicable country, state, and local laws and regulations covering the jurisdictions in which they operate including, without limitation, laws relating to employment, human rights, the environment, health and safety, and trade. Supplier is to comply with the commercial best practices of Supplier's industry. Highridge Medical reserves the right to decline to deal with Suppliers who do not comply with the law.

## STANDARDS OF EMPLOYMENT

- **Safe Work Environment.** Suppliers shall maintain a healthy, clean and safe work environment and shall not implement or utilize mental or physical disciplinary practices. Suppliers shall maintain written safety and health policies and systems to minimize work-related injury and illness.
  - **Child Labor Avoidance.** Suppliers must not employ any person younger than the legal minimum age for working in the jurisdiction in which such person is employed and must comply with all applicable minimum legal age requirements and other applicable child labor laws. Highridge Medical does support the use of legitimate workplace apprenticeship programs, but only if they comply with all applicable laws and regulations.
- Slavery and Human Trafficking.** Suppliers must not support, promote or engage in the practice of slavery or human trafficking, and suppliers must comply with the laws regarding slavery and human trafficking of the country or countries in which they are doing business. Additionally, the materials incorporated into Suppliers' products must comply with the laws regarding human trafficking of the country or countries in which they are doing business.
- **Wages and Benefits.** Suppliers must provide compensation, including regular wages

and overtime hours, and legally mandated benefits, in accordance with all applicable laws and standards.

- **Working Hours.** Suppliers must comply with all applicable laws governing the number of maximum work hours, vacation time, leave periods and holidays. Suppliers' employees shall not work beyond the maximum working hours permitted by applicable law. Suppliers will compensate for overtime in accordance with applicable laws.
- **Respect and Dignity.** Suppliers shall take appropriate measures to promote and ensure that workplace(s) are free from harassment of any type, harsh treatment, threats of violence, corporal punishment, or other forms of physical, mental, or emotional coercion.
- **Non-Discrimination.** All conditions of employment by Suppliers shall be based upon an individual's merit and ability to perform the responsibilities of the job. Suppliers shall not discriminate on the basis of race, color, national origin, gender, religion, age, nationality, disability, social or ethnic origin, pregnancy, political affiliation, veteran status, union membership or marital status, or other factors prohibited by applicable laws and regulations.
- **Freedom of Association.** Suppliers agree to respect the rights of their employees regarding the rights of such employees generally whether to associate or not associate with any group or labor organization, in accordance with applicable laws and regulations.
- **Immigration Laws.** Suppliers shall only employ employees with a legal right to work in the jurisdiction(s) in which Suppliers intend to hire such employees. Suppliers shall review appropriate and relevant documentation and confirm the legal status of their prospective employees prior to hiring such prospective employee.

#### **FAIR BUSINESS DEALINGS; ANTI-CORRUPTION AND ANTI-BRIBERY**

- **Fair Dealings.** Suppliers shall conduct all business dealings in a fair manner. Suppliers must uphold fair business standards in advertising, sales and competition and prohibit agreements or actions that unreasonably restrain trade, are deceptive or misleading, or that unlawfully reduce competition. Suppliers must compete fairly and ethically for all business opportunities and ensure all statements, communications, and representations to Highridge Medical are accurate and truthful.
- **Securities and Insider Trading Laws.** Suppliers that possess nonpublic information may not use or share that information to trade or enable others to trade in Highridge Medical securities.
- **Anti-Corruption and Anti-Bribery.** Suppliers will conduct their business without engaging in any form of bribery, extortion, embezzlement, or corruption, including public or private bribery or kickbacks. Supplier will abide by, and will cause all its affiliates and respective directors, officers, employees, agents or representatives of such affiliates, its sub-contractors and suppliers, as well as any other person acting on behalf of Supplier or any of its affiliates ("Relevant Parties") to abide by the US Foreign Corrupt Practices Act ("FCPA"); the U.K. Bribery Act, the Organization for Economic Co-operation and Development Convention on Combating Bribery of Foreign Public Officials in International Business Transactions (**OECD Bribery Convention**) and its local country enabling legislation; and any anti-corruption and anti-bribery laws, rules and regulations in all the jurisdictions in which Supplier transacts business. Suppliers will maintain integrity, transparency and accuracy in corporate record

keeping. Supplier will immediately notify Highridge Medical if Supplier should become aware of any behavior by itself or any Relevant Party that violates, or is likely to violate, the FCPA, UK Bribery Act, the OECD Bribery Convention or any other anti-corruption law, rule, or regulation.

- **Conflict of Interest.** Suppliers are expected to disclose to Highridge Medical any situation that may present a conflict of interest with respect to Highridge Medical. For that reason, Suppliers must inform Highridge Medical if an employee of any Supplier, or their family member, has a relationship with a Highridge Medical employee who can make decisions that will affect such Supplier's business, or if any Highridge Medical employee, or their family member, may have an interest of any kind in such Supplier's business or any kind of economic ties with such Supplier. See Appendix A for further details.
- **Gifts and Hospitality.** Suppliers must ensure that the acceptance or bestowing of any gift or offer of hospitality cannot be construed as an attempt to secure favorable treatment from, or to, Supplier. Suppliers, or any member of their family, should not accept or bestow any type of gift or any offer of hospitality related directly or indirectly to Suppliers' operations beyond that of a 25 USD value.

## SECURITY, SAFETY, ENVIRONMENTAL SUSTAINABILITY, AND CONFLICT MINERALS

- **Security.** Supplier shall maintain reasonably adequate security at all its facilities. Supplier shall implement and maintain supply chain security procedures designed to comply with all applicable customs principles, laws, regulations, and rules.
- **Health & Safety.** Suppliers shall maintain a clean, safe, and healthy work environment to include appropriate controls, safety procedures, preventative maintenance, and appropriate protective equipment in compliance with all applicable laws and regulations. Supplier shall maintain written safety and health policies and systems to maintain such a work environment and minimize workplace accidents and injuries. Suppliers should measure, track, and improve Health & Safety performance and establish emergency response plans.
- **Environmental Sustainability.** Suppliers will act in an environmentally responsible manner. Suppliers shall comply with applicable environmental laws and regulations and remediate any environmental problems they may cause. Suppliers shall strive to implement and maintain manufacturing operations which are environmentally friendly. Highridge Medical will actively seek Suppliers that share our commitment to protecting the environment and who work to sustain, protect, and restore the environment, by such means as energy conservation, recycling, and proper disposal of waste.
- **Conflict Minerals.** As required by the Dodd-Frank Wall Street Reform and Consumer Protection Act, the U.S. Securities and Exchange Commission (SEC) adopted a rule regarding disclosure and reporting requirements with respect to the use of conflict minerals. Under the rule, issuers must disclose their use of conflict minerals in the products they manufacture or contract to manufacture if the conflict minerals are necessary to the functionality or production of a product, and companies must report whether the conflict minerals originated in the DRC or adjoining countries. Highridge

Medical expects its suppliers to source conflict minerals from socially responsible sub-tier suppliers and manufacturers, and to undertake reasonable due diligence within their supply chains to determine the origin of the conflict minerals contained in materials and products they supply to Highridge Medical. See Appendix B for Highridge Medical's Policy Statement on Conflict Minerals.

- **Restriction of Hazardous Substances.** Supplier will also conform to the latest Restriction of Hazardous Substances (RoHS) standards and certify that the products provided to Highridge Medical, whether component, raw material, or finished goods, will comply with the current RoHS, and REACH restrictive substances lists.
  - Where applicable per Medical Device Regulation (Regulation (EU) 2017/746, supplier shall comply with Restricted Materials/Substances that are part of the Candidate list of Substance of Very High Concern (SVHC, REACH, Article 59 (10)) will be declared. This restriction also applies to all carcinogenic, mutagenic and/or reprotoxic substances (CMR) of category 1.A and 1.B, and endocrine disruptors (ED) substances with serious effects to human health.
  - Where applicable, supplier will comply with the new Medical Devices Regulation (Regulation (EU) 2017/745) and certify that the products provided to Highridge Medical whether component, raw material, or finished goods, will integrate the requirements described in the Article 10.4 of the MDR (Annex I, General Safety and Performance Requirements).
  - Where applicable, the supplier agrees to comply with FDA regulation 21 CFR 801.437; Subpart H – Special Requirements for Specific Devices, Section 801.437 User labeling for devices that contain natural rubber. This section applies to all devices composed of or containing, or having packaging or components that are composed of, or contain, natural rubber that contacts humans. The term "natural rubber" includes natural rubber latex, dry natural rubber, and synthetic latex or synthetic rubber that contains natural rubber in its formulation.
- **Animal Tissue.** Highridge Medical has worked to replace animal origin materials with animal origin free substitutions. We are asking our suppliers to do the same. Suppliers must declare to Highridge Medical all products that “utilize” tissues of animal origin. Suppliers must also declare any possible risk mitigation / exemptions. Highridge Medical reserves the right to not accept certain materials that “utilize” animal tissues and/or their derivatives.
- **Plastic Packaging Tax Legislation.** Supplier shall comply with all applicable tax legislation, including but not limited to the UK Plastic Packaging Tax (General) Regulations 2022 and recent legislation in Italy and Spain.

## **BUSINESS CONDUCT**

- **Confidentiality.** Suppliers with access to confidential Highridge Medical information must not disclose such information to other parties without Highridge Medical's written consent. In addition, Suppliers must respect intellectual property rights and the

transfer of confidential information must be done in a manner that protects intellectual property rights. Such confidential information may include, but is not limited to, Product Pricing, Costs, Employees, Designs, Customers, Operating systems, policies and practices, Production technologies and know-how, and Engineering, technical and scientific.

- **Privacy.** When Suppliers handle personal confidential information in the performance of services on our behalf, we require them to ensure that such information is protected against unauthorized disclosure and is appropriately safeguarded. Suppliers must immediately report actual or possible unauthorized disclosures of personal confidential information to Highridge Medical's Compliance Department. "Personal confidential information" includes but is not limited to private information about individuals including name, address, birth date, identification numbers, etc. that is processed by or on behalf of Highridge Medical. See Appendix C for Data Privacy Compliance Requirements.
- **Intellectual Property.** Suppliers must safeguard Highridge Medical intellectual property rights and confidential information. Any use, disclosure and handling of Highridge Medical's technology, knowledge, and other Highridge Medical intellectual property must be in accordance with any applicable agreements.
- **Management Systems.** Highridge Medical expects Suppliers to have systems in place that manage product quality, environmental impact, labor standards, health and safety risks, ethical business conduct, continuity risks, and continuous improvement. Suppliers must have adequate training programs for employees to ensure the appropriate level of knowledge and skills to meet the standards specified in these areas. They must also make these requirements with their own Suppliers.
- **Publicity.** Highridge Medical does not allow Suppliers to use its name or logo in any public display or document without written approval in advance. In addition, without Highridge Medical's approval, Suppliers may not disclose their relationship with Highridge Medical, products, parts, designs, or any non-public information in any public venues, including press releases, websites, social media, trade shows and Suppliers' facilities.
- **Transparency.** Suppliers shall remain transparent about their business activities, structure, financial situation, performance, and business as required by any applicable laws and industry standards.

## **COMPLIANCE, RECORD RETENTION, AND INSPECTION**

- **Audits and Assessments.** Suppliers will implement appropriate programs, policies, and procedures to help ensure compliance with the standards and obligations set forth in this Code of Supplier Conduct, including designating one or more of its management staff to be responsible for monitoring their compliance with this Code. Highridge Medical or a third-party designated by Highridge Medical may conduct periodic audits, inspections and/or review of Suppliers' facilities for the purpose of confirming such compliance.
- **Certifications.** Suppliers must certify that the materials incorporated into Supplier's products comply with the laws regarding human trafficking of the country or countries in



which they are doing business.

- **Corrective Action.** Suppliers are expected to promptly take corrective action to address any deficiencies identified with respect to compliance with this Code of Supplier Conduct.
- **Compliance.** Suppliers will maintain the necessary records and documentation to demonstrate such implementation and their compliance with this Code of Supplier Conduct.
- **Reporting Noncompliance.** Suppliers, their employees, and their subcontractors should report any questionable behavior by Highridge Medical employees or by such Suppliers, their employees, or subcontractors. Reports can be filed, either by email or phone to Sourcing or accessing the Highridge Medical Compliance Helpline via telephone at (877) 593-4582.
- **Consequences.** If a Supplier is found to be in violation of this Code of Supplier Conduct, Highridge Medical will take all appropriate measures to address the violation. Highridge Medical reserves the right to terminate its relationship with any Supplier for failure to comply with this Code of Supplier Conduct.

## **APPENDIX A – HIGHRIDGE MEDICAL CONFLICT OF INTEREST POLICIES**

Highridge Medical utilizes a standard methodology to identify and evaluate the potential of individual suppliers to meet the criteria for providing necessary goods and/or services. At a minimum, such an evaluation must include an inquiry into the personal interests or relationships (including ownership, management, or family relationships) between the potential supplier under evaluation and any Highridge Medical employee or any Healthcare Professional.

Conflicts of interest may arise when an employee, officer or director, or members of his or her family receive any personal benefits from any third party because of his or her position with Highridge Medical. This concept also applies to Highridge Medical's interactions with Healthcare Professionals. Highridge Medical does not take actions or make offers to a Healthcare Provider (HCP) or any immediate family member of an HCP that would induce the HCP to make or influence the purchase, recommendation, referral, or use of Highridge Medical Products.

Suppliers, who are also Highridge Medical customers (such as surgeons or hospitals), will receive no advantage in Highridge Medical purchasing decisions.

A conflict of interest exists when a person's private interests interfere, or even appears to interfere, in any way with the interests of the company; must be above reproach. The existence of a conflict depends upon the circumstances, including the nature and relative importance of the interest involved.

Highridge Medical requires that suppliers disclose current, relevant relationships, and situations that may constitute an actual or perceived conflict of interest. If a supplier has a relationship or situation involving a Highridge Medical employee or HCP, either currently or in the future, that results in a potential conflict of interest, the supplier shall notify Highridge Medical immediately. This information may be disclosed to the applicable Highridge Medical Sourcing representative, Compliance Office, Legal Department, or by contacting the Highridge Medical Compliance Speak Up Hotline at (800) 461-9330, by text at (970) 762-2067 or via email at [compliance.hotline@HighridgeMedical.com](mailto:compliance.hotline@HighridgeMedical.com).

Highridge Medical employees may not seek or accept any gifts, gratuities, payments, fees, services, privileges, vacations, or pleasure trips (even with an apparent business purpose), loans (other than conventional loans on customary terms from lending institutions) or other favors from any person or business organization that does or seeks to do business with, or is a competitor of, Highridge Medical Sourcing representatives will not practice or encourage the practice of reciprocity in purchase decisions. Highridge Medical employees, nor Highridge Medical Suppliers, may accept anything of value in exchange for referral of third parties to any such person or business organization.



## **APPENDIX B – POLICY STATEMENT ON CONFLICT MINERALS**

The exploitation and trade of “conflict minerals” (including tin, tantalum, tungsten, and gold) mined in the Democratic Republic of the Congo (DRC) and adjoining countries may be fueling human rights atrocities in the region. Highridge Medical and its subsidiaries support the actions of governments and organizations to increase supply chain transparency and enable companies to source conflict-free minerals.

As required by the Dodd-Frank Wall Street Reform and Consumer Protection Act, the U.S. Securities and Exchange Commission (SEC) adopted rules regarding disclosure and reporting requirements with respect to the use of conflict minerals. Under the rules, public companies must report the presence of conflict minerals originating in the DRC or adjoining countries in the products they manufacture or contract to manufacture if the conflict minerals are necessary to the functionality or production of a product. These reports must be filed with the SEC by May 31, 2014, and each year thereafter.

Highridge Medical is committed to working with its suppliers to responsibly source the materials and components used in manufacturing its products. Highridge Medical has initiated a comprehensive process to meet the conflict minerals regulatory requirements, taking steps to increase its supply chain due diligence measures for these minerals.

Highridge Medical does not typically source conflict minerals directly from mines, smelters, or refiners, and, accordingly, in most cases, is several levels removed from these market participants. Highridge Medical therefore requires the cooperation of its suppliers in the implementation of this policy and in enabling Highridge Medical to meet its SEC disclosure and reporting obligations on a timely basis.

Highridge Medical expects its suppliers to source conflict minerals from socially responsible sub-tier suppliers and manufacturers and to undertake reasonable due diligence within their supply chains to determine the origin of the conflict minerals contained in materials and products they supply to Highridge Medical.

In furtherance of this policy, Highridge Medical's suppliers are expected to:

- familiarize themselves with the SEC's conflict minerals rules;
- implement policies that are consistent with this policy, and require their direct suppliers to do the same;
- implement procedures to trace conflict minerals at least to the smelter or refiner level, working with their direct and indirect suppliers as applicable;
- where reasonably possible, source conflict minerals from smelters and refiners validated as conflict free, and require their direct and indirect suppliers to do the same;
- maintain reviewable business records for a period not less than seven (7) years supporting the source of conflict minerals; and from time to time, at Highridge Medical's request, provide Highridge Medical written certifications and other information concerning the origin of conflict minerals included in products and

components supplied to Highridge Medical and the supplier's compliance with this policy generally, and require their direct and indirect suppliers to do the same.

Suppliers also are encouraged to support industry efforts to enhance traceability and responsible practices in global minerals supply chains. Highridge Medical reserves the right to request from any supplier at any time such information, certifications, and documentation as it shall deem necessary to monitor or assess compliance with this policy.

Highridge Medical understands and appreciates the importance of this issue and is committed to supply chain initiatives and overall corporate social responsibility and sustainability efforts that work towards a conflict-free supply chain. Highridge Medical is encouraging its suppliers to likewise support these efforts.

## APPENDIX C – DATA PRIVACY COMPLIANCE REQUIREMENTS

Highridge Medical must ensure that Suppliers given access to personal data by virtue of their services for Highridge Medical adhere to and uphold privacy and security safeguards for this data that are consistent with the requirements of data privacy laws. Personal data is defined as any information that can be used directly or indirectly, singularly or combined, to identify, locate, or contact individuals. Examples of personal data include an individual's telephone number, address, social security number, email address, driver's license number, and birth date, as well as information that can be indirectly linked to an individual such as a device identifier or coded (pseudonymized) research data.

To ensure compliance with data privacy laws, Highridge Medical Suppliers will be responsible for the following:

1. Determining whether, by virtue of their services for Highridge Medical, they will process personal data on behalf of Highridge Medical (including receiving personal data from Highridge Medical or collecting personal data on behalf of Highridge Medical), as well as determining from which jurisdictions such personal data originates.
2. Executing an agreement to govern the provision and performance of products or services, containing privacy and data security clauses, to ensure compliance with applicable laws and regulations.
3. Informing their employees who conduct business with Highridge Medical that Highridge Medical's Data Privacy Notice (containing information concerning Highridge Medical's processing of personal data of business contacts) can be found at [Privacy Notice \(HighridgeMedical.com\)](https://www.HighridgeMedical.com/PrivacyNotice).

For questions regarding your organization's role in Highridge Medical's privacy compliance program, please contact your Sourcing representative or contact us at [privacy.nam@HighridgeMedical.com](mailto:privacy.nam@HighridgeMedical.com). If you are located outside of the United States, such as in the European Economic Area or the United Kingdom, you may contact our Data Protection Officer at [privacy.emea@HighridgMedical.com](mailto:privacy.emea@HighridgMedical.com). For APAC countries, you may contact our Data Protection Officer at [privacy.apac@HighridgeMedical.com](mailto:privacy.apac@HighridgeMedical.com). You may also write to us at Highridge Medical, Attn: Privacy Officer, 10225 Westmoor Drive, Westminster, Colorado 80021 USA.

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i This Code of Supplier Conduct, incorporated by reference into purchase order terms and conditions, applies to all suppliers providing goods or services (**Suppliers**) to Highridge Medical, or any of their subsidiaries and affiliates.