



THUASNE®

CODE OF CONDUCT PARTNERS



ETHICS



FUNDAMENTAL RIGHTS



HEALTH



SAFETY



HYGIENE



QUALITY



ENVIRONMENT



Dear Partners

We wish to introduce this code of conduct to recall the extent to which our Group requires partnerships to be based on ethics and on a set of values. Our commitment regarding integrity and compliance with the highest standards of business practices is unwavering in everything we do, and in particular in our relationships with our partners including consultants, customers, distributors, suppliers, service providers, subcontractors, and all third parties with which Thuasne® interacts, grouped under the generic name of “Partners”.

The relationship between Thuasne® and its Partners is based on legal, efficient and fair practices. The purpose of this conduct guide is to formalize the requirements and rules applicable by the Partners to whom Thuasne® works.

Compliance to these rules by our Partners is imperative, whether or not the relationship between the Partner and Thuasne® is formalized by a contract. Entering into a relationship with Thuasne® implies acceptance of all the principles and rules set out in this code of conduct.

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ARTICLE 1: SCOPE OF APPLICATION

This code of conduct applies to all Thuasne® Group Partners in France and throughout the world and may be subject to possible adaptations to legislation specific to each country.

The rules set out in this code do not in any way replace the more restrictive laws and regulations that may be in force in the various countries.

On the other hand, this code applies to and replaces less restrictive laws and regulations in the Partner's country.

ARTICLE 2: INTRODUCTION

Thuasne® has written this code outlining the basic rules and principles that form part of the culture and values of our Group. The principles set out below are not exhaustive, but they lay down the essential rules of conduct and ethics applicable to all our employees and Partners.

We wish to share this code with you, our Partners. We expect you to adopt these same principles, which are a major criterion in the choice of Partners with whom Thuasne® wishes to associate in its activities.

ARTICLE 3: ETHICS

We are in an environment in which multiple laws apply to our businesses and ourselves. We must, of course, comply with the rules applicable in the countries in which we carry out our industrial and commercial activities, but also our scientific and medical research, development and communication activities and, more broadly, all our interactions with third parties.

One of our core values is to act and conduct our activities ethically in order to protect our company and its reputation, your company, our customers, the patients using our products and more generally all the entities or people we deal with. We therefore require our Partners to conduct their activities ethically and to act with the utmost integrity. These ethical requirements cover the following topics:

3.1. Fight against corruption

Corruption and influence-peddling are serious, illegal acts that can have severe consequences for both the perpetrator and Thuasne® Group in its entirety.

There has been a trend towards increasingly strict national anti-corruption legislation in recent years. Against this backdrop, Thuasne® Group has set up a specific anti-corruption compliance program as required under Article 17 of the French Act of 9 December 2016, also known as the Sapin II Act. The particulars of this program are incorporated into the Code of Ethics of the Group, which seeks to encourage responsible conduct by all Group employees.

Thuasne® Group is fully committed to fighting all forms of corruption in every country in which we operate.

In the same way, Partners must refrain from involvement in any acts of corruption

(active, passive, direct or indirect corruption) and must comply with the anti-corruption laws, guidelines and regulations governing their activities in the countries in which they conduct business, as well as the various international rules on the fight against corruption and money laundering. Generally, Partners must not engage in, or tolerate, any form of corruption, extortion, or misappropriation. Partners must not offer their trading partners or any other person or entity, nor accept from their trading partners or any other person or entity, bribes or other illegal gratuities. Partners must not offer gifts or other personal benefits to Thuasne® employees with the aim or which could have the effect of influencing a decision on their part.

In particular, Partners must not offer or remit undue cash payments or other objects of value to government officials, political parties, candidates for public office or any other public or private person. This includes the prohibition on making payments to expedite or guarantee the execution of a routine procedure such as the issuance of a visa or customs clearance certificate (facilitation payment), including in regions where such activity does not violate local legislation. Partners are required to exercise due diligence to prevent and detect corruption in all business agreements, including partnerships, joint ventures and the use of intermediaries such as agents and advisors. Partners are required to inform Thuasne® of any proven or suspected violation of the above principles.

3.2. Conflict of interest

Partners are required to avoid any conflict of interest or situation that may give the appearance of a conflict of interest. Partners are required to inform all affected parties in the event of a real or potential conflict of interest. This includes any conflict between Thuasne®'s interests and personal interests or those of relatives, friends or associates.

3.3. Gifts, entertainment, benefits

Thuasne®'s policy regarding gifts and entertainment (and generally any form of benefit) as set out in our code of ethics states that it is strictly prohibited for Thuasne® employees, directors or administrators to accept gifts or entertainment of any kind which could have the purpose or effect of influencing their decision.

In their relations with third parties, Partners are required to ensure that gifts and/or entertainment or any other type of benefit they may offer or receive are reasonable, appropriate to the context, not likely to influence or harm independence and in any event do not constitute an act of corruption or are of a kind to create a conflict of interest situation.

3.4. Free competition

Partners undertake to conduct their activities (in particular, on behalf of Thuasne®) in accordance with the applicable competition law regulations and as such undertake to avoid any anti-competitive activity. They must not share or exchange information on prices, costs or other information relating to competitors nor collude with third parties, in regard to a proposal for an order or an order in progress with Thuasne®.

Partners are required to inform Thuasne® of any proven or suspected violation of the above principles.

3.5. Confidentiality and data protection

Partners must protect all sensitive information, including confidential, proprietary information and personal data. Information may not be used for purposes (advertising, etc.) other than the purposes for which it was provided, unless expressly permitted by the owner of the information. Partners must maintain an information system that is able to prevent cyber attacks. In the event of a violation of their computer system, Partners must inform Thuasne® thereof as soon as possible.

Confidential Thuasne® information is generally non-public information that could be used by competitors or adversely affect Thuasne® if it were to be disclosed without Thuasne® authorization.

Confidential information for the Group means the following information, but this list is not exhaustive:

- Accounting and financial information;
- Market/marketing and sales data, customer files;
- Human Resources data;
- Information related to Research and Development;
- Non-public technical characteristics of products manufactured and/or marketed by Thuasne®;
- Non-public information relating to the clinical investigations conducted by Thuasne®.

When the activity conducted with Thuasne® involves the processing of personal data, the Partners undertake to comply with the applicable legislation and, where applicable, with European Regulation No. 2016/679 of the European Parliament and of the Council of 27 April 2016 on data protection, known as the «GDPR».

3.6. Combating fraud

Fraud can take the form of several types of illegal behaviour aimed at deceiving an individual or a company into illegally providing money, goods and other valuable resources such as crucial information.

Thuasne® asks all its Partners to remain vigilant, particularly with regard to the most frequent fraudulent acts such as identity theft, falsified or fraudulent bank transfers, financial and tax fraud, cyber-attacks and CEO fraud.

3.7. Combating money laundering, terrorist financing and tax offences

Money laundering, terrorist financing and tax offences are all conducts that compromise the stability and integrity of financial systems and the financial security of the company.

All Thuasne® Partners must respect the laws against money laundering and the financing of terrorism, as well as apply the fiscal regulations in force by paying their taxes and duties in the countries where they carry out their activities.

3.8. Research and studies

In the healthcare field, research and development are subject to numerous legal

and regulatory provisions, including certain standards relating to the ethical conduct of scientific and medical research. The Thuasne® Group requires all its Partners to comply with these standards and regulations, especially when carrying out clinical investigations on behalf of Thuasne®. It is imperative that research and development activities are conducted in compliance with the principles of good clinical practice and applicable national regulatory obligations.

3.9. Intellectual property rights

Partners are required to respect the intellectual property rights of Thuasne® as well as those of third parties and shall refrain from any act of reverse engineering or infringement of patents, designs and models, copyrights or trademarks.

3.10. Whistleblowing

Partners shall provide their employees with the means to raise ethical or legal questions or concerns without fear of retaliation. They are also required to take the necessary steps to prevent, detect and correct any retaliatory actions.

ARTICLE 4 : RESPECT FOR FUNDAMENTAL RIGHTS

Partners respect human rights and treat their employees with dignity and respect.

4.1. Prohibition of child labor

Partners ensure that their activities do not use illegal child labor. The term “child” means any person who does not have the legal minimum age for admission to employment in the country in which the work is performed, provided that the minimum age for admission to employment complies with the principles defined by the International Labor Organization (ILO).

4.2. Prohibition of all forms of forced labor

The Thuasne® Group is committed to the free choice of employment and the elimination of all forms of forced and compulsory labor. The use of forced labor by a Partner, whether it is obtained under threat of sanctions or any other constraint is strictly prohibited.

4.3. Absence of discrimination

Thuasne® encourages its Partners to create a work environment that is conducive to integration. Partners will take the necessary steps to enable their employees to work in an environment where abusive and inhumane treatment, sexual harassment, sexual abuse, corporal punishment or torture, moral and physical harassment or verbal abuse and threats of such abuse are prohibited.

Non-discrimination of employees must be a fundamental value of our Partners’ corporate policy. When hiring and managing professional development, Partners undertake not to discriminate on grounds of age, sex, skin color, nationality, religion, health or disability, sexual orientation, political, philosophical or trade union opinions, etc. Partners must ensure that employees are not subjected to harassment of any kind.

4.4. Salaries and working hours

The working time of Partners' employees must not exceed the maximum working time as laid down by the law in force in the country. The compensation paid to employees must comply with the applicable salary laws in that country and ensure an adequate standard of living. Salaries and benefits must be designed to ensure an adequate standard of living for employees and their families.

4.5. Training and professional development

Partners will offer training programs to enable their employees to acquire the appropriate level of knowledge and to enable them to develop their skills.

4.6. Social dialog

Partners are required to respect the rights of workers to freedom of association. Partners are also required to recognize and respect the right of workers to exercise their freedom of association, including the right to join or not to join any association of their choice.

ARTICLE 5 : HEALTH, SAFETY, HYGIENE AND QUALITY

We expect our Partners to ensure the safety and health protection of their employees. They shall therefore comply with all applicable laws, regulations and standards relating to health and safety at work.

The Partners shall meet the quality requirements commonly agreed or contractually stipulated in the context of the activities carried out, in order to meet the needs of the Thuasne® Group in terms of goods and services, and to guarantee their proper functioning and safety in their use.

All required authorizations, licenses or approvals must be obtained, kept and updated by the Partners.

ARTICLE 6 : ENVIRONMENTAL PROTECTION

The Thuasne® Group encourages its Partners to act in an environmentally responsible manner, to make their employees aware of environmental protection and to comply with applicable legal requirements. In addition, we encourage our Partners to continuously improve their environmental practices and performance:

- reducing waste and pollutant emissions
- preserving natural resources and protecting the climate
- control of energy consumption

ARTICLE 7 : WHISTLEBLOWING SYSTEM

Any Partner may exercise a right of alert to report the existence of conduct or situations contrary to these provisions. A reporting platform is available to Thuasne® Partners on the following website [**www.Thuasne.signalement.net**](http://www.Thuasne.signalement.net)



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