

CODE OF CONDUCT

A message from our Managing Director, Tara Kearney

Integrity is a characteristic that we hold in high esteem. The Company's continued growth and ability to deliver on our promises, is dependent on the integrity of our greatest asset, our people. We focus on driving results in a trustworthy and compliant way, that is imperative for both our success today and our ability to grow in the future. Compliance must not only be what we do – it must be who we are as a company and as individuals.



The Company strives to be responsible for bringing the best local and international healthcare products to our healthcare professionals and ultimately improve patient's quality of life. We strive for operational excellence and to be effective and efficient in everything we do. Our ethics must be an integral part of how we conduct business. It takes many years to build a good reputation and to become a company that people trust. That reputation and trust must be protected. Given the vital importance of compliance, and in keeping with our commitment to continuous improvement, we continue to modify our practices and embrace the changes we face in this highly regulated industry.

The Company operates with a culture of openness that values the exchange of views across all organisational levels. The code sets out a clear set of standards for our business conduct. It presents each of us with an ethical and behavioural framework to guide our response to challenging and sometimes difficult choices we may encounter. We are each, accountable for our own decisions. In any instance you are in doubt about our business practice, please voice your concerns and discuss it with your team. The Company operates an open-door policy and always welcomes suggestions and concerns from our employees.

The Code of Conduct cannot cover every possible situation, but it provides the basic legal guidelines and fundamental ethical behavioural standards that will help us make the right business decisions.

It is crucial that all employees fully comply with the Code. By doing so, we send a clear message to those we work with about the strength of our commitment to ethical behaviour and quality. With your help, we will protect and enhance our reputation and play a significant role in building a progressive working world for our people.

Sincerely,

Tara Kearney

OVERVIEW

Healthcare 21 (hereinafter referred to as the “Company”) are obliged to comply with policies and procedures, applicable statutory provisions, employee regulations, work rules and any standards and Code of Practice adopted by the Company. The provisions of this policy shall apply to the business of all companies in the group.

PURPOSE

The purpose of this policy is to set down the general principles and standards which govern the professional activities and conduct of the Company. This policy is intended to deal with the most common practical implications of principles and standards; however, it cannot deal specifically with every potential situation that may arise. Where an employee is in doubt as to how a situation should be dealt with from an ethical standpoint, they should consult with their manager.

It is primarily the responsibility of employees to ensure that their activities, whether covered specifically or otherwise in this document, are governed by the ethical considerations implicit in these procedures.

SCOPE

The policy applies to all employees.

POLICY

Company Heritage

The Company is committed to helping patients improve the quality of their lives. This can be achieved by offering innovative, cost effective solutions, products and services through mutually beneficial relationships between the healthcare profession, caregiver, patient and the Company.

Company Values: We are the Caring Company

Passion:

We are passionate about delivering growth and being the industry leader.

We are passionate about our work, being inclusive and in supporting each other.

Transparency:

We are honest, open and transparent in everything we do.

We always do what’s right for our community, colleagues and our partners.

Innovation:

We deliver solutions to tackle new and old challenges.

We strive to innovate new ways of serving our customers, partners and employees.

Our Code of Conduct is based on the following principles:

The Dignity Principle;

The Company is a caring company. Everyone is expected to respect others – whether those people are other employees, customers, suppliers or members of the public. Respect is the starting point for all other ethical principles. It is a basic human right and it is one that the Company values as an organisation in its day to day business.

The Fiduciary Principle;

All employees stand in a fiduciary relationship to the company, in that they are entrusted to protect the resources and act on behalf of the Company in carrying out job-related responsibilities. The Company expect employees to carry out their role with attentiveness, discretion, enthusiasm and passion. Negligence, carelessness and mediocrity will not be tolerated and are a clear violation of this important principle.

The Transparency Principle;

The Company places the utmost of importance in the accuracy, truth, and disclosure of information and transparency. Transparency also implies taking care to present information accurately and not to mislead. The Company operates in a fair and open manner and offer the highest quality products and services available. Regular audits of internal work occur, and all employees are expected to fully comply with audits.

The Fairness Principle;

The Company considers fairness in the workplace to be fundamental to day to day work. The Company will facilitate cooperation and secure legitimacy. There are four different forms that the Company considers in its day to day business practice: reciprocal fairness, fairness in exchange, distributive fairness and fair competition.

The Citizenship Principle;

All employees have a civic duty at a minimum to respect the relevant laws and regulations. In reference to citizenship, firstly, the Company will deal with public authorities in good faith and subsequently, it encourages additional contribution by way of charity, civic support, or help in addressing broad societal problems.

The Responsiveness Principle;

The Company is committed to operating to the highest ethical standards in compliance with all legislation, regulation and international best practice. In this regulated industry, internal regulatory and compliance teams follow the Company's complaints procedure and respond to feedback and complaints from customers, suppliers, employees and all those affected by Company business practices.

The Property Principle;

The Company expect employees to safeguard its property, products and intangible assets.

Workplace Environment

How we treat one another:

The Company;

- builds relationships with employees based on a shared trust and confidence that each employee has a personal and professional commitment to do the right thing and deliver the Company's promises;
- expects employees to respect its principles and maintain the highest ethical standards;
- is committed to communicating openly and honestly, in a timely manner with truthful and relevant information;
- values and expects feedback regularly, truthfully and constructively. The Company positively recognises success and individuals' contributions;
- expects employees to co-operate fully with any audits in an accurate and truthful manner.

Please refer to the Company Dignity at Work policy.

The Company;

- relies upon all employees to deliver operational excellence and to be effective and efficient in everything they do;
- nurtures respect, integrity and learning;
- is committed to its people and encourages all employees to take ownership of everything they do in business, whilst maintaining a healthy work life balance;
- encourages and supports the professional development of its peers and encourage continuous learning.

Please refer to the Company Training & Development and Educational Assistance policy

Working with suppliers

No clients or external relationships are more important than the ethics, integrity and reputation of the Company.

The Company will not work with suppliers and others whose standards are incompatible with this code of conduct. The Company is committed to offering efficient and effective, innovative and creative products and customer service to meet the requirements of each of its customer's individual needs.

The Company select its suppliers based on quality, price, service, delivery and reputation as well as business practices and will only engage with suppliers who are committed to uphold the human rights of their workers and treat them with dignity and respect.

Please refer to the Company Ethical Trading, Ethical Business Practice policy and Slavery and Human Trafficking statement.

The Company;

- aims to grow its business by using innovation, creativity and offering 21st century healthcare solutions to its clients, by building relationships with suppliers and clients alike and understanding client's needs;
- endeavours to interact with all customers in a professional but caring manner;
- strives for operational excellence and to be effective and efficient in everything it does;
- commits to uphold the trust placed in it by others;
- builds on trust through delivering on its promises to suppliers and clients alike.

Human Rights & Diversity

The Company;

- never discriminates against any person based on their race, religion, ethnic or national origin, gender, disability, gender, expression, age, marital status, membership of the travelling community or any other characteristics that are protected by law;
- embraces diversity as strength to its organisation and expects employees to respect each other and strives for the inclusion of all its employees;
- strives for a working environment free from discrimination, intimidation and harassment.

As the company continues to grow, embracing diversity in every aspect of its business is vital to its long-term success, from the way we work together to the way we procure goods and services.

Please refer to the Company Slavery and Human Trafficking statement; Equal Opportunities & Dignity at Work policies.

Workplace Health, Safety and Security

The Company expects all employees;

- to follow the safety rules and practices and to co-operate with team members who enforce them;
- to take necessary steps to protect themselves and all fellow team members;
- to attend required safety training and report immediately all accidents, injuries and unsafe practices.

Business Practices and Trade Compliance

The Company places the utmost importance in performing our business in an ethical manner with all healthcare professionals. The Company;

- is committed to conducting business in an open, honest and ethical manner and takes a zero-tolerance approach to bribery. The Company is a member of Medtech Europe and IMSTA (or the Irish Medtech Association), whose commitment to high ethical standards governs all interactions between the Company and healthcare professionals;
- is committed to providing educational grants to hospitals, medical societies and other third parties to support genuine medical education;
- publicly discloses all educational grants and sponsorship requests must be approved by the Company educational committee which is an independent committee to the sales team;
- endeavours to work with healthcare professionals to provide the best healthcare solutions for clients.

Please refer to the Company's Ethical Business Practice policy.

Privacy

The Company respects the privacy of employees, customers, clients and suppliers. The Company collects, uses and holds the personal data of all parties in a relevant, lawful and responsible way.

Privacy and security together with appropriate safeguards are used to protect personal data against unauthorised use or disclosure in line with GDPR obligations. The Company;

- expects employees to treat all information that is not publicly available as confidential;
- does not disclose Company information to outside parties and do not use that information except for the purposes for which it is provided;
- only share confidential information with those who need to know said information and who is entitled to get this information. Contractual secrecy obligations are maintained even after the end of the employment contract.

Please refer to the Company's Confidentiality Agreement, Data Protection and Data Retention & Erasure policy.

Community Involvement

The Company is committed to being a good corporate citizen and engaging within the community. The Company works with charity partners to help improve the outcomes of those involved.

The Company recognises its responsibility as an organisation in playing an active and positive role in supporting a successful and sustainable society.

Please refer to our Corporate Social responsibility Policy.

Fair Competition

The Company is committed to complying with competition laws in the countries it does business and recognises that its' competitive advantage is achieved through the excellence of professional advice and the quality of service delivery.

The Company competes energetically and vigorously, and recognise the need to be honest and morally sound in its competitive behavior and upholds the professional standards and rules applicable to it.

The Company actively works with relevant regulatory bodies, who oversee professional conduct to ensure that standards meet the continuous changing needs of the market.

Legal Compliance

The Company acknowledges that medical technology in Europe is subject to national and supranational law which govern many aspects of its business operations.

The Company is compliant with relevant jurisdictional legislation including:

- safety, quality and performance laws;
- advertising and promotion laws;
- data protection laws;
- anti-corruption laws;
- environmental health and safety laws;
- competition laws.

Systems & Infrastructure

The Company expects employees to use and respect its IT systems and infrastructures. The Company is committed to using the most up-to-date IT technology systems to improve the service offering.

It is important to consider that information stored on computers and mobile devices remains the property of the Company. Copying of company data to non-company storage in the cloud or non-encrypted media is forbidden.

In line with GDPR regulations, it is an expectation that employees protect the computing and network resources of the Company and the information stored within.

Employees must not share access to accounts or give access to unauthorised users.

Employees must adhere to all security measures to protect the Company and client data and employees are expected to always lock their work station when unattended.

Please refer to the Company IT Security Policy and Data Protection and Clear Desk policies.

The Company expect employees to use company devices such as laptops and phones with the same level of care and respect they give to their own property. It is employee's responsibility to update company devices as requested. In the event of a loss or theft of company device please report the loss immediately to IT and the Company Data Protection Officer.

Please refer to the Company Mobile & Communications Policy, Data Breach & Vehicle policy.

The Company has strict guidelines for the use of social media while at work. Employees are expected to follow those guidelines and limit mentioning the Company on personal social media accounts.

Please refer to our Mobile & Communication Policy and Social Media Policy.

Raising concerns

The Company recognises that no code can cover every eventuality and that from time to time the advice and support of others in addressing some of the situations that arise may be required. It is imperative that employees feel comfortable in raising issues and concerns. This ensures the Company can identify and improve processes as it continues to grow.

If there is a concern about any of the Company's business practices, employees are encouraged to discuss with their manager, the HR department or alternatively a member of the senior management team.



Any breach or violation of the Company Code of Conduct and the policies incorporated by reference herein may result in disciplinary action under the Company's disciplinary procedure, up to and including dismissal where any offence is deemed to be considered gross misconduct.

CONFIDENTIAL