

MatOrtho Code of Conduct for Suppliers

MatOrtho strives to operate its business both lawfully and ethically, working with suppliers who are aligned to the same values. MatOrtho expects its suppliers to operate in accordance with applicable laws, respecting individual's human rights, and mindful of environmental and safety impacts of products and services.

MatOrtho has therefore drawn up a "Supplier Code of Conduct" which sets out the standards expected of any supplier doing business with us. This is in line with MatOrtho's Core Values which are:

People:	Treat People Right
Patient:	Improving outcomes, supporting Healthcare Professionals, Patient Education
Planet:	Sustainable supply chain, ESG Compliant
Performance:	Regulatory Compliance and Fiscal responsibility

This Supplier Code of Conduct is applicable to all suppliers who provide goods or services to MatOrtho or any of its subsidiaries, subcontractors, affiliates or agents ("MatOrtho"). MatOrtho's suppliers are also expected to advocate the principles of this Code in their own supply chains.

Suppliers will operate within all applicable UK and local laws, rules and regulations and are expected to maintain their own policies and procedures to ensure compliance.

Recognising that there are different legal and cultural environments in which suppliers operate, this Code outlines the core requirements to which suppliers must comply to do business with MatOrtho. This Code shall apply to govern the relationship between MatOrtho and its suppliers in respect of the matters set out herein irrespective of any entire agreement or equivalent clause otherwise included in a supplier agreement.

Ethical Business Practice

Integrity, honesty and ethical conduct of the highest standards are expected in all business dealings. Suppliers are expected to have

policies, systems and/or procedures in place to ensure the prevention of unethical business practices, including, but not limited to, human rights abuses, money laundering, fraud, bribery, corruption, and other improper payments, benefits gifts or other inducements.

Fair Treatment and Equal Opportunity

Suppliers shall provide equal employment opportunity to all applicants and employees regardless of race, colour, sex, sexual orientation, gender identity, religion, creed, national or ethnic origin, age, disability, citizenship status, veteran status, marital status or any other protected class or characteristic under applicable law.

Sexual Harassment

MatOrtho will not tolerate sexual harassment by anyone, including third parties, under any circumstances. Suppliers shall take all reasonable steps to prevent their employees, workers and representatives from sexually harassing MatOrtho staff, workers or representatives or any other person with whom they come into contact through work.

Suppliers shall maintain proportionate, documented measures to identify and control the risk of sexual harassment, including regular risk assessments, clear standards of conduct, effective reporting routes, appropriate and periodic refresher training, prompt investigation and corrective action, protection against victimisation, and periodic review of the effectiveness of those measures. Where Supplier employees, workers or representatives may encounter MatOrtho staff, workers or representatives, Suppliers shall take all reasonable steps to prevent third-party sexual harassment, including communicating expected standards and consequences, addressing relevant risks in contracts or terms of engagement where appropriate, and acting promptly on concerns or incidents.

Suppliers shall provide MatOrtho with reasonable evidence of these measures upon request and shall notify MatOrtho promptly of any allegation involving MatOrtho staff, premises, activities or business relationships.

Sexual harassment means unwanted conduct of a sexual nature that has the purpose or effect of violating a person's dignity, or creating an intimidating, hostile, degrading, humiliating or offensive environment for them. In deciding whether conduct has that effect, the person's perception, the other circumstances of the case and whether it is reasonable for the conduct to have that effect are relevant. Sexual harassment may be a single incident or a pattern of behaviour and may occur in person or through electronic or online communications. Examples include, but are not limited to:

- intrusive enquiries into an employee's private life.
- reference to their sexuality or physical appearance.
- unwanted body touching or physically molesting a person.
- standing too close.
- excessively lengthy handshakes.
- unwanted brushing against another's body.
- indecent exposure.
- obscene, suggestive/offensive communications, including electronic mail.
- pornographic or offensive posters, handouts or screensavers.
- sexual jokes or anecdotes.
- leering or staring.
- unwanted sexual compliments or excessive flirting
- sexual assault.

Wages and Hours

Suppliers shall ensure that working hours, wages and overtime pay in compliance with all applicable laws with the purpose and intention of the relevant law. Workers shall be paid at least the minimum legal wage or a wage that meets local industry standards, whichever is greater. While it is understood that overtime may be required, suppliers shall carry out operations in ways that limit overtime to a level that ensures humane and productive working conditions.

Forced and Child Labour

Suppliers will not use child, slave, forced or obligatory labour and shall never engage in, or support human trafficking. Suppliers must comply with all applicable laws (including but not limited to the Modern Slavery Act 2015) and reporting requirements concerning slavery, human trafficking, the minimum age of employees and all other applicable child labour laws.

Health and Safety

Suppliers will provide a clean, safe and healthy working environment to protect the occupational safety of all employees and shall comply with all applicable laws and regulations regarding working conditions. Suppliers must ensure they have the right measures and appropriate health and safety training to prevent accidents and injury at work.

Discipline

Suppliers should not subject their employees to any form of physical abuse or discipline, or the threat of sexual or other harassment and verbal abuse or other forms of intimidation. Suppliers should ensure that their disciplinary and grievance procedures as well as any whistleblowing procedures are clearly communicated to all employees.

Sustainability and the Environment

MatOrtho takes its responsibility for protecting the environment seriously and is committed to reducing its own environmental impact in line with its Planet Core Value.

Suppliers commit to proactively cooperating with MatOrtho to reduce MatOrtho's environmental impact through taking all reasonable steps to reduce the environmental impact of the Supplier's own manufacturing process, products and/or services and their waste emissions and at all times employing best practices for sustainability and the environment.

Suppliers must at all times be compliant with local environmental laws and regulations, including those relating to waste disposal, pollution, discharges and air emissions. MatOrtho requires all of its Suppliers to demonstrate evidence of their commitment to environmental protection and best practice going beyond the minimum standards set by environmental legislation and regulation (including but not limited to. ISO 14001 certification or equivalent).

Anti-bribery and corruption

MatOrtho takes very seriously the need to ensure that business is carried out in an ethical manner. Suppliers should be compliant with all laws, regulations and best practice relating to anti-corruption, including a prohibition on extortion, bribery, facilitation payments or other improper inducements, and should take appropriate steps to ensure that their suppliers are also compliant.

Facilitation of Tax Evasion

Suppliers must comply fully with all of their obligations in relation to all taxes due within the territories in which they operate or make supplies. Suppliers must not participate in tax evasion nor facilitate tax evasion by others. Suppliers should take appropriate steps to ensure that all who act for or on their behalf also comply with such obligations.

Freedom of Association

Suppliers shall allow workers who wish to lawfully and peacefully associate, organise or bargain collectively, without interference, discrimination, retaliation or harassment.

Conflicts

Suppliers are required to act in a way that mitigates any conflict of interest which may occur when working with MatOrtho. Any such conflicts should be reported immediately.

Confidentiality and Information Security

Suppliers must comply with confidentiality clauses as detailed within agreed contracts to protect sensitive MatOrtho information. Any information related to MatOrtho must be treated with care and any personal data must be protected in accordance with UK data protection legislation. Suppliers should have robust information security processes and controls to protect data. Patient data should be removed or pseudonymised prior to transmission to MatOrtho wherever practical. The Supplier should train its staff on information security and robust IT controls.

Third parties

Suppliers must ensure they have robust processes and procedures in place to ensure any subcontractors / third parties with whom they engage comply with all applicable human rights, employment law practices and ethical business practices.

Compliance

Monitoring or documenting of compliance is the responsibility of the supplier. MatOrtho reserves the right to investigate any instances of a supplier's non-compliance of which it becomes aware. Actual or suspected violations of this Code should be reported to

MatOrthoQA@matortho.com

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