

2024



Code of Conduct



Code of Conduct

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Dear colleagues,

*As we look to the future and make progress in our mid-range plan, it's crucial that we continue to uphold our reputation of being a well-respected and ethical company. Part of what makes working at Cook special is how we approach each other, our communities, our customers, and those we partner with to deliver products to patients. It's not just **what** we do, it's **how** we do it. Cook has conducted business with the highest integrity and ethical standards for over 60 years, and we are accountable for acting in alignment with our values.*

The Code of Conduct lays the foundation for how we expect all employees to behave, regardless of where we are in the organization. The Code of Conduct is our compliance check: Are our actions allowed? Are we permitted to conduct business in this way? The Cook values are our ethics check: Are our actions ethical? Are we acting with integrity? Can we be proud of what we are doing?

As a reminder, if you are ever uncertain whether an action is ethical or if you have a question about embodying ethical conduct, you should talk to your manager or an Ethics & Compliance representative. Possible violations can also be anonymously reported through the E&C Helpline at CookHelpline.EthicsPoint.com.

Now, more than ever, building a great company requires an unwavering commitment to the highest ethical standards. Each of us plays a role in achieving our vision for the future, and all of us are accountable to reflect our values in our business activities and interactions.

A handwritten signature in black ink that reads "Pete".

Pete Yonkman
President
Cook Group and Cook Medical

A handwritten signature in black ink that reads "Drew".

Drew Northern
Chief Ethics & Compliance Officer, Cook
Group and Cook Medical

Our Values



Act with integrity

We use our high ethical standards and core values to guide our decisions and actions.

Demand quality

We hold ourselves to the highest quality standards because we know that everything we do has an impact on someone's life.

Be transparent

We are honest with each other and share information with the people who are impacted.

Give back

We believe in making our communities stronger by sharing our time, skills, and resources.

Treat everyone with respect

We respect each other and our business partners by being open to different ideas and perspectives and being appreciative of each person's contributions.

Solve problems together

We approach innovation by first listening to understand and then creating a solution.

Continually improve

We learn from data, experience, feedback, and each other to constantly evolve and improve how we work.

Cook is built upon a foundation of strong values and ethical business practices. Our standards of business conduct serve as an important resource for us in support of our day-to-day decision-making. Our values form the basis of the trust and success that we see in our relationships with customers, suppliers, and each other. Our reputation comes from the sum of our individual actions. Misconduct by just one of us can overshadow hard work by thousands of us.

The Code of Conduct is designed to prevent wrongdoing and to promote:

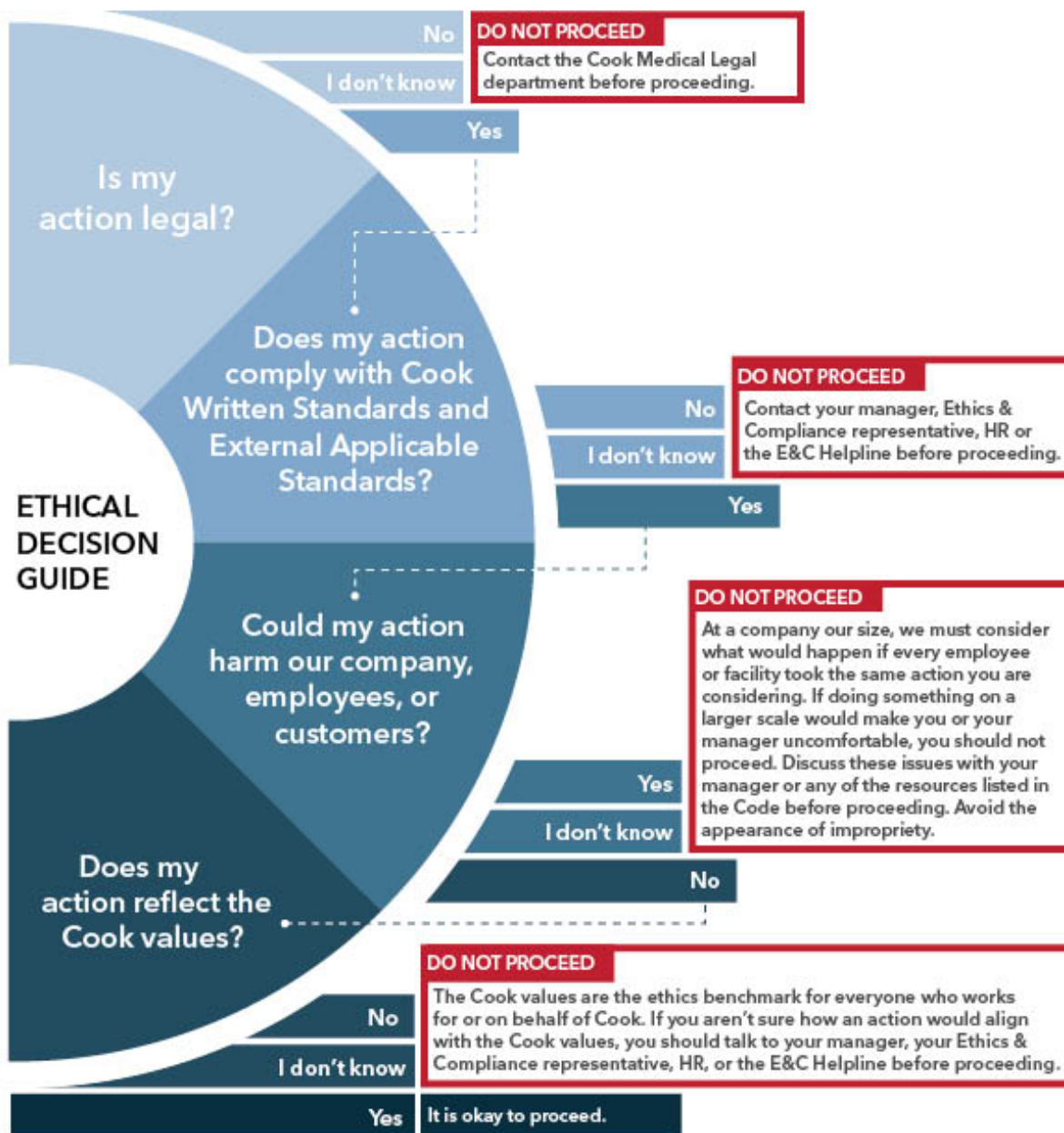
- Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships
- An inclusive culture, where we value our differences, treat one another with respect, and welcome all ideas and opinions
- Full, fair, accurate, timely, and understandable disclosure in reports and documents we file with regulatory agencies and in our other public communications
- Compliance with External Applicable Standards (EAS)
- The prompt internal reporting of violations of this Code
- Accountability for adherence to this Code, EAS, and our values

This Code should help guide our conduct in the course of our business. Many of the principles described here are general in nature, and not every possible situation is covered. Use common sense and good judgment in applying this Code. Of course, none of us has all the answers, and that's fine—provided we reach out to find the best answers available. This Code is not the exclusive source of guidance and information regarding the conduct of our business. We should consult applicable policies and procedures in specific areas as they apply.

This Code applies to everyone at Cook Medical, including the board of directors and all officers and employees of the company and its subsidiaries, and third-party contractors, when doing work for Cook Medical. The same high ethical standards apply to all, regardless of job or level in the company. It is the responsibility of each of us to be familiar with the Cook Written Standards (CWS) relevant to our job functions. Cook Written Standards include documentation released within the Cook Group Business Policy Management System (BPMS), the Cook Medical Management System (CMMS), Cook Medical employee manuals, or any other formal method of establishing requirements for Cook employees.

GUIDELINES FOR ETHICAL DECISION MAKING

We are responsible for recognizing ethical issues and reflecting Cook Values in all Cook business activities, but not all circumstances we encounter are straightforward.



EMPLOYEE RESPONSIBILITIES

As a part of Cook Medical, you are expected to comply with both the letter and the spirit of the Code. This means you must understand and adhere to the standards that apply to your job, even if you feel pressure to do otherwise. The best way to help ensure we are upholding our values and following the Code of Conduct is for each of us to take this as a personal responsibility.

The Code also requires you to seek guidance if you have questions or concerns, and to cooperate fully in any investigation of suspected violations of the Code that may arise in the course of your employment.

Periodically, you may be asked to provide a written certification that you have reviewed and understand the Cook Medical Code of Conduct, comply with its standards, and are not personally aware of any violations of the Code by others. This certification is your pledge to live up to the Code and its expectations and to promptly raise concerns about any situation that you think may violate the Code.

Employees who violate the Code put themselves, fellow employees, and Cook at risk and are subject to disciplinary action up to and including termination of employment.

COMPLIANCE WITH RELEVANT LAWS AND REGULATIONS

Cook's operations and employees are subject to the laws of the countries and jurisdictions in which we operate. It is important that you are aware of—and never intentionally violate—relevant laws and regulations. You should understand that violations of laws or regulations may also result in legal proceedings and penalties including, in some circumstances, civil and criminal penalties that could affect you personally, in addition to a risk of adverse consequences to Cook. You should also be alert to changes in the law or new requirements that may affect your business unit.

Speaking Up

At Cook, we aim to conduct business with the highest standards of ethics, honesty, and integrity. Each of us is responsible for following the Cook Written Standards (CWS) and EAS. Cook believes that any employee with knowledge of wrongdoing should not remain silent. Even when you don't have all the details related to your concern, it is your duty to raise it and allow Cook to investigate.

Obligation to Report, and Reporting Channels

Every Cook employee is obligated to act in good faith and to report violations or suspected violations of the CWS or EAS.

If we have questions, concerns, or need to report a known or suspected violation, we must either discuss it with our supervisor, any member of our management team, a Human Resources representative, or our Ethics & Compliance representative, or contact the Global Ethics & Compliance Helpline, where we can report our concern confidentially or anonymously.

Toll-free numbers and dialing instructions can be found on the [E&C Helpline](#) by starting a report.

The only requirement for raising a concern is to act in good faith, which means that we are sincere and provide all the information we have.

An investigation is a good-faith, reasonable, and systematic inquiry aimed at reaching a rational conclusion about the underlying facts and ultimate truth of an allegation.

Cook has established processes and procedures to help ensure that all internal investigations are conducted promptly, fairly, objectively, thoroughly, professionally, and by trained and qualified personnel.

Anonymity and Confidentiality

When we make a report to E&C, to Human Resources, or through the [E&C Helpline](#), we may choose to remain anonymous (where allowed by law), although we are encouraged to identify ourselves to facilitate communication. If we make our identity known, E&C, Human Resources, and the investigators will take every reasonable precaution to keep our identity confidential, consistent with conducting a thorough and fair investigation.

Making False Accusations

Cook will protect any employee who raises a concern honestly and in good faith, but it is a violation of the Code to knowingly make a false accusation, lie to investigators, interfere, or refuse to cooperate with an investigation. Good-faith reporting does not mean that you must be correct when you raise a concern; however, you must be honest and believe that the information you are providing is accurate.

Non-Retaliation

Cook strictly prohibits retaliation against any individual for reporting or inquiring in good faith about what is believed to be wrongful or unlawful activity, or for participating in an investigation or proceeding related to such activity.

When a concern is raised in good faith, any retaliation against that individual will not be tolerated. Any suspected incidents of retaliation should be reported immediately to management, HR, E&C, or the [E&C Helpline](#). For more details about non-retaliation and examples of what retaliation can look like, please refer to [Cook's Non-Retaliation policy](#).

Self-Reporting

Nothing in this Code of Conduct will excuse any person from their own misconduct or protect them from disciplinary action as a result of self-reporting that misconduct. However, the fact that a person self-reported their own wrongdoing will be taken into consideration in determining an appropriate response.

MANAGER RESPONSIBILITIES

As a manager, you have the special responsibility for building a culture of trust and ethics within your teams. The way you act reinforces your commitment to company values and principles and sets the standards for ethical behavior and trust for your team to follow. Cook's success depends upon promoting a team environment where compliance is expected and ethical behavior is the norm. Under no circumstances can you ask your team to break the law or violate Cook's values, policies, and procedures.

CONFLICTS OF INTEREST

Cook believes business decisions should be made with integrity and not influenced by a conflict of interest. A conflict arises when our personal, social, political, or financial interests, duties, obligations, or activities, or those of a family member, are or may be in conflict or incompatible with the interests of Cook. Conflicts of interest are a natural part of having relationships and interests outside of Cook, and having a conflict is not necessarily a problem, provided we make prompt and full disclosure of any situation that may involve an actual or potential conflict of interest. Questions regarding conflicts of interest can be submitted to COIDisclosures@CookGroup.com.

Conflicts of interest may occur in a variety of forms. Some of the more common types are described in the following sections. For more detail, please see the [Conflict of Interest Policy](#). *

*Please note: In order to access the link, you will need to have remote access through your Cook account on GlobalProtect.

Financial Interests

Employees must exercise caution in pursuing financial interests outside of Cook, especially where the pursuit involves or appears to involve the use of Cook information, property, or authority. Employees' personal financial benefit must be clearly separated from the best interests of Cook.

Outside Business and Other Interests

Paid or unpaid engagements outside of Cook can result in a conflict of interest or the perception of a conflict of interest. Employees are strongly encouraged to disclose any outside activity that could be perceived as a conflict of interest.

Outside Director and Board Memberships, Officer, and Trustee Positions

Any board appointment that is based on a position at Cook or expertise in the medical device industry must be disclosed. Example boards can include, but are not limited to, distributors, suppliers, or vendors of Cook, healthcare organizations (HCO), patient organizations, and government agencies. These activities can pose a conflict of interest if the activity is contrary to the best interests of Cook or interferes with an employee's ability to devote the time and effort necessary to perform their job. You are not required to disclose nonprofit board participation unrelated to Cook's business.

Family and Personal Relationships External to Cook

A conflict may arise if an employee's family member or someone with whom they are in a personal relationship owns or works for a business that competes, does business, or seeks to do business with Cook. A conflict may also arise when an employee has a close personal relationship with an external stakeholder—e.g., government or regulatory body (auditors)—that could affect or appear to undermine their independent judgment in the conduct of Cook business.

Family and Personal Relationships within Cook

Cook is a family company, and many employees have family members who are also employees. Certain situations or activities involving family members may represent a conflict, which must be disclosed, documented, and resolved, prior to employees engaging in those activities.

- Family or personal relationships in a supervisory, subordinate, or control relationship must be disclosed as soon as the parties are aware
- Involvement in any hiring decisions regarding a family member or someone with whom they have a personal relationship (including internal and external hiring and internal transfers) must be disclosed prior to engaging in the activity

COOK COMPANY CONFIDENTIAL INFORMATION

Cook employees are exposed to a great deal of information while doing their jobs. At times, we may receive information related to another company before the information is made publicly available to ordinary investors. Some of that information may be considered significant, or "material," and could be important to an investor deciding to buy, sell, or hold securities in publicly traded companies with which Cook does business or may be exploring a business opportunity.

Examples of information that could be material are:

- Information about possible business deals, such as a merger, purchase, sale, or joint venture
- Pricing information
- Financial results or changes in dividends
- Important management changes
- Major raw-materials shortages or discoveries
- Significant product or manufacturing process developments
- Gain or loss of a significant customer or supplier
- Major lawsuit or regulatory investigation

We must not use or share confidential information for personal benefit, trade securities based on material inside information, or provide such confidential or inside information to others.

Win business the right way—not by buying it.

We actively oppose fraud, bribery, and corruption. Anti-bribery, anti-corruption, and “anti-kickback” laws require a commitment from each of us to prevent improper influence in all of our business activities. Become familiar with these laws, including the US Foreign Corrupt Practices Act, the UK Bribery Act, the US Anti-Kickback Statute, and other relevant laws that potentially apply to Cook’s business activities around the world, both for Cook employees and third parties working on behalf of Cook. If you have questions or need guidance concerning anti-bribery or anti-corruption, please contact the [E&C Helpline](#).

We expect the highest ethical standards in all of our business activities. In addition to observing EAS, you must uphold Cook’s ethical standards and follow CWS, even when they are stricter than local customs or practices.

Everyone at Cook must ensure that services performed by third parties on Cook’s behalf are carried out in a way that meets our expectations and complies with EAS and CWS. We must take reasonable steps to know third parties before engaging them, pay fair market value for the services they provide, and accurately document all payments.

Bribery is illegal everywhere. Furthermore, bribery and corruption restrict economic and social development; contribute to poverty, hunger, disease, and crime; create unfair business environments; and harm customers.

You must not offer, promise, make, approve, provide, request, agree to receive, or accept any payments, gifts, or anything of value for the purpose of gaining or keeping an unlawful business advantage.

Ethical Business Interactions

Good business requires good judgment—we follow the rules regarding business interactions and build partnerships on honesty and trust, not favors.

When we do business on Cook’s behalf, we must act in a fair and impartial manner. This means using common sense to avoid even the appearance that a business interaction has improperly influenced or may improperly influence a business decision or purchase.

Cook conducts business with government officials, healthcare professionals (HCPs), and other business partners. Participating in inappropriate business interactions could result in bribery or kickback violations and harm Cook’s business and reputation. This conduct may violate EAS.

Cook has established guidelines related to business interactions. Our policies, procedures, and guidance related to reporting business interactions are in place to help ensure that we do not provide any benefit that could interfere with a healthcare professional's judgment or gain Cook an unfair business advantage.

Strict compliance with applicable local regulations is also required. When there is a conflict between Cook policy and local regulation, we must comply with the stricter requirement.

At times, it may be difficult to determine when a business interaction crosses a line. Remember that accepting gifts may lead the giver or receiver to believe they have undue influence or that bribery is acceptable, so we must be mindful of the message we are sending when giving gifts.

GIFTS AND ENTERTAINMENT

Gifts and entertainment can create goodwill in our business relationships but can also make it hard to be objective about the person or company providing them. Although Cook understands that some cultural traditions embrace modest gift giving, anti-corruption and transparency laws and various healthcare industry standards around the world prohibit giving any gifts to healthcare professionals (HCPs), healthcare organizations (HCOs), or government officials. Our choice of suppliers, vendors, and partners must be based on objective factors like cost, quality, value, service, and ability to deliver. We must avoid even the appearance of making business decisions based on gifts received through these relationships. When working with public officials, we must be aware that even simple offers such as purchasing a meal or refreshments may be unacceptable or even against the law. See the [anti-bribery and anti-corruption \(ABAC\)](#) section for more information.

What Is a Gift?

A gift is anything of value—including marketing items like T-shirts with logos, tokens of appreciation like flowers and fruit baskets, or services like the use of a car—if the recipient is not expected to pay for the item.

What Is a Legitimate Business Meal?

A legitimate business meal is any meal in which the purpose of the meal is to discuss Cook business and the related costs are reasonable and not lavish.

What Is Entertainment and Recreation?

Entertainment and recreation is attendance or participation at any event—such as a sporting event, concert, or play—in which the recipient is not expected to pay for the entrance fee or ticket. Entertainment and recreation are prohibited during HCP interactions.

You May Participate in a Business Interaction When the Interaction:

1. Complies with **Cook Written Standards**
2. Conforms to **local law** and reasonable and **ethical practices** of the industry
3. Involves the payment of **reasonable expenses** directly related to a business purpose (such as attending a seminar or conference related to your responsibilities on Cook's behalf), provided that you first obtain your supervisor's approval
4. Does not create any actual conflict of interest or divided loyalty

You May Not:

1. Accept cash or cash equivalents like **gift cards**
2. Participate in **illegal business interactions** that violate EAS
3. Ask for or accept gifts or **services** such as the use of a car while visiting another city
4. Accept anything as a condition **for something in return** (A gift or other interaction that either obligates or appears to obligate you to do or provide something in return is improper.)
5. Accept anything that could cause the giver to violate their own company's or institution's standards or policies

Business interactions in connection with occasional events related to an existing contract, such as program review meetings or dinners, are understandable and, absent facts indicating otherwise, do not violate this policy.

You may not knowingly participate in business interactions that violate the policies or standards of conduct of the partner's organization.

Interactions with HCPs are governed by the CWS. Resources can be found on the [E&C SharePoint site](#) and must be followed when interacting with an HCP.

Exceptions to the business interactions related to CWS must be documented by the business and approved by E&C.

ANTITRUST AND FAIR COMPETITION

It is Cook's policy that all directors, officers, and employees must comply with international and US federal and state antitrust and competition laws. These laws prohibit efforts and actions to restrain or limit competition between companies that otherwise would be competing for business in the marketplace. Violations of applicable antitrust and competition laws can result in both criminal and civil penalties. We must be particularly careful when we interact with any employees or representatives of Cook's competitors. We should use extreme care to avoid any improper discussions with our competitors, especially at trade association meetings or other industry or trade events where competitors may interact. Under no circumstances should we discuss customers, prospects, pricing, market intelligence, or other business terms with any employees or representatives of our competitors. If we are not careful, we could find that we have violated antitrust and competition laws if we discuss or make an agreement with a competitor regarding:

- Prices or pricing strategy
- Discounts
- Terms of our customer relationships
- Sales policies
- Marketing plans
- Market information (including competitive intelligence)
- Customer selection
- Allocation of customers or market areas
- Contract terms and contracting strategies

Agreements with competitors do not necessarily need to be written agreements in order to violate applicable antitrust and competition laws. Informal, verbal, or implicit understandings—e.g., knowing winks—are also violations. In the US, antitrust violations may be prosecuted criminally as felonies and can result in severe penalties for Cook and any associate or other person who participates in a violation.

Antitrust and Fair Competition Violations Not Involving Competitors

Depending on business justifications and the effect on competition, other business practices not involving competitors may result in civil or criminal violations of antitrust and competition laws. These improper business practices include but are not limited to:

- Exclusive dealing
- Bundling and/or packaging offerings
- Resale restrictions
- Selective discounting

You should contact the Legal department with any questions about the legality of practices or conduct under applicable antitrust and competition laws. If you become aware of any potential violations, contact the Legal department or report through the [E&C Helpline](#).

COMPETITIVE INTELLIGENCE

Gathering information about our competitors for Cook's own internal business use, often called competitive intelligence, is a legitimate business practice. Doing so helps us stay competitive in the marketplace; however, we must never use any illegal or unethical means to acquire such competitive information about other companies. Legitimate sources of competitive information include news accounts, industry surveys, competitors' displays at conferences and trade shows, and publicly available information, including that found on the Internet. We may also gain competitive information appropriately from customers and suppliers (unless they are prohibited from sharing the information) and by obtaining, in appropriate cases, a license to use the information or actually purchasing the ownership of such information. When working with consultants, vendors, and other partners, we must ensure that they understand and follow Cook's policy on the gathering and use of competitive information.

PROTECTION OF INTELLECTUAL PROPERTY AND CONFIDENTIAL INFORMATION

IT Security Policies

Data Classification

Social Media Policy



Confidential Information

One of Cook's most important assets is our confidential information. As employees of Cook, we may learn of information that is confidential and proprietary. We may also learn of information before that information is released to the general public. Employees who have received or have access to confidential information should take care to keep this information confidential. Confidential information can include non-public information that might be of use to competitors or harmful to Cook or its customers if disclosed, such as

- Business, marketing, and service plans
- Financial information
- Product architecture
- Source codes
- Engineering and manufacturing ideas
- Designs
- Databases
- Customer lists
- Pricing strategies
- Personnel data
- Personally identifiable information pertaining to our employees, customers, or other individuals (such as names, addresses, telephone numbers, and social security numbers)
- Similar types of information provided to us by our customers, suppliers, and partners

We must keep confidential and proprietary information confidential unless and until that information is released through approved channels (for example, through a press release or a formal communication from a member of senior management). Be mindful that confidential, proprietary, or sensitive information should not be input or uploaded into any public generative AI tool. Materials that contain confidential information, such as notebooks, cell phones, and laptop computers, should be stored securely. Unauthorized posting or discussion on the Internet of any information concerning our business, information, or prospects is prohibited. We may not discuss our business, information, or prospects in any "chat room" accessible by those outside our company or on any forum that does not meet Cook Medical's IT security policy, regardless of whether we use our own name or a pseudonym. All company emails, voicemails, and other communications are presumed confidential and should not be forwarded or otherwise disseminated outside of Cook, except where required for legitimate business purposes.

Intellectual Property (IP) and Protecting IP

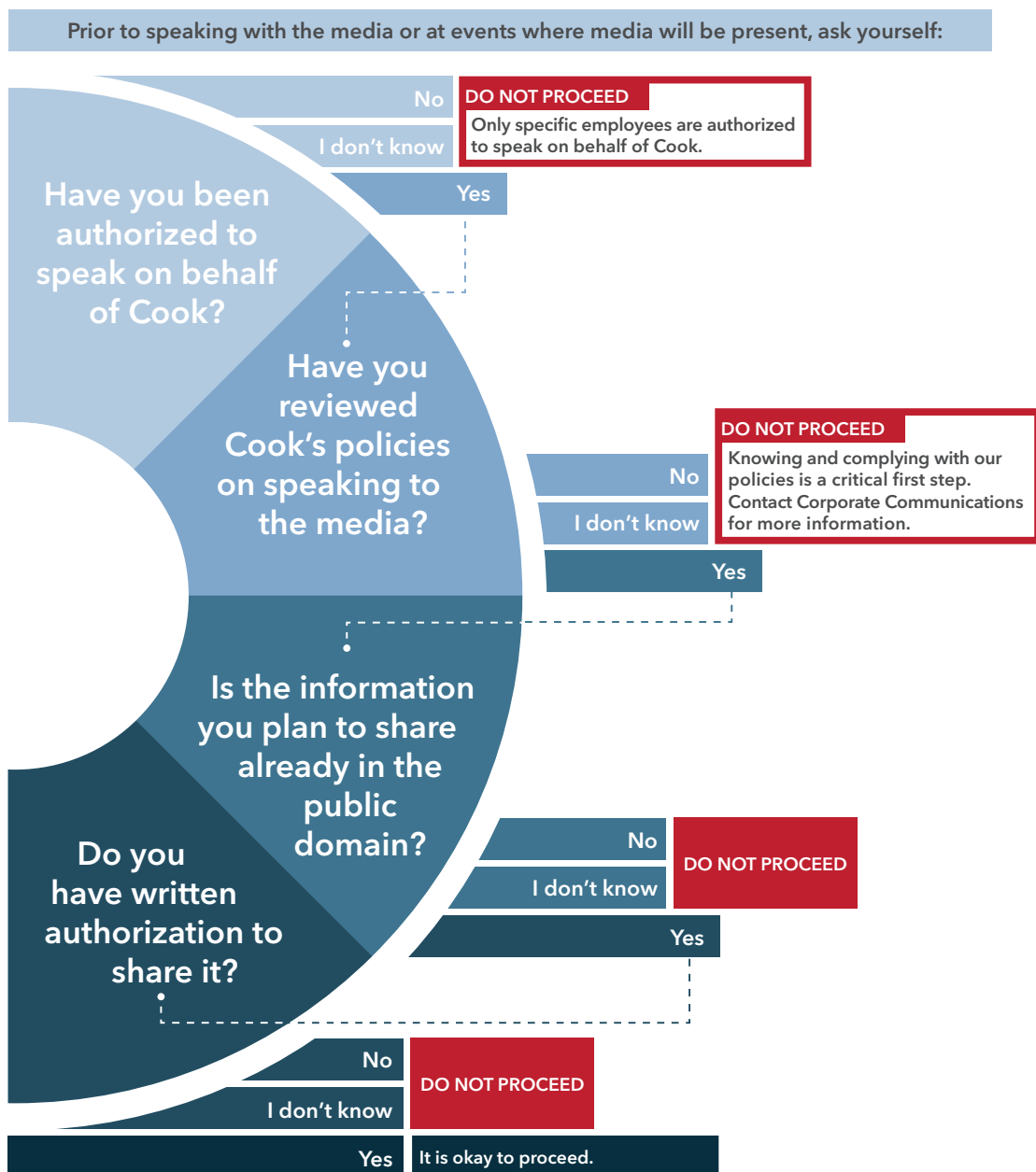
Intellectual property refers to creations of the human mind that are protected by various national laws and international treaties. Cook's IP is among our most valuable assets. IP includes copyrights, patents, trademarks, trade secrets, design rights, logos, expertise, and other intangible industrial or commercial property. We must protect and, when appropriate, enforce our IP rights. We also respect the IP belonging to third parties. It is Cook's policy to not knowingly infringe upon the IP rights of others. Employees and others working on behalf of Cook must promptly disclose to Cook, in writing, any such work product and cooperate with our efforts to obtain IP protection for our company. To help ensure that our company receives the benefit of work done by or in conjunction with outside consultants or organizations, it is essential that an appropriate agreement or release be in place before any work begins.

Sharing with Permission

Cook recognizes the importance of sharing information in many instances when it may improve the quality or use of our products. If Cook proprietary information is to be given outside the company, we must first confirm that sharing the information does not violate any law, legal agreement, or company or business practice. In addition, we must confirm that an appropriate confidentiality and nondisclosure agreement is prepared related to the planned disclosure and that proper controls are established to manage the flow of information.

Communicating with External Parties

As employees of Cook, we may not speak with the media or other external parties on behalf of our company unless authorized by our Public Relations department. We also may not, unless authorized, give the impression that we are speaking on behalf of Cook in any communication that may become public. This includes posts to online forums, social media sites, blogs, chat rooms, and bulletin boards. This [policy](#) also applies to comments to journalists about specific matters that relate to our businesses, as well as letters to the editor and endorsements of products or services.



PROTECTION OF COMPANY ASSETS AND RESOURCES

Our assets are the resources we use to conduct our business. We must use them for legitimate Cook business and appropriately safeguard them, including against cyber-related attack, theft, loss, waste, or abuse. By protecting our assets, we protect our competitive advantage in the marketplace. We also have a responsibility to extend the same degree of care to assets entrusted to Cook by others.

Our assets include but are not limited to:

- Physical assets, such as office furnishings, equipment, and supplies
- Technology assets, such as computer hardware, software, and information systems
- Financial assets, such as cash, securities, and credit cards
- Cook's name, our brand, and our customer relationships
- Information assets, such as IP, including information about products, services, systems, and other data

Company assets should be used only for the conduct of Cook business, except where otherwise provided by the Code or other Cook policies. Cook business includes, for these purposes, services related to an outside activity that are performed at the request of Cook.

All physical and technology assets provided by Cook, whether used inside or outside of the workplace, are Cook's property and are provided for your business use. You must never sell them, lend them, or give them away, regardless of their condition or value, unless you are authorized to do so. Please remember that company assets, including email, can be accessed by the company at any time, without notice.

RECORDS MANAGEMENT



Cook Medical records are our corporate memory, providing evidence of decisions and actions in support of business continuity.

Records consist of physical and electronic forms of information received by Cook or created by or on behalf of Cook in the course of its business activities, regardless of media. Examples of media include but are not limited to papers, photographs, external/thumb drives, CDs/DVDs, video tapes, audio files, backup tapes, computer hard drives, servers, Internet cloud storage, laptops, tablets, printers, phones, and voicemail systems.

Keeping reliable records is crucial to maintaining trust in our business, making good business decisions, and meeting EAS. Reliable records are accurate, legible, complete, and managed. There is never a reason to falsify, backdate, or obscure records—with the exception of de-identifying personal data when required. Cook is committed to properly labeling, carefully handling, and securing personal, confidential, and proprietary information. We are responsible for having reliable records that are readily available for those who need access.

Records are the property of Cook and must be retained in accordance with applicable policy, procedures, and Records Retention Schedules (RRS). RRS catalogs our record types and retention periods determined by EAS and business requirements. We retain company official records before retention periods expire, and we destroy records after retention periods expire. Exceptions to expired retention periods include the preservation of Cook artifacts and records under legal hold. Failure to abide by these instructions could subject Cook and employees to serious legal and regulatory risks. We have the responsibility to promptly report records that may be deemed unreliable, as well as any pressures to prepare, alter, conceal, or destroy records in violation of company policy.

For records-management policy, procedures, and RRS applicable to your area of focus and region, visit the [Ethics & Compliance Records Management SharePoint](#) page. Refer to your local management system for additional records instructions. Records-management questions and concerns can be sent to Records.Management@CookGroup.com.

DATA PRIVACY

The Global Data Privacy team strives to maintain the integrity of the data entrusted to Cook, including the personal data of Cook's employees, customers, guests, and business partners as well as that of patients. Our team offers guidance on the compliant use, disclosure, transfer, and maintenance of protected data according to current data privacy laws and requirements. Global data privacy and security requirements are quickly evolving and must be taken into consideration when seeking to control or process data. Employees are responsible for understanding and following the data privacy policies and guidance that apply to their job, and they share in the responsibility to protect the data Cook is entrusted with.

While we perform our necessary job functions, we handle regulated personal data that requires us to follow data privacy and security measures. Employees are required to familiarize themselves with the Cook [Data Classification Chart](#) to understand the data being handled in their job and the protection measures that may apply.

Personal data, classified as Cook Class 1 and Class 2 data, is information that can directly or indirectly identify an individual. Examples of Cook Class 1 or Class 2 data include an individual's name, date of birth, national identification number, or health-related information. As employees who handle the personal data of others, we must do the following:

- Be familiar with company policies regarding handling Cook Class 1 and Class 2 data.
- Complete all required company Data Privacy trainings.
- Act in accordance with all applicable Cook policies and procedures.
- Act in accordance with applicable laws, requirements, and contractual obligations.
- Minimize collection of the Cook Class 1 and Class 2 data to only that which is necessary.
- Collect, use, and process such information only for legitimate and lawful business purposes.
- Provide clear and accurate privacy notices and obtain consent where necessary when collecting or processing personal data.
- Limit data to those who have a legitimate and lawful business purpose for access.
- Securely store, transmit, and destroy personal information, using Cook IT-approved technology tools (e.g., encryption) and in accordance with the Cook Records Retention program.
- Take care to prevent unauthorized disclosure. In the event of known or suspected loss of data, employees are required to notify their local IT Manager immediately (same day as discovery).

For additional guidance on the handling of personal data and a description of protected information, refer to [Cook Medical's Data Privacy program and policies](#) and the [Cook Group Security Standards](#). For questions or concerns about the handling of Cook Class 1 or Class 2 data, reach out to your manager or supervisor, Ethics & Compliance representative, or Cook Group Security Standards operations team, or the Global Data Privacy team.

Data Privacy Laws and Requirements

Data privacy laws and requirements protecting the privacy and security of personal information pose a growing global challenge. Many countries are enacting new laws and are strengthening existing data privacy laws that govern the use of personal information. Cook is committed to complying with applicable global data privacy laws and requirements, including laws regarding the cross-border transfer of regulated personal information.

The [Cook Group Security Standards](#) (CGSS) serve as the framework of Cook's data protection controls. The Global Data Privacy team maps new and evolving data privacy EAS against the CGSS and proposes updates to the CGSS operations team. The Data Security team maps new and evolving data security EAS against the CGSS and proposes updates accordingly.

The Global Data Privacy team has numerous [employee resources available](#) and welcomes questions and feedback. For additional information or guidance, employees should contact Privacy@CookMedical.com.

DIVERSITY, EQUITY & INCLUSION (DEI)

At Cook, DEI is not simply a goal; it is a fundamental value that guides our [decisions](#). We believe that we perform at our best when our work environment welcomes individuals with different perspectives, personalities, values, and backgrounds. Such an environment also helps us attract and retain the best talents and reach even higher levels of inventiveness, connection to our employees and customers, and, ultimately, better patient outcomes.

At Cook, we define diversity by visible characteristics—such as race, color, age, sex, ethnicity, and physical disability—as well as the invisible qualities that make us unique—such as neurodiversity, sexual orientation, religious affiliation, veteran status, marital status, political belief, work experience, gender identity, ancestry, disability, socioeconomic status, nationality, and other factors protected by the law or local policy.



Each of us champions DEI in the following ways:

Follow the platinum rule: We treat others the way they want to be treated, and we are not driven by our assumptions.

Voice opinions: We share our perspectives and opinions confidently even when they are different from those of others.

Listen carefully: We are open to the perspectives and opinions of our colleagues and take full advantage of what they have to offer. Even if those perspectives and opinions differ from our own, they help us make the most informed work decisions.

Display empathy: We understand that all of us are individuals with different experiences and struggles, and we are always willing to listen to and help each other regardless of our differences.

Speak up: We speak up when we think either ourselves or our colleagues are being harassed or discriminated against.

Each of us is responsible for creating a culture of trust and respect that promotes a positive, inclusive, and equitable work environment. This means treating each other with respect and courtesy in all of our interactions in the on-site and virtual workplace.

Equal Opportunity

Having a diverse workforce—made up of team members who bring a wide variety of skills, abilities, experiences, and perspectives—is essential to our success. We are committed to the principles of equal employment opportunity in the following ways:

- We base all employment-related decisions purely on company needs, job requirements, and individual qualifications.
- We comply with applicable employment laws, rules, and regulations.
- We consider DEI principles in all aspects of employment, including activities relating to recruiting, hiring, benefits, leaves of absence, training, transfer, promotion, job assignments, compensation, corrective action, and termination.
- We provide reasonable accommodations to qualified employees who have protected disabilities.
- We comply with laws regarding employment of immigrants and noncitizens and provide equal employment opportunity to everyone who is legally authorized to work in the applicable country.

If you believe equal opportunity principles are not being followed, you must contact your manager or Human Resources, or use the [E&C Helpline](#) to raise a concern.

Anti-discrimination and Anti-harassment

At Cook, we do not tolerate any form of discrimination or harassment. While the legal definition of harassment may vary by jurisdiction, we consider the behaviors in the following non-exhaustive list to be unacceptable:

- Any unwelcome behavior, such as verbal or physical conduct designed to threaten, intimidate, or coerce
- Verbal taunting (including inappropriate jokes or language)
- Negative stereotyping
- Racial, ethnic, gender, or religious slurs
- Forcing impromptu interactions, such as video calls, during nonworking hours
- Taking screen captures during video calls without permission and circulating them on social media

Along with these, Cook takes a hard stance against all forms of sexual harassment, which may include the following:

- Unwelcome sexual advances, requests for sexual favors, or unwelcome demands for dates
- Sharing of sexually oriented messages, emails, or media

- Dressing inappropriately in the office or during virtual meetings
- Watching inappropriate or insensitive material during company time or sharing it, even unintentionally

If you believe your rights have been violated, or if you have any other workplace concerns, you should consult your supervisor or another member of your management chain or call a Human Resources representative directly. If you do not receive a clear explanation or believe you may not receive an objective or adequate review of the issue from your supervisor or Human Resources, call the [E&C Helpline](#). Cook recognizes the sensitive nature of these claims and will work to ensure confidential treatment of the allegations in order to protect all involved. Of course, retaliation against any employee who reports harassment will not be tolerated.

PERSONAL POLITICAL ACTIVITY WITH ETHICAL GUIDELINES

Cook encourages personal participation in the political process in a manner consistent with all relevant laws and [Cook policy on Political Interactions](#). We may support candidates or organizations of our choice through personal contributions or by volunteering so long as we separate our personal political activities from our work. This helps to ensure that we maintain transparency, honesty, and integrity with our stakeholders and each other. Participation in politics must adhere to the following principles:

- We respect the political opinions of all our colleagues even if those opinions are different from ours, and we do not force our views on them.
- We do not conduct political activities on company time or use company resources such as telephones, computers, or other supplies.
- We do not use Cook letterhead or company email or reference our business address or title when we express a personal view in a public forum (such as a letter to the newspaper).
- Cook does not reimburse any personal political activity expenses.
- We obtain prior approval through the conflict-of-interest disclosure process **before** we run for office or get appointed or elected to office.
- We never contact lawmakers on behalf of Cook or lobby with lawmakers for Cook's interests without getting explicit approval from the Government Affairs team.

ENVIRONMENTAL SUSTAINABILITY

Cook is committed to responsible and sustainable business practices and strives to improve our performance to benefit our employees, customers, and communities and the environment.

- We have done a lot to reduce our [footprint](#) on the environment and are seeking more ways to prevent pollution, reduce waste, and promote the sustainable use of natural resources.
- We are employing strategies to continually improve our sustainability efforts in our facilities, products, packaging, operations, and supply chain.
- We use energy wisely and efficiently and employ technology to minimize environmental impact.

- We comply with applicable environmental laws and regulations.
- We educate employees whose work affects environmental compliance.
- We educate our employees and inform external stakeholders about our sustainability efforts.
- We promote environmentally sustainable practices and communities.
- We engage our supply chain in supporting our sustainability efforts.

Our future is dependent on the sustainable development of healthcare for our customers and patients and the environment.

COMMUNITY INVOLVEMENT AND CHARITY

Cook Medical strives to be a good neighbor in the communities where we live and work. We recognize the opportunity and obligation to help communities develop and thrive. From the very beginning, the Cook family instilled the company with a strong community-involvement core. Being a good corporate neighbor through philanthropy, volunteerism, and engagement with social enterprises is central to who we are.

Cook's impact goes beyond the products and patients we serve. Our efforts to be a good and responsible corporate neighbor have a positive social impact on the lives of individuals and help build better communities.

Employee Volunteering and Contribution

Cook Medical encourages employees to give back to our communities by volunteering with organizations, donating to causes, and participating in company outreach efforts. To ensure our contribution is legal and beneficial:

- We ensure all contributions and charity efforts are legal and ethical.
- We do not use company resources to personally support charitable or other nonprofit institutions not specifically sanctioned or supported by Cook Medical.
- We seek approval before using company resources, acting as a company representative, or donating anything in the name of Cook Medical.
- We take advantage of opportunities at Cook Medical to give back, such as volunteer initiatives and matching gift programs.
- We encourage each other to volunteer for and support worthy causes.

Consult the Legal department or the [E&C Helpline](#) if you have questions about permissible use of company resources.

PROMOTING WORKPLACE SAFETY AND HEALTH

Cook Medical strives to provide a safe and healthy workplace for employees, customers, and visitors to its premises. All managers have the responsibility of ensuring proper safety and health conditions for their employees. Management is committed to maintaining industry standards in all areas of employee safety and health, including industrial hygiene, ergonomics, and safety. To support this commitment, we are responsible for observing all safety and health rules, practices, and laws that apply to our jobs, and for taking precautions necessary to protect ourselves, our coworkers, and visitors. We are also responsible for immediately reporting accidents, injuries, occupational illnesses, and unsafe practices or conditions to our supervisors. As is the case with any violation of the Code, we have a responsibility to report any unsafe behavior or condition regardless of whether we are directly involved or a witness.

Substance Abuse and Drug- and Alcohol-Free Workplace

Cook Medical strives to maintain a workplace that is free from illegal use, possession, sale, or distribution of alcohol or controlled substances. Legal or illegal substances shall not be used in a manner that impairs a person's performance of assigned tasks.

Cook Medical reserves the right to have any employee tested if there is reasonable suspicion that the employee is under the influence of drugs or alcohol. If we witness an employee impaired and therefore possibly jeopardizing the safety of others or Cook Medical business interests, we must report it immediately. Anyone who has a problem related to alcohol or drugs may seek assistance from the Employee Assistance Program or other qualified professional.

Workplace Violence

Employees, customers, and visitors are strictly prohibited from bringing firearms or other weapons onto company premises except as otherwise permitted by law. In addition, we do not tolerate acts or threats of violence, including extreme or inappropriate verbal or physical threats, intimidation, harassment, and/or coercion. Behavior that threatens the safety of people or property, or that has the potential to become violent, should be immediately reported to your supervisor, Security, or HR.

TRADE COMPLIANCE

Cook Medical is responsible for complying with national and global regulations, including import and export laws, that relate to international trade involving materials, products, services, and technology. These regulations are complex and may change quickly as governments respond to their political and security environments. When engaging in international trade, it is our responsibility to know, understand, and follow the laws that apply to our work and the transfer of goods and services across national borders. We also expect our suppliers to know, understand, and follow the laws that apply to their products and services in their relationships with Cook Medical and others.

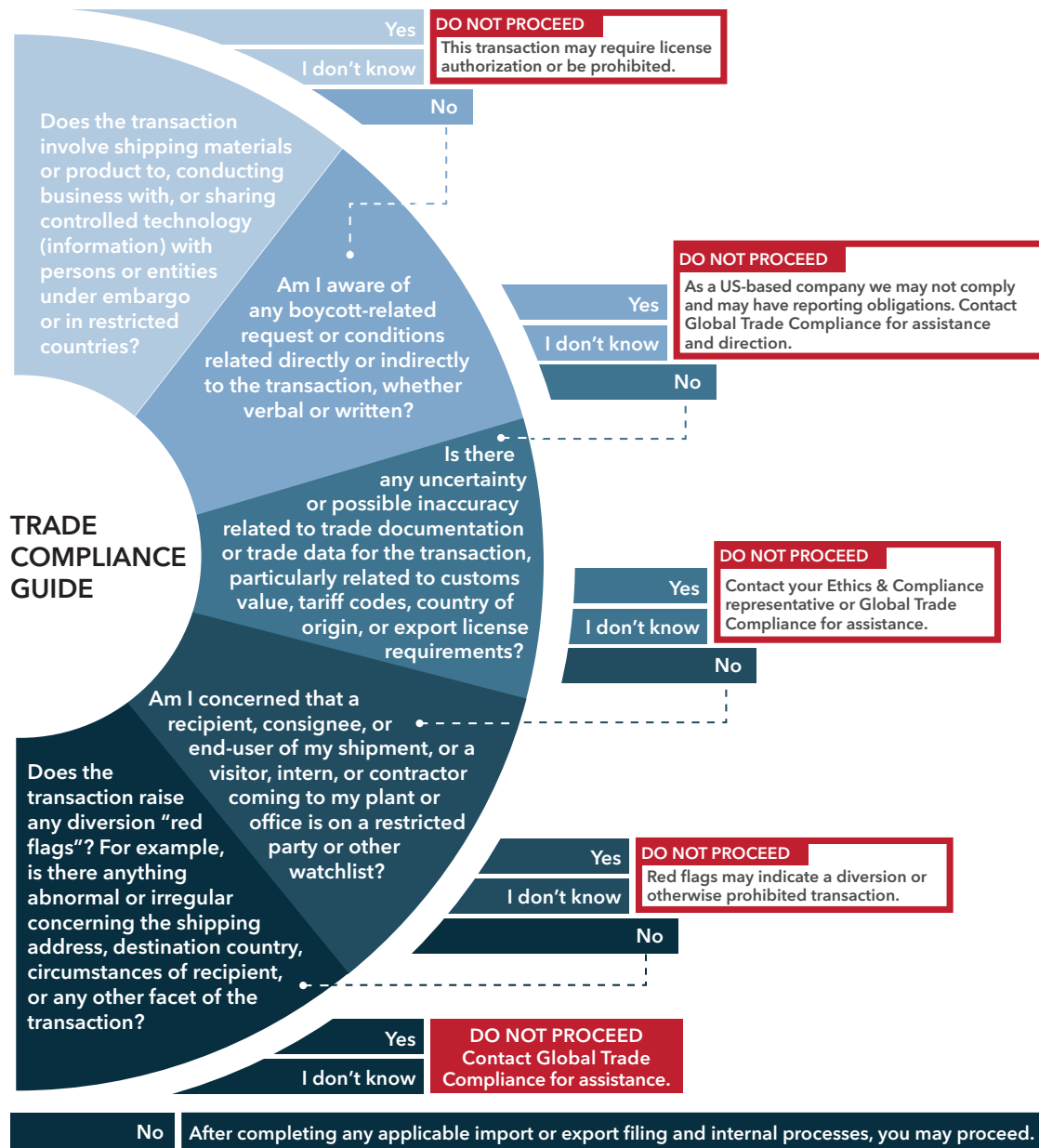
When engaged in international trade, we (and our vendors) must provide accurate product descriptions, tariff classifications, valuation, and country-of-origin statements for all commodities involved in import and export transactions, as required. These rules apply in all contexts, including but not limited to sales, provision of evaluation and demonstration products, raw materials, research and development projects,

and donations. If you have a question or concern, you must report it immediately to your supervisor, HR, Trade Compliance, or the E&C Helpline.

Business with certain countries or persons may be restricted or prohibited through economic and other sanctions. Appropriate due diligence should be completed before any transaction that has an international element, to determine whether any parties to the transaction are restricted or prohibited by any national government sanctions program.

Anti-boycott

US anti-boycott laws prohibit individuals and entities, including their foreign-owned subsidiaries, from participating in boycotts that the US does not support. Anti-boycott laws help prevent US companies and their subsidiaries from being used to implement policies of other nations which run counter to US policy. Cook Medical does not cooperate with foreign boycotts that are not approved by the US government. If you receive a boycott-related request, you must not respond and should immediately contact the [Global Trade Compliance department](#) for direction.



SOCIAL MEDIA

Social media is changing the way employees work and engage with clients, partners, and each other. Cook Medical has made a strategic decision to embrace social media. We continue to advocate, however, for the use of social media in a responsible, lawful, and professional manner which includes, among other things, following relevant data-protection laws. To assist employees in avoiding the negative aspects of social media, Cook has a social media policy. Below are some guidelines to be followed from that policy:

- Employees are personally responsible for the content they publish on any social media platform.

- Employees are not to post about Cook products or brand names or to post images of products on any social platform, including private/closed groups.
- Employees are to respect the privacy and confidentiality of others, including patients, customers, and Cook employees. For more information, please refer to the [social media policy](#).*

*Please note: In order to access the link, you will need to have remote access through your Cook account on GlobalProtect.

SELECTION AND USE OF THIRD PARTIES

Third parties who work with us, including suppliers, vendors, distributors, consultants, temporary contract workers, and agencies, are contractually obligated to follow EAS, ethical business practices, and [CWS requirements](#) for labor, health and safety, environmental protection, and management systems. Third parties working with Cook should have the appropriate contracts in place before beginning work. When identifying potential third parties to work with, we take steps to mitigate risk by conducting due diligence and background checks to better know our business partners and gain a better understanding of the medical devices and healthcare market.

Fair Dealing with Customers, Suppliers, and Competitors

Cook is committed to dealing fairly with its employees, customers, suppliers, and competitors. We are expected to promote Cook products and services in a manner consistent with our customers' needs and goals and to provide sufficient information to allow customers to make informed decisions voluntarily and without any form of coercion or undue influence.

We are prohibited from taking unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other unfair dealing practice.

TRUTH IN ADVERTISING AND MARKETING

It is our responsibility to accurately represent Cook and our products in our marketing, advertising, and promotional activities.



Advertising and promotional materials must be truthful and non-misleading, and all claims about Cook products must be substantiated with appropriately documented evidence. Product marketing materials must be approved through Cook Medical's functional verification procedure before being used externally.

The marketing and sale of medical products must follow the regulations of each country where the products are sold. All Cook companies that market and sell medical devices, all Cook employees, and all Cook distributors must commit to market and sell our medical products only for the product's approved intended uses, sometimes referred to as, "on-label," as determined by the regulators in the countries where the medical product is registered and available for sale. We are also prohibited from promoting products prior to receiving the proper regulatory authorization.

Sometimes it is necessary to make comparisons between our products and our competitors' products. When we do so, we make factual and accurate statements that can be substantiated with the appropriate level of documented evidence.

GOVERNMENT CUSTOMERS AND CONTRACTING

When doing business with federal, state, or local governments, we must ensure that all statements and representations, including costs and other financial data, to government procurement officials are accurate and truthful. If our assignment directly involves the government or if we are responsible for someone working with the government on behalf of Cook, we must be alert to the special rules and regulations applicable to our government customers. We must take additional steps to understand and comply with these requirements and must avoid any conduct that could appear improper when dealing with government officials and employees. Payments, gifts, or other favors given to government officials or employees are strictly prohibited, as they may appear to be a means of influence or a bribe. Failure to avoid these activities may expose Cook to substantial fines and penalties. For these reasons, any sale of our products or services to any federal, state, or local government entity must be in accordance with Cook policy.

GOVERNMENT REQUESTS AND SUBPOENAS

In accordance with the Cook value of Be Transparent, our goal is to appropriately share information with those who need it. If you have a concern about a possible violation of any federal, state, or local law, rule, or regulation, the best practice is to bring that concern to your Ethics & Compliance representative. You are permitted to raise those concerns to the appropriate governmental or regulatory agency if you choose, however, and you are not required to notify Cook that you have done so. See Cook's [Global Whistleblower policy](#) * for more information.

*Please note: In order to access the link, you will need to have remote access through your Cook account on GlobalProtect.

If you are contacted by law enforcement or other government officials with respect to your duties, you should immediately contact the Legal department. The Legal department will advise you on how to best respond and may issue a document hold to ensure that all relevant information is retained and available as needed. As described in [Cook's Procedure for Document Hold](#), employees who receive Document Hold must preserve all relevant data for a designated period of time.

It is never acceptable to take any part, no matter how small our role, in any activity that involves theft, fraud, embezzlement, extortion, or misappropriation of property. A fraud occurs any time someone helps conceal, alter, falsify, or omit information in records, either for Cook's benefit or at the direction of any others. We must refuse to engage in any questionable activities and must follow up on any suspicions.

HUMAN RIGHTS AND FAIR LABOR

Cook strongly advocates for fundamental human rights and believes that everyone around the world should be treated with dignity, fairness, and respect. We expect our suppliers and direct contractors to promote the health and safety of their workers and to operate in compliance with human rights laws. We are also committed to the responsible sourcing of minerals throughout our supply chain. Cook does not use or condone the use of slave labor or human trafficking and denounces any unsafe working conditions or degrading treatment of individuals.

We are committed to following all applicable labor, wage, and hour laws and regulations. Any Cook employee or third-party contractor paid based on hours worked must report and record all time worked accurately in accordance with established local procedure.

EXCEPTIONS PROVISION

Cook will permit exceptions to the policies set forth in this Code only where circumstances warrant granting an exception based on the best interests of Cook. Any exception pertaining to an employee must be approved by the Chief Ethics & Compliance Officer and by the President. Exceptions to the Code for directors and executive officers may be made only by those members of the board of directors not involved in the possible exception and must be promptly disclosed as required by law or regulation.