

Distributor Code of Conduct

De Soutter Medical embraces diversity and legal compliance as fundamental principles of its corporate strategy. It is our desire that all of our Distributors similarly embrace and recognise such ethical conduct. All Distributors must operate in full compliance with the laws, rules and regulations of the jurisdictions in which they operate. This Distributor Code of Conduct sets forth De Soutter Medical's expectations of a Distributor relationship.

Section I – Business Integrity

1. **Anti-corruption:** De Soutter Medical is committed to conducting business free from extortion, bribery and all unlawful, unethical or fraudulent activity. De Soutter Medical is legally bound by, and shall comply with, the UK Bribery Act 2010 and the FCPA. The Distributor agrees to comply with the UK Bribery Act 2010, the FCPA, and all other applicable legislation and regulations relating to anti-bribery in the Territory. The Distributor must not offer, give, promise or authorise any bribe, gift, loan, fee, reward or other advantage to any person to obtain any business advantage or improperly influence any action or decision. The Distributor must ensure that it and its personnel are aware of, and will take all necessary steps to comply with, such laws and regulations.
2. **Fair Competition:** The Distributor should only gather competitor information that is in the public domain, using ethical means and lawful sources. Price fixing or any other activity that restricts fair competition are strictly forbidden.
3. **Confidentiality:** De Soutter Medical's business information is valuable and must be protected. The Distributor is expected to respect De Soutter Medical's proprietary and confidential information, not to disclose it to any unauthorised third party, and only use it for legitimate De Soutter Medical business. In addition, information provided to the Distributor in good faith by its customers and business partners must also be treated with the same degree of confidentiality.
4. **Conflict of Interest:** Distributors must avoid all transactions or business relationships that constitute a conflict of interest.

Section II – Human Rights, Labour Rights and Environmental Standards

5. **Health and safety:** The Distributor will be committed to protect the health and safety of its employees and customers, and must obey all applicable laws and regulations in relation to it.
6. **Equal Opportunity:** We expect our Distributors to prevent discrimination on the grounds of age, culture and language, disability, ethnicity, sexual identity, marital or family status, country of birth, race or skin colour, creed, gender, sexual orientation or any other characteristics protected by law.
7. **Forced labour and child labour:** Employment with the Distributor should be an expression of free choice. De Soutter Medical does not allow child labour, or any forced or involuntary labour under any circumstances.
8. **Environmental Standards:** The Distributor shall comply with all applicable environmental laws and regulations related to its business' impact on the environment. The Distributors should uphold business practices that conserve and protect the environment, contribute to the welfare of the local community in which the company operates.

The Distributor Code of Conduct applies to all Distributors irrespective of country and territory, but if local laws, regulations or standards in the territory are stricter than the Distributor Code of Conduct, the distributor must also, in addition to these rules, follow those local rules.

If the Distributor is found to be acting otherwise than in accordance with these guidelines, De Soutter Medical may suspend or terminate any distributor arrangements or contracts that may be in place.

If any party has any concern regarding this Code of Conduct, they should inform De Soutter Medical in confidence by emailing info@de-soutter.com