

# Supplier Code of Conduct



At Spinal Elements, we aim to conduct our business using ethical and compliant business practices. Spinal Elements expects its suppliers to comply with all laws, rules, and regulations of the countries in which they operate, including providing safe working conditions, treating workers with respect and dignity, and being environmentally responsible. Additionally, Spinal Elements expects its suppliers to conduct their businesses in an ethical manner in all aspects of their dealings with their employees, their customers, their suppliers, and all governmental agencies that oversee or regulate their activities.

This Supplier Code of Conduct (this “Code”) draws upon internationally-recognized standards.<sup>1</sup> Spinal Elements expects its suppliers to follow this Code and to promote ethical conduct at all times. Failure to do so could result in termination of existing contracts and removing a supplier from consideration for future business opportunities.

## Business Integrity

Spinal Elements’ suppliers must adhere to all laws, regulations, and other legal requirements that apply to their business or any work performed on Spinal Elements’ behalf. Suppliers must conduct their business in an ethical manner, and take reasonable steps to ensure that products and services procured on behalf of work for Spinal Elements are from ethical sources.

### Lawful Practices

Suppliers will not offer or accept bribes, kickbacks, other unlawful incentives or actions intended to obtain an improper advantage. Corruption, extortion, and embezzlement, in any form, are strictly prohibited and may result in immediate termination as a supplier to Spinal Elements.

### Fair Business and Competition

Suppliers should uphold fair business standards in advertising, sales, and competition and conduct business in accordance with all applicable antitrust laws.

### Confidentiality and Intellectual Property

Suppliers should safeguard and make only appropriate use of confidential information including employee and business partner information while complying with applicable privacy laws. Suppliers should respect and protect intellectual property rights.

### Country of Origin and Trade Compliance

Suppliers should not use deceptive practices to deliberately misrepresent country of origin to evade quota or other import restrictions or duties on any products sold to Spinal Elements. Any transfer by a supplier should be lawful and in accordance with applicable rules and regulations.

### Disclosure of Information

Suppliers are expected to disclose information regarding their business activities, structure, finances, and performance according to applicable laws.

### Conflict Minerals

Suppliers are expected to supply only products that do not contain metals derived from minerals or their derivatives originated from conflict regions that directly or indirectly finance or benefit armed groups.

1. Recognized standards such as International Labour Organization Standards (ILO), Universal Declaration of Human Rights (UDHR), Social Accountability International (SAI), Labour Standards Assurance System (LSAS), and the Ethical Trading Initiative (ETI) were used as references in preparing this Code.

## Labor and Human Rights

Suppliers are expected to uphold the rights of workers, to treat them with dignity and respect as understood by the international community, and to comply with all applicable labor and human rights laws.

### Equal Opportunity and Non-Discrimination

Suppliers are expected to provide equal employment opportunities to employees and job applicants and maintain a workplace free from discrimination and retaliation that is unlawful. Suppliers should not discriminate against any worker based on race, color, age, gender sexual orientation, gender identity, ethnicity, disability, religion, political affiliation, union membership, national origin, marital status, pregnancy, or any unlawful criterion under applicable law.

### Child Labor

Suppliers should not use child labor and should prohibit the employment of individuals under the legal minimum working age of the jurisdiction or country where the supplier operates, unless that requirement is below the ILO standards. In such cases, suppliers should meet the ILO's core labor standards.

### Working Hours

Suppliers are expected to comply with all applicable work hour laws and regulations, including taking measures to not exceed the maximum working hours set by the applicable local law.

## Management Systems

Suppliers should adopt or establish a management system designed to facilitate compliance with this Code and applicable laws and regulations.

### Commitment

Suppliers are expected to comply with all applicable laws, regulations, contractual agreements, and generally-recognized standards. Suppliers are encouraged to allocate appropriate resources to meet the principles in this Code and to develop a process to understand applicable laws and regulations. Suppliers should educate their workforce on applicable laws, regulations, and the contents of this Code.

### Voluntary Labor

Suppliers should not use any form of forced, bonded, indentured, or involuntary labor.

### Wages and Benefits

Suppliers should comply with all applicable wage and benefit laws and regulations. Suppliers should not use deductions from wages as a disciplinary measure unless otherwise allowed by applicable local law. Workers should be paid in a timely manner.

### Fair Treatment

Suppliers are expected to provide a workplace free of harassment. Suppliers should not threaten workers with or subject them to harsh or inhumane treatment, including sexual harassment, sexual abuse, mental coercion, physical coercion, or verbal abuse.

### Freedom of Association

Suppliers should respect the right of workers to associate freely, form and join workers organizations, seek representation, and bargain collectively, in accordance with applicable local law.

### Documentation and Review

Suppliers should maintain adequate documentation to demonstrate they comply with the principles of this Code. Spinal Elements may monitor compliance with this Code.

### Communication of this Code

Suppliers are expected to take steps to communicate the principles set forth in this Code to their employees, those working on their behalf, and their supply chain.

## Health, Safety, and Environment

Spinal Elements is committed to the health and safety of its employees and the public. Suppliers are expected to provide a safe and healthy work setting and to operate in an environmentally-responsible manner.

### Health and Safety

Suppliers are expected to comply with all applicable health and safety laws and regulations. All required permits, licenses and registrations will be obtained and kept current. If applicable, suppliers should provide safe and healthy company living quarters.

### Emergency Preparedness

Suppliers should anticipate, identify, and assess emergency situations and events and minimize their impact by implementing emergency plans and response procedures.

### Security

Suppliers are expected to have security practices across their supply chain to assure the integrity of each shipment to Spinal Elements.

### Occupational Safety

Suppliers are expected to mitigate health and safety risks in the workplace. Suppliers should ensure all required training of personnel has been completed prior to starting any work; control exposure to safety hazards to the worker and the public; provide personal protective equipment when applicable; and ensure workers stop any time unsafe conditions or behaviors are observed until the job can be completed safely. Suppliers should establish procedures and systems to manage, track, and report occupational injury and illness.

### The Environment

Suppliers are expected to comply with all applicable environmental laws and regulations and conduct their operations in a way that protects the environment. Suppliers should endeavor to reduce or eliminate waste of all types and have systems in place for the safe handling, movement, storage, recycling, reuse, and management of waste, air emissions, and wastewater discharges.

## Conflicts of Interest

A conflict of interest occurs when one's private interest (or the interest of a family member) interferes with the interests of Spinal Elements as a whole.

### Business Opportunities

Spinal Elements employees who may be in a position to influence business decisions involving the supplier typically should not have a significant financial interest, hold any position with, or have other substantial relationships with the supplier.

### Disclose Potential Conflicts of Interest

Suppliers will notify Spinal Elements of any potential conflict of interest, including any potential conflict of interest involving a subcontractor or other party. Conflicts arising after an agreement has been signed may be reported through the Spinal Elements Hotline at 1-877-343-7905.

### Gifts, Meals, and Entertainment

Suppliers will refrain from offering or providing gifts, meals, or entertainment to Spinal Elements employees that are designed or intended to result in preferential treatment in a business transaction. Spinal Elements employees and those acting on its behalf may only accept modest courtesies which are openly given and accepted as part of the ordinary course of business. Suppliers are expected to maintain accurate documentation of any gifts, meals, and entertainment given by them to anyone in the Spinal Elements workforce. If requested, the supplier will provide this documentation to Spinal Elements within 90 days.

## Reporting Violations or Concerns

Suppliers and their representatives should direct any questions, concerns, or reports of non-compliance with Spinal Elements' Supplier Code of Conduct to one of the following:

- The supplier's internal ethics reporting process
- Your Spinal Elements business contact
- The Spinal Elements Hotline at 1-877-343-7905

Spinal Elements does not retaliate against someone who makes a report of non-compliance. Suppliers are expected to comply with applicable local law regarding protection of individuals from retaliation and provision of confidential reporting mechanisms.