

## Code of Business Conduct

### Purpose

This is the corporate code of conduct (**Code**) for ImpediMed Limited (**Company**) and is designed to maintain confidence in the integrity of the Company and the responsibilities and accountability of individuals for reporting and investigating reports of unethical practices.

The Code sets out the standards of behaviour expected of the Board, employees and contractors of the Company whilst conducting its business. It is designed to assist employees and contractors to understand their responsibilities and obligations and provide guidance on expected performance, behaviour and ethical standards in the workplace, as well as on social media.

The Code provides general guidance as to the standards of work performance, ethical standards and behaviour required.

All employees are responsible for the Company achieving the highest levels of business conduct. The Company's employees are accountable for acting in line with the policies and standards outlined in the Code.

### Behaviour

The Company has an expectation that all directors, senior executives, employees and contractors will:

- act in accordance with the Company's values and in the best interests of the Company;
- act honestly and with high standards of personal integrity;
- comply with all laws and regulations that apply to the entity and its operations;
- act ethically and responsibly;
- treat fellow staff members with respect and not engage in bullying, harassment or discrimination;
- deal with customers and suppliers fairly;
- disclose and deal appropriately with any conflicts between their personal interests and their duties as a director, senior executive or employee;
- not take advantage of the property or information of the Company or its customers for personal gain or to cause detriment to the Company or its customers;
- not take advantage of their position or the opportunities arising therefrom for personal gain; and
- report breaches of the Code to the appropriate person in the Company.

### Board

The Board and senior management of the Company support, stand by and will adhere, at all times, to the Code. It is their view, that the Code will benefit the Company in all that it strives to achieve and will be the key to the success of the Company in the implementation of its strategies.

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Proper business conduct is in the long-term interests of the Company because it creates loyalty and trust in employees, customers and the communities in which the Company operate.

## Shareholders

The Company acknowledges and endorses the expectation that funds of shareholders will be used in a manner that results in the best possible return. In achieving this aim, the directors, officers and employees will undertake their duties with honesty, integrity, care, skill and diligence.

## Compliance with the law

The Company employees must comply with the letter and the spirit of all laws and regulations. This includes:

- understanding the laws and regulations relevant to their work; and
- complying with those legal requirements.

Some laws affect the business conduct of everyone and include equal employment opportunity and occupational health and safety. Other laws focus primarily on particular roles in the Company such as the environment, trade practices and product liability.

It is crucial that all employees understand the laws that affect both their roles and their general business conduct. If an employee is unclear of the impact that the law may have on their role, they should seek advice from the Company's company secretary.

It is up to the managers in each department to ensure that their section or department complies with all relevant laws and regulations. In particular, noting the risks of operating as a medical device company all managers must maintain an awareness of the regulations of Medical Device Regulators including the Therapeutic Goods Administration (TGA) in Australia, the Food and Drug Administration (FDA) in the USA and the European Commission as regards European Conformity (CE) marking, and ensure that the company complies at all times.

## Environment

All the Company's business activities will be carried out so as to protect the health and safety of employees, contractors, customers and the community while paying proper regards to the protection of the environment. The Company will use its best endeavors to conduct its operations in a manner that is environmentally responsible and sustainable. All aspects of environmental performance must be reported through senior management to the Board.

## Occupational Health & Safety Policy

The Company is committed to the health and safety of all employees. The Company will work to eliminate hazardous, practices and behavior, which could cause accidents, injuries or illness to employees, contractors, visitors and the general public. The Company strives to have injury free workplaces.

The primary goal is to assist in providing a safe and healthy work environment for the Company's employees, contractors and visitors. The objectives of the Company in ensuring health and safety are to:

- comply with all relevant statutory obligations;

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- provide adequate resources to establish and maintain safe systems of work;
- maintain health and safety competency and integrate health and safety requirements in all aspects of business;
- ensure all incidents are reported and thoroughly investigated with a view to preventing a similar injury occurring;
- continuously improve performance through innovative technology, education and good management practices;
- provide health and safety training for employees;
- employ only those contractors who aspire to the same health and safety standards as the Company; and
- promote a positive health and safety culture that is based on the principle that all incidents can be prevented.

All managers, supervisors and contractors are accountable for health and safety performance in their areas. All employees are required to follow rules for safe and healthy operations, report hazards to their supervisors and must always report any injuries that occur to either themselves or others.

## **Equality in Employment**

The Company seeks to develop a diverse workforce and provide a work environment in which everyone is treated fairly and with respect. Merit is the primary basis for employment with the Company. All employees and applicants for employment should be treated and evaluated according to their job-related skills, qualifications, abilities and aptitudes only. Any decisions based on characteristics such as gender, age, race, religion, marital status, sexual preference, political belief may constitute discrimination and will not be tolerated at the Company.

Active discrimination and harassment in the workplace in any form is unacceptable. The Company regards any actions by an employee that constitute harassment or discrimination as serious misconduct.

## **Confidentiality**

Confidentiality is a key characteristic of an efficient and successful business. Employees are required to protect proprietary, commercial and other information that is confidential to the Company. These obligations of confidentiality continue after an individual's employment has ceased with the Company.

Information that is not generally available concerning the activities, results, strategies or plans of the Company must be used for authorized purposes only. This includes not giving confidential information to other business units in the Company or using the information provided for a different purpose without first obtaining permission. Confidential information should be handled and communicated with care, and must not be disclosed outside the Company without proper authority.

Any contracts that are entered into by the Company with customers, consultants and contractors should contain appropriate confidentiality clauses that ensure the protection of the Company's confidential information. Managers and supervisors are responsible for ensuring that arrangements are in place for protecting sensitive and confidential information.

## Conflicts of interest

A conflict of interest occurs if your loyalties are divided, for example if you or your family or friends have a personal or commercial interest which may interfere, or be perceived to interfere, with the performance of your duties and responsibilities to the Company, making it difficult to perform your role objectively and effectively. The existence of a conflict of interest is not uncommon. What matters is how we manage the conflict.

You must act in the best interests of the Company. To safeguard the confidence of the Company's key stakeholders in the Company's integrity, it is paramount that you do not allow personal interests or the interests of family or friends to conflict with the interests of the Company. You must avoid participating in decisions and activities which may conflict, or be perceived to conflict, with your duties and responsibilities to the Company.

You must not enter into any arrangement or participate in any activity that would conflict with the Company's best interests or would be likely to negatively affect the Company's reputation.

You must not be involved in any other company or business or organisation as Director, agent, employee or consultant, whether paid or unpaid, if there is a possibility that your personal interests could conflict, or be perceived to conflict, with those of the Company unless you obtain approval first from your manager or the company secretary or the Board (if you are a Director).

If you are involved in a conflict or possible conflict, or become aware of a conflict, you must tell your manager or the company secretary or the Board (if you are a Director) as soon as possible.

## Social Media

Employees and Contractors are required to exercise good judgement when posting on social media.

Anything that is posted on social media should be considered published and visible to the general public. This includes posts/comments made via a personal social media account (e.g. personal Facebook account). Even if ImpediMed is not directly named or mentioned, posts/comments may be easily traced back to the Company.

Inappropriate use of social media includes (but not limited to):

- Conducting a private business under the ImpediMed brand;
- Using discriminatory, defamatory, abusive or otherwise objectionable language;
- Stalking, bullying, trolling or marginalising any individual or group;
- Accessing or uploading pornographic, gambling or illegal content, including extreme images of graphic or violent content or information regarding activity relating to firearms, bombs, terrorism etc;
- Accessing sites that promote hatred or extreme/fundamental beliefs and values;
- Political comments or affiliations which refer to ImpediMed;
- Uploading information of a confidential nature, especially regarding ImpediMed's business or clients;
- Hacking or attempting to infiltrate the systems of the Company or another organisation;

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- Criticising or denigrating ImpediMed, or other organisations, and our/their employees, volunteers or contractors;
- Activity that interferes with work commitments; and
- Activity that brings ImpediMed or the person's professionalism or ability to act in a professional manner into disrepute.

## **Publishing of this Code**

A copy of this Code will be available on the Company's website. Key features of the Code will be published in the Corporate Governance Statement.

## **Review of this Code**

The Board will review this Code annually to ensure it remains relevant to the needs of the Company. The Code may be amended by a resolution of the Board.