

# Code of Conduct

ImpediMed Limited (ACN 089 705 144) (**Company**)

Adopted by the Board on 20 July 2022

## 1. Purpose

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This is the corporate code of conduct (**Code**) for the 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.

You are expected at all times to act consistently with the values, commitments and ethical standards as set out in this code of conduct. This code operates in conjunction with the Company's policies and procedures relating to you.

## 2. Our Values

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ImpediMed is committed to a culture of corporate compliance and high ethical behaviour based on our values including Integrity, Accountability and Respect.

## 3. Employees and Contractors

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All ImpediMed Employees and Contractors are asked to understand and abide by this Code of Conduct, including, but not limited to:

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- Treat clients, visitors and fellow colleagues with respect and courtesy;
- Refrain from using obscene and/or offensive language in the workplace;
- Provide information and assistance promptly, accurately, as fully as possible and in a form that can be understood;
- Treat everyone equitably, without prejudice or bias;
- Keep all matters relating colleagues or ImpediMed confidential;
- Report to your Manager any cases of unethical behaviour or wrongdoing by any other employee or contractor. If you see something, say something;
- Do not accept gifts of any kind, that are offered by contractors, potential employees and external providers, or any other individual or organisation, no matter the value, at any time;
- It is expected that contact and conduct with customers is limited to a professional nature only;
- Actively discourage harassment in any form;
- Use the resources available wisely and efficiently, without wasting or using them for personal reasons;
- Comply with all policies, legislative and administrative requirements;
- Comply with all occupational health and safety policies, regulations and requirements and bring any potential hazard to the attention of management; and
- Keep up to date with advances and changes in your work area.

#### 4. Behaviour

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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;

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- 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.

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.

### 5. **Shareholders**

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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.

### 6. **Compliance with the law**

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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 or head of Human Resources.

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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.

### 7. **Environment**

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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.

### 8. **Occupational Health & Safety Policy**

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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;
- 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

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- 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.

### 9. **Equality in Employment**

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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 an individual's race, color, religion, religious creed, national origin, ancestry, citizenship, physical or mental disability, medical condition, genetic information, marital status, sex, gender, age, sexual orientation, veteran and/or military status, protected medical leaves, domestic violence victim status, political affiliation, or any other status protected by federal, state, or local laws 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.

### 10. **Confidentiality**

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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.

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### 11. **Privacy**

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As a workforce member in a Business Associate/data processor organization, you must respect and safeguard the privacy of personal information held by the Company regarding its clients, customers, suppliers, employees and others. If you have access to this information, you must ensure that it is collected, kept, disclosed, handled and used in a manner that complies with the Privacy Act 1998 (Cth), Australian Privacy Principles, Health Insurance Portability and Accountability Act 1996 (45 CFR Part 160 and Part 164 (A)(E)), General Data Protection Regulation (2016/679) any other privacy and data protection laws that may apply and the Company policy on privacy. For more detailed information on your obligations, please see the Company's privacy policy.

### 12. **Fair dealing**

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You must treat each other and all suppliers, competitors, clients, customers and other stakeholders fairly and with respect. You must act honestly and with high standards of personal integrity.

The Company is committed to ensuring a diverse work environment in which everyone is treated fairly and with respect and where everyone feels responsible for the reputation and performance of the Company. For further information, see the Company's Diversity Policy.

Applicants for employment are evaluated by the Company on merit in accordance with their skills, qualifications and abilities, and having regard to the Company's operational needs.

The Company is committed to ensuring the highest quality of service is provided to its customers and clients at all times. The Company makes decisions regarding suppliers and contractors on merit and a commercial basis.

The Company collects information about its competitors and others in a lawful manner.

### 13. **Conflicts of interest**

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A company's reputation for integrity is one of its most valuable assets and is directly related to the conduct of its officers and other employees. Therefore, employees must never use their positions with the Company, or any of its customers, for private financial gain, to advance personal financial interests, to obtain favors or benefits for themselves, members of their families or any other individuals, corporations or business entities, or engage in activities, investments or associations that compete with the Company, interferes with an employee's business judgment concerning the company's best interests, or exploits an employee's position with the Company for personal gain.

The Company is committed to maintaining a positive work environment for its employees that encourages all employees to perform to their best level and an environment that

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supports employees' career goals based on relevant factors such as ability and work performance. The Company does not want to intrude into employees' private lives; however, it is important to establish boundaries for relationships to avoid actual, potential or perceived favoritism, improper influence over an individual's terms and conditions of employment, conflict of interest and opportunities for collusion.

Individuals in close personal relationships, as defined below, may not work in positions where there is a direct, indirect, or perceived reporting relationship between the individuals or where one individual could influence the other's terms or conditions of employment, including, but not limited to decisions related to salary, career advancement, performance appraisal or disciplinary treatment.

The Company welcomes the applications of individuals in close personal relationships and will consider them based on qualifications for openings not under the direct or indirect supervision of the employee that is their close personal relationship.

Individuals in a "close personal relationship" include not only relatives, but also unrelated individuals who have a romantic relationship or who reside in the same household.

The Company adheres to the highest legal and ethical standards applicable in our business. The Company's business is conducted in strict observance of both the letter and spirit of all applicable laws and the integrity of each employee is of utmost importance.

Employees of the Company shall conduct their personal affairs such that their duties and responsibilities to the Company are not jeopardized and/or legal questions do not arise with respect to their association or work with the Company.

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, head of Human Resources, the company secretary or the Board (if you are a Director).

This policy will not be enforced to prevent employees from discussing their wages or other terms of employment.

If in any doubt of a conflict of interest potentially exists, employees should disclose the issue to a supervisor to ensure it can be adequately considered. If you are involved in a conflict or possible conflict, or become aware of a conflict, you must tell your manager, head of Human Resources, the company secretary or the Board (if you are a Director) as soon as possible.

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### 14. **Opportunities, benefits and ownership of work**

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You must not use Company or customer property (including intellectual property), or information, your position or opportunities which arise from these to improperly gain benefit for yourself or for another party or to cause detriment to the Company or its customers.

You have an obligation to avoid all financial, business and other arrangements which may be opposed to the interests of the Company, or which may place you in a competitive position with the Company.

The product of any work performed while you are with the Company, or on behalf of the Company, or using Company property (including all intellectual property rights created in connection with that work) belongs to the Company.

### 15. **Anti-bribery and gifts**

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A number of countries, including Australia, have strict laws against bribery and corruption. The anti-bribery laws of some countries including Australia, the United States, Greece and United Kingdom can apply to things done in other countries (ie wide-reaching extra-territorial effect). We must comply with and uphold all laws against bribery, corruption and related conduct applying to the Company in all the jurisdictions where the Company operates.

Accordingly, the Company has a strict policy not to offer secret commissions or bribes to further its business interests. Depending on the circumstances, facilitation payments may breach anti-bribery laws.

Naturally, you must not accept any money or opportunity or other benefit which could be interpreted as an inducement, secret commission or bribe. Care must be exercised in accepting hospitality, entertainment or gifts over and above that required for the normal conduct of business or which may compromise your impartiality.

We are committed to adopting effective systems to counter bribery and related improper conduct and to monitoring and enforcing these systems. From time to time, we may issue further guidance regarding what is acceptable in the normal course, what you can do with senior manager or Board approval and what is prohibited.

You may also seek further information or clarification from your manager, head of Human Resources, the company secretary, legal counsel, the Board (if you are a director) or other relevant advisor.

### 16. **Dealings with politicians and government officials**

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All dealings with politicians and government officials which relate to the Company and its business activities must be conducted at arm's length and with the utmost professionalism, to avoid any perception of attempts to gain advantage or to improperly influence the



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outcome of an official decision.

You must not make any donation or other financial contribution to any political party or candidate for an election or sponsor any organisations (other than in a purely personal capacity) without seeking and obtaining prior approval from the company secretary.

### **17. Serious Misconduct**

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Employee conduct which may be actionable by suspension & subsequent termination of employment includes:

- Presenting for work under the influence of alcohol or illegal drugs;
- Abuse of any kind of a colleague;
- Theft of belongings of a colleague;
- Leaving work without permission;
- Committing fraud/acting in a fraudulent manner;
- The development, implementation, dissemination and use of any material; either hard copy and/or electronic, either in the work place and/or private that would bring ImpediMed and/or its employees/management into disrepute and/or legal compromise;
- Behaving in a manner which is/could be constituted as bullying and/or harassment; or
- Any other deliberate, reckless, negligent or careless act or conduct which may adversely impact the health and safety of employees, or which may cause other loss to ImpediMed.

### **18. Social Media**

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“Social media” includes all means of communicating or posting information or content of any sort on the Internet, including to your own or someone else’s web log or blog, journal or diary, personal web site, social networking or affinity web site, web bulletin board or a chat room, whether associated or affiliated with the Company.

Blogging by employees, whether using the Company’s property and systems or personal computer systems, is also subject to the terms and restrictions set forth in this Policy. Limited and occasional use of the Company’s systems to engage in blogging is acceptable, provided that it is done in a professional and responsible manner, does not otherwise violate



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ImpediMed's policy, is not detrimental to the Company's best interests, does not interfere with an employee's regular work duties and is conducted in adherence with procedures found in SOP-042 Social Media Policy. Blogging from the Company's systems is also subject to monitoring.

The Company's policy also applies to blogging. As such, employees are prohibited from revealing any Company confidential or proprietary information, trade secrets or any other material covered by the Company's confidentiality of information policies when engaged in blogging.

Employees shall not engage in any blogging that may harm or tarnish the image, reputation and/or goodwill of ImpediMed and/or any of its employees. Employees are also prohibited from making any discriminatory, disparaging, defamatory or harassing comments when blogging or otherwise engaging in any conduct prohibited by the Company's EEO policy and Policy Against Workplace Harassment.

Employees may also not attribute personal statements, opinions or beliefs to Company when engaged in blogging. If an employee member is expressing his or her beliefs and/or opinions in blogs, the employee may not, expressly, or implicitly, represent themselves as an employee or representative of Company. Employees assume any and all risk associated with blogging.

Apart from following all laws pertaining to the handling and disclosure of copyrighted or export-controlled materials, the Company's trademarks, logos, and any other Company intellectual property may also not be used in connection with any blogging activity.

You are more likely to resolve work related complaints by speaking directly with your co-workers or by utilizing our problem-solving procedure than by posting complaints to a social media outlet. Nevertheless, if you decide to post complaints or criticism, avoid using statements, photographs, video or audio that reasonably could be viewed as maliciously false, obscene, threatening or intimidating, that defames customers, competitors, vendors or employees or that might constitute harassment or bullying. Examples of such conduct might include posts meant to put someone in fear for their physical safety or psychological well-being; posts designed to cast someone in a false light to the public; posts that invade a person's reasonable expectation of privacy; or posts that could contribute to a hostile work environment on the basis of race, age, gender, national origin, color, disability, religion or other status protected by federal, state or local law.

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;

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- 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;
- 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.

### 19. **Publishing of this Code**

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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.

### 20. **Review of this Code**

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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.