



# **Code of Business Conduct and Ethics**

Dear CONMED Team,

At CONMED each of us is entrusted with a profound responsibility to improve lives through the development and delivery of safe, effective and innovative medical devices. In fulfilling this mission, we must hold ourselves to the highest standards of ethical conduct, professionalism and legal compliance. This letter serves to reaffirm our collective commitment to a culture of integrity and accountability.

Our Code of Business Conduct and Ethics is the foundation upon which our reputation is built. It



reflects our core values and provides guidance for how we conduct ourselves in all business activities, not only to comply with the law, but to uphold the trust placed in us by patients, healthcare professionals, regulators and the broader community.

Within our organization, we are committed to fostering a respectful, inclusive, and equitable workplace. Belonging matters at CONMED! We value diversity and expect all individuals to treat one another with dignity and professionalism. Furthermore, we must avoid conflicts of interest and disclose any situations where personal interests may interfere with our responsibilities to the Company. By adhering to these principles, we not only protect our company and its stakeholders, but also contribute meaningfully to the advancement of global healthcare.

At CONMED, we do things the right way.

Yours sincerely,

A handwritten signature in black ink that reads "Pat Beyer". The signature is fluid and cursive.

Pat Beyer  
President & Chief Executive Officer

## CONMED's Five Pillars

At CONMED, we strive for greatness and are always looking for ways to improve. Our non-stop commitment to delivering exceptional results supports the Company's mission of empowering healthcare providers worldwide to deliver exceptional outcomes for patients. These five fundamental pillars serve as an integral foundation for our Company, culture, and success:



**WE DO**  
things the  
right way.



**WE MAKE**  
and keep  
commitments.



**WE OPERATE**  
with urgency.



**WE BELIEVE**  
in the power of  
engaged talent.



**WE DELIVER**  
exceptional results.

## Introduction

CONMED's Code of Business Conduct and Ethics (The "Code") applies to CONMED Corporation and its controlled subsidiaries and agents worldwide. It applies to all CONMED directors, officers, and employees: from the CEO, CFO, Controller and executive management, to manufacturing supervisors, sales representatives and hourly employees.

The Code establishes the rules we have committed to follow and outlines the fundamental principles and values that form the basis for how we operate and make decisions. The principles in the Code are further applied through corporate policies, procedures, and training, all of which must be adhered to as a condition of employment.

The Code guides our day-to-day activities and commits us to the following principles:

- We will obey the law.
- We will strive to build trust, show respect, and perform with integrity.
- We will consider the impact of our decisions on all relevant stakeholders and will strive to achieve fair results.

CONMED's reputation and success depend on each director, officer, manager, employee, and representative acting in an ethical and lawful manner at all times. Accordingly, we are all personally responsible for compliance with this Code.

This Code, which may be updated from time to time, does not replace your responsibility to use good judgment and common sense. This Code also does not describe all applicable laws or company policies. Failure to comply with the standards set forth in this Code or other CONMED policies may result in disciplinary action, up to and including termination of employment.



## 1. Business Conduct Standards

The following standards of business conduct specify our minimum expectations for employees, officers and directors when performing job duties on behalf of CONMED. Because these standards cannot anticipate the facts of every situation, it is important to direct questions to the applicable subject matter experts or Compliance when uncertain. Additionally, all business conduct must be considered and applied within the framework of the laws and customs of the jurisdictions in which we conduct business.

All business activities must be carried out with the highest standards of integrity. Reasons such as "it's not illegal" or "everyone does it" are not acceptable excuses for violating our business conduct standards. The CONMED Compliance, Legal, and Human Resources Departments are responsible for enforcing these standards and the Legal and Compliance Departments have the authority to interpret these policies as they apply to specific circumstances. Any questions relating to how these policies should be interpreted or applied should be addressed to the CONMED Compliance Department.

## A. Quality and Safety

Our products are used around the world every day to diagnose, treat, and improve health conditions, enabling patients to live better and healthier lives. Our products are therefore designed and manufactured with health and safety as the primary consideration for our patients and customers. CONMED is committed to maintaining a quality system that provides for safe and effective products and services that meet or exceed the needs, requirements and expectations of our patients, customers, and company stakeholders. CONMED will comply with all legal and regulatory standards, and inspection, testing and reporting obligations will be completed accurately, properly, and timely.

## B. Fair Dealing

We succeed through fair and honest business practices and do not seek competitive advantages through illegal or unethical business practices. Each employee, officer and director must deal fairly with the Company's service providers, customers, suppliers, competitors, and employees. No employee, officer or director may take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any unfair practice. CONMED will comply with the antitrust laws (also referred to as competition laws) in every jurisdiction where we conduct business. We will not engage in illegal price fixing, market or customer allocation, or bid rigging. We will not offer or pay any bribes to any individual or entity.

## C. Improper Payments

Payments or transfers of value to physicians and other healthcare professionals will be made in accordance with all laws, codes and regulations and in accordance with CONMED's policies related to healthcare professional interactions. CONMED will not make any improper payments to healthcare professionals, government or non-government officials, customers, employees, persons, or entities, nor will CONMED request or accept any improper payment from suppliers, customers, or anyone seeking to do business with the Company. CONMED's business involves arrangements with healthcare professionals and institutions that are subject to global laws and codes. Additionally, improper payments, or bribes, are prohibited if their purpose is to influence any act or decision of a healthcare professional or government official. Government officials not only include elected leaders and employees of governmental agencies, but they also may include businesses and employees of businesses owned by governments or agencies (e.g., government hospitals and doctors employed by government hospitals, which is common outside the United States). Government officials include elected leaders and employees of governmental agencies may also include businesses and employees of businesses owned by governments or agencies (e.g., government hospitals and doctors employed by government hospitals, which is common outside the United States). Before offering or making any payment to a government official, you must consult with the Compliance Department. Compliance with Company policies and procedures related to these healthcare professionals and government officials is vital. Training on this topic is provided regularly.

## D. Accuracy of Records

All assets, liabilities, revenues, expenses, and business transactions must be completely and accurately reflected in CONMED's books and records in accordance with applicable laws, accounting principles, and CONMED's financial policies. No secret or off-balance sheet accounts will be established or maintained for any purpose. Falsification of any records or documents, or intentionally misrepresenting information is strictly prohibited and could result in civil and criminal penalties for the Company and individual violators.

## E. Equal Employment Opportunity

CONMED is an equal opportunity employer and does not discriminate based on any legally protected status or characteristic, including their status as protected veterans or individuals with disabilities, or as prohibited by local, state, and federal laws/regulations in the country of origin.

Employees may never coordinate with any competitor about:

- The prices (including any fees, costs, rebates or other pricing practices or policies) they will charge for a product or service.
- Their terms or conditions of sale.
- The territories where each company will sell its products.
- The customers to whom each company will sell its products.
- Whether or not to sell to a particular customer.
- A familial or romantic relationship with a subordinate, supplier or customer.

---

Because CONMED is a public company, we must ensure the Company's financial statements and reports properly and accurately record the Company's finances. Falsification of records is illegal and jeopardizes our ability to perform this obligation. Therefore:

- Invoices must be accurate, complete, and reflect the actual price charged for the Company's products and services.
- Employees must never create or maintain unrecorded funds, assets, obligations or liabilities for any purpose.
- Expense reports and invoices submitted for reimbursement or payment must always be truthful and accurate and never used for fraudulent purposes.
- Company payments of any kind may only be made by the Finance department after appropriate documentation has been submitted and approved by an authorized individual.

## F. Work Environment

CONMED will maintain a safe and drug-free workplace that is free from discrimination or harassment based on race, color, religion, gender, age, sexual orientation, disability, national origin, citizenship, marital or veteran status, or any other prohibited factor. Employees are to always behave professionally and responsibly and never engage in racial, religious or other stereotyping, derogatory jokes or gestures, physical or verbal conduct of a sexual, racist or defamatory nature, intimidating or aggressive acts, inappropriate humor, or displays of offensive material. Employees, officers, and directors may not be under the influence of alcohol or illegal drugs (or abuse legal drugs) while performing duties for or on behalf of CONMED. In certain circumstances where alcohol may be permitted at a business event, employees must ensure their conduct remains professional, responsible, and safe, and that consumption is limited and does not lead to behavior that is inappropriate or may embarrass themselves or the Company.

## G. Conflicts of Interest

A conflict of interest occurs when in an individual's personal interests are (or appear to be) inconsistent with, in tension with, or interfere with the interests of the Company. Employees must disclose potential or perceived conflicts of interest. Not disclosing a conflict of interest is a violation of the Company's Conflicts of Interests Policy. An employee, officer or director must never use or attempt to use his or her position at the company to obtain any improper personal benefit for himself or herself, for his or her family, or for any other person. Any employee, officer or director who is aware of a conflict of interest or an improper personal benefit or is concerned that a conflict might develop, is required to promptly discuss the matter with the CONMED Compliance Department.

## H. Corporate Opportunities

Employees, officers, and directors owe a duty of loyalty to CONMED to advance its legitimate interests when the opportunity to do so arises. Employees, officers, and directors are prohibited from competing with CONMED or taking for themselves or diverting to others for personal gain opportunities that properly belong to CONMED. Sometimes the line between personal and Company benefits is difficult to draw, and sometimes there are both personal *and* Company benefits involved. In situations that are unclear, the Compliance Department should be consulted for guidance in advance.

## I. Proper Use of Company Assets

All employees, officers and directors must protect the Company's assets, including intellectual property, digital assets, and information systems, and ensure their efficient use for legitimate business purposes. Being careless or irresponsible with company property can lead to theft, damage or waste and have a direct impact on the Company's profitability.

## J. Confidentiality

Employees, officers and directors may be in possession of confidential information about CONMED, its subsidiaries or divisions, suppliers, joint venture parties or merger and acquisition plans. Where that information has not been communicated to the public or to investors or potential investors, employees, officers and directors must maintain the confidentiality of all information, except when disclosure is authorized or legally mandated. It is important that any non-public information be maintained on a confidential basis as there can be serious consequences for the company or individuals as a result of the (intentional or accidental) disclosure of confidential information. No employee, officer or director may use for personal gain, or disclose without authority to any third party, any confidential or proprietary information obtained through a relationship to CONMED. Confidential or proprietary information includes all non-public information that might be of use to competitors or investors or harmful to CONMED or its customers if disclosed.

What is a conflict of interest? Conflicts of interest come in many forms. Some more common conflicts include:

- Ownership interest in any company that is competitive with CONMED's business or operations (other than nominal amounts of publicly traded companies).
- Providing or receiving gifts or entertainment from suppliers or customers.
- Acting as an officer, director, employee or consultant on behalf of any company other than CONMED (unless at the request of or with the approval of executive management).
- A familial or romantic relationship with a subordinate, supplier or customer.

---

Confidential information, proprietary information and trade secrets are vital to the interests and success of CONMED. Examples include:

- Information or data that the Company is required by law or contract to maintain as confidential.
- Financial data about the Company and its performance.
- Information about the Company's business plans, forecasts, budgets, expansion, acquisitions or divestitures, potential new products, markets, or customers.
- Scientific data, laboratory results, and clinical and other study data.

## K. Compliance with Laws, Rules and Regulations

CONMED complies with all laws, rules and regulations that apply to a medical technology company, and it is the personal responsibility of each employee, officer and director to adhere to the standards and restrictions imposed by those laws, rules and regulations. These include, but are not limited to compliance with securities disclosure, the Food and Drug Act, Foreign Corrupt Practices Act, Anti-Kickback laws, Securities and Exchange Commission laws, and any other legal, regulatory or quality requirements which may be applicable.

## L. Trading in Company Securities

CONMED is a publicly traded company which means employees, directors and officers must adhere to all laws, rules and regulations that apply. No employee, officer or director may illegally buy, sell, or deal in securities based on material non-public information (also known as “insider trading”), irrespective of how such information was obtained. Buying or selling Company stock or offering trading advice to another based on material non-public information is illegal and may subject the Company and relevant individuals to substantial civil or criminal penalties. Only authorized personnel may comment to public or social media outlets or issue public statements about the Company. For additional information, see CONMED’s Insider Trading Policy.

## M. Duty to Report Violations; How to Report

Any employee, officer or director who becomes aware of an existing or suspected violation of any laws, rules, regulations or this Code is required to promptly report the concern in one of the following ways:

- 1) Contact CONMED’s Compliance Department by phone or via email at [compliance@conmed.com](mailto:compliance@conmed.com)
- 2) Contact CONMED’s third-party Ethics Hotline (you may remain anonymous if you wish):
  - Phone: +1 844-238-8430 (see [this link](#) for list of global numbers)
  - Online: [conmed.ethicspoint.com](http://conmed.ethicspoint.com)

At the direction of the Vice President of Compliance, responsible personnel will review and investigate all credible reports of suspected wrongdoing to ensure an appropriate response. Investigations will be conducted confidentially, to the extent possible. Any person called upon to participate in a compliance investigation has a duty to cooperate with the investigation and must provide truthful and accurate information to investigators in a timely fashion. Discipline for violations of this Code or other policies will be determined by the relevant management after consultation with the Compliance Department, Legal Department, Human Resources, and to the extent necessary, the applicable CONMED Compliance Committee.

Failure to report a known or suspected violation of this Code or any applicable laws or regulations is itself a violation of this Code. Any employee who is unsure whether an issue must be reported should discuss the situation with the Compliance Department as soon as possible.

## 2. Non-retaliation Policy and Protection for Reporting Violations

It is against Company policy for any employee, officer, or director to discharge, suspend, threaten, admonish, harass or discriminate in any form or take any adverse action in retaliation against an employee who reports a violation of this Code (or other policies) in good faith, or otherwise assists in an investigation at the request of the Compliance Department. If any employee believes he or she has experienced adverse employment action because of a good faith report, he or she must contact Human Resources and the CONMED Compliance Department immediately. Reports of retaliation will be taken seriously and promptly investigated.

## 3. Exceptions and Waivers

In certain limited circumstances it may be advisable or in the Company's best interest to allow a waiver or exception to a provision of this Code. In such situations, an employee or officer seeking a waiver should contact the CONMED Compliance Department who may grant such a waiver or exception at their discretion. Any exception or waiver to the Code for executive officers or directors of the Company must be made in writing to the Board of Directors or a committee of the Board, who must disclose all such exceptions or waivers granted to CONMED's shareholders.