

Supplier Code of Conduct

The Resolve Surgical Technologies' Supplier Code of Conduct sets forth our policies and commitment to conduct business in accordance with the highest standards of business ethics and integrity for compliance to all applicable global, federal, state, and local laws in which we do business. Through this approach, Resolve Surgical Technologies ("Resolve") believes that practical and sensible protections for employees will occur.

We hold our Suppliers to the same high standards of business conduct that is consistent with our values; we seek to use Suppliers that share our commitment. The Suppliers we use must comply with this Supplier Code of Conduct, our Human Rights Policy, and any applicable agreement, understanding or other binding agreement. We reserve the right to evaluate, audit, and inspect Suppliers' facilities, operations, and records at any time to ensure compliance. Resolve reserves the right to take appropriate action if any breach of our Supplier Code or Human Rights Policy, or any relevant law, including requiring prompt rectification or termination of Supplier agreements is discovered. We reserve the right to terminate any Supplier or facility relationship that does not comply with this Supplier Code of Conduct or Human Rights Policy, or the applicable global, federal, state, and local laws in which we do business.

Anti-Corruption and Anti-Bribery Laws

Resolve Suppliers must comply with the anti-corruption treaties and laws of the jurisdictions in which Resolve operates, including the U.S. Foreign Corrupt Practices Act and the OECD Anti-Bribery Convention. Suppliers may not offer, pay, request, or accept bribes or engage in corrupt practices in order to advance business interests. This includes paying, offering, or promising to pay money or provide other items or services of value to government officials, healthcare professionals employed by a publicly funded health system or insurance company, political parties or organizations, or individuals engaged in politics, in an effort to win or retain business; gain an improper advantage or to improperly influence any decision or activity associated with our business.

Suppliers must maintain accurate books and records and appropriate internal controls to ensure that bribery and fraud do not occur.

Payments, Gifts, Gratuities and Other Items of Value

Suppliers must not offer gifts or kickbacks to Resolve's employees or their families. As a general rule, giving and accepting gifts or entertainment from competitors, customers, suppliers, or potential suppliers is not acceptable, (even if the gift is of nominal value such as less than \$25.00), as such activities could be perceived by others to improperly influence business decisions. Interactions with competitors, customers, suppliers, or potential suppliers or customers should have the primary focus of business topics. For these reasons, all gifts need to be reported to the Company's Ombudsman at compliance@resolvesurg.com in advance to ensure compliance with this Code and applicable laws.

Sales and Business Practices

The following Supplier sales and business practices are expressly prohibited:

- Use of currency/cash in transactions;
- Inaccurate lead-time commitments—knowingly providing unattainable lead-time commitments to Resolve in an effort to secure business;
- Over-committing capacity—making commitments to provide a product or service without having the capacity to meet the commitment; and
- Direct solicitation and communication (i.e., flyers, promotional materials, etc.) on Resolve premises without Resolve’s Supply Chain approval.

Use and Protection of Resolve Confidential Information

Suppliers are expected to maintain the confidentiality of information entrusted to them by Resolve or by its customers, Suppliers or partners, except when disclosure is expressly authorized or is required by law. Confidential information includes, but is not limited to, material specifications and conditions, cost sheets, profit information, Suppliers names, purchasing strategies, contract details, R&D data, financial, sales and marketing information, confidential employee information and any other information considered to be confidential.

Suppliers requiring access to Resolve confidential information must complete a Confidential Disclosure Agreement available from Resolve’s Supply Chain.

Data Privacy

In the event Suppliers have access to personal information or personal health information of Resolve’s employees, patients, research subjects, or customers, Suppliers must access, use, transmit, store, and dispose of such personal information and protected health information in a safe and secure way and in accordance with applicable laws and regulations.

Conflicts of Interest

Suppliers must avoid conflicts of interest or impropriety, and/or the appearance of conflicts of interest or impropriety in their activities. A conflict of interest exists when personal or financial activities or interests (or those of a family member) could inappropriately influence or appear to inappropriately influence the ability to act in Resolve’s best interests. Suppliers must disclose actual or potential conflicts of interest to Resolve management or the Resolve legal department. Suppliers also must document appropriately conflict disclosures to Resolve and the outcome or decision by Resolve with respect to such disclosures.

Quality, Environment, Health, and Safety

Suppliers must comply with all applicable laws and regulations regarding quality, health, safety, and environment. Suppliers will be accountable for the quality of the products and services they provide. All Supplier products shall meet applicable standards under quality, environmental, health, and safety laws and regulations and industry best practices.

Suppliers must have appropriate programs in place and operate in accordance with all applicable environmental, health, and safety requirements. Suppliers must provide appropriate controls, safe work procedures, preventative maintenance, and necessary technical protective measures to ensure health and safety in the workplace and prevent workers' exposure to safety hazards. Suppliers must provide appropriate personal protective equipment to their employees. Suppliers, while on site at Resolve, must work in ways that ensure the safety of their workers and the safety of others and are consistent with applicable Resolve and governmental environmental, health, and safety requirements.

Trade Compliance

Suppliers must comply with applicable trade laws and regulations controlling imports, exports, re-exports and diversion of products, components, goods, services, and technical data, including import and customs laws, export controls, sanctions, denied parties lists, anti-boycott laws and diversion of products.

Conflict-Free Minerals

Resolve is committed to responsible sourcing of conflict-free minerals. Suppliers must comply with applicable laws and regulations governing conflict minerals.

Restriction of Hazardous Substances

Suppliers will also conform to the latest Restriction of Hazardous Substances standards unless otherwise approved by Resolve. The materials include items used for contact materials, components, raw materials, and finished goods. These restricted materials include but are not limited to the following Laws and Regulations:

- **Registration, Evaluation, Authorization and Restriction of Chemicals (REACH)** including the regulations regarding Restricted Substance List (RSL) and Substance of Very High Concern (SVHC).
- **Medical Devices Regulation (EU) 2017/745 ("MDR") GSPR - General Safety and Performance Requirements.**

Labor Laws and Human Rights

Resolve expects its Suppliers to meet the same standards that we set ourselves. Suppliers shall be committed to treating all workers with dignity and respect. Suppliers must comply with all applicable employment laws and regulations, including laws relating to non-discrimination, fair treatment, wages, benefits, and working hours.

Suppliers shall not make use of any form of forced, coerced, bonded, indentured, or compulsory labor, including (amongst others) prison labor, labor enforced by debts or violence, or labor enforced by withholding of personal identification documents. Suppliers shall also comply with all applicable labor laws, rules, and regulations, including but not limited to, all laws forbidding the solicitation, facilitation, or any other use of slavery, forced labor, or human trafficking. Suppliers must ensure that they are compliant with these requirements and regularly take measures to audit, identify, and eliminate any form of slavery, forced labor, or human trafficking within their business or within the business of counterparties with whom they work.

Suppliers must use only workers who meet the minimal legal age for employment as defined by local law where they work, as well as for the type of work. As mentioned in this Supplier Code, Suppliers are expected to report any actual or suspected violations of this Supplier Code to Resolve management or legal department without delay. Failure to do so, or failure to adequately rectify the issues that have arisen to the dissatisfaction of Resolve, may lead to the termination of the business relationship.

Performance and Services Requirements

Suppliers shall have and continue to maintain all professional licenses, consents, authorizations, permits, and certificates as required by law to provide services or products to Resolve.

Suppliers are expected to continually improve performance by setting performance objectives, executing improvement plans, and taking necessary corrective actions with respect to any deficiencies identified by internal or external (including governmental) assessments, audits, inspections, and reviews.

Exclusion/Debarment

If required by law or regulations or requested by Resolve, Suppliers must screen their officers, directors, employees, or agents, against U.S. federal or state government exclusion lists to ensure that such individuals and entities are not excluded or debarred from participation in any governmental health care or procurement program. Suppliers must notify Resolve immediately if they or any of their officers, directors, employees, or agents have been excluded or debarred from participation in any U.S. federal or state governmental health care or procurement program.

Compliance with Supplier Code

Where the standards of this Supplier Code conflict with or differ from the standards of applicable local laws, Suppliers are expected to apply the higher of the two.

Suppliers are expected to seek guidance from or report actual or suspected violations of this Supplier Code to Resolve management or legal department without delay.

Reports or inquiries should be directed to:

Confidential Compliance Hotline
Resolve.ethicspoint.com
1-833-220-9820