

CooperSurgical Supplier Code of Conduct

At CooperSurgical, our reputation of excellence and quality spans many years. As a responsible medical device manufacturer and solutions innovator CooperSurgical is committed to upholding high standards of ethics in its relationships with customers, suppliers, employees, shareholders, the public, the business community, and regulatory agencies worldwide.

This Supplier Code of Conduct (“Code”) is intended to be a set of expectations for our supplier partners to help us maintain our strong reputation and deliver on CooperSurgical’s Purpose: Helping People Experience Life’s Beautiful Moments. With this Code, we make clear our global expectations in the areas of business integrity, labor practices, employee health, safety, and environmental management. This Code complements CooperSurgical’s Code of Conduct and the company’s other policies and standards referenced below.

All providers of goods and services, including but not limited to suppliers, vendors, contractors, consultants, and agents (“Suppliers”), who do business with CooperSurgical’s worldwide entities are expected to follow this Code.

1. Obeying the law

a. General Principle

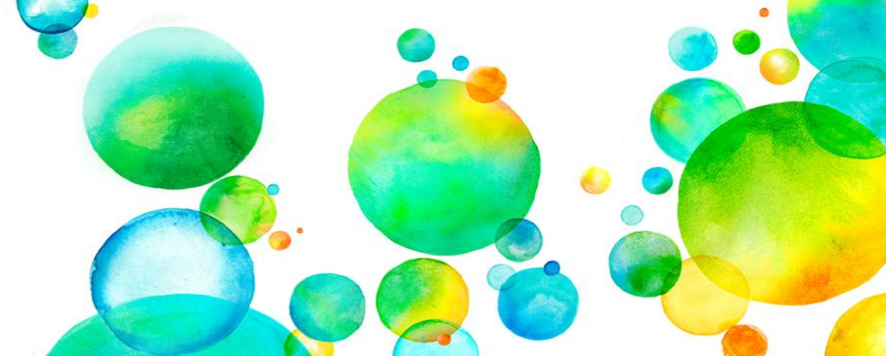
Despite the complexity of CooperSurgical’s supply chain, our principle is clear in this area: we will obey the law. Suppliers shall function in full compliance with the laws of their respective countries, the locations in which they operate and with all other applicable laws, rules, and regulations.

b. Anti-Bribery & Anti-Corruption

CooperSurgical prohibits giving anything of value to any person or entity where the purpose is to obtain an improper business advantage. This prohibition extends to all acts of bribery, whether they involve government officials or individuals in the commercial and private sector. Suppliers will comply with all applicable laws, rules and regulations related to anti-corruption and bribery (including the United States Foreign Corrupt Practices Act, United Kingdom Bribery Act, etc.).

c. Global Trade Compliance and Export Controls

It is CooperSurgical’s expectation that Suppliers will comply with the letter and spirit of all applicable laws, rules and regulations, and any and all documentation requirements, whether in the form of manuals, procedures or policies, provided to Suppliers by CooperSurgical, regarding exports, imports and supply chain security, including, but not limited to, requirements related to Country of Origin, ISF “10+2”, commercial invoices, valuation, tariff



classification, and packaging.

Furthermore, CooperSurgical is subject to international laws that regulate, restrict, and sometimes prohibit business dealings with certain countries, entities, individuals, and end-use applications. These restrictions can include controls on the export and re-export of goods or technical data to other countries or to employees with nationalities different from their location. Suppliers are expected to be aware of these restrictions, not take any action that violates these regulations, and work with CooperSurgical on any necessary compliance processes.

d. Fair Competition Laws

CooperSurgical competes fairly and honestly in the global marketplace. Suppliers are asked to compete in the same manner and conduct business in full compliance with antitrust and fair competition laws that govern the jurisdictions in which they conduct business—including, the laws that deal with agreements among competitors, price discrimination, price fixing, and other acts that are anticompetitive.

e. Conflict-Free Sourcing

As part of a publicly listed U.S. company CooperSurgical is required to track the use of certain minerals known as “Conflict Minerals” (tin, tungsten, tantalum, and gold). Suppliers are encouraged to establish policies, due diligence frameworks, and management systems that are designed to track the use of these minerals. Suppliers are required to supply information about their use of these minerals and expected to ensure that any conflict minerals provided to CooperSurgical are “DRC conflict free.” CooperSurgical expects Supplier to comply with the U.S. Securities and Exchange Commission (SEC) rules for reporting and disclosure requirements related to Conflict Minerals as part of the Dodd-Frank Wall Street Reform and Consumer Protection Act of 2010 (“Dodd-Frank Act”).

2. Practicing ethical business

a. General Principle

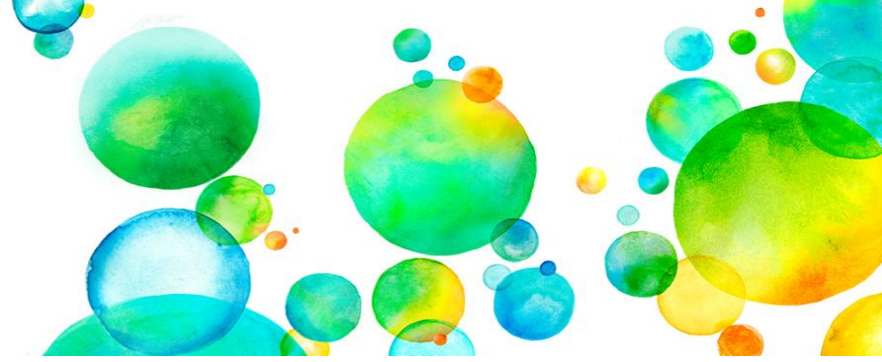
CooperSurgical respects internationally recognized human rights and will comply with all applicable laws regarding the treatment of our employees and stakeholders. Suppliers shall uphold this principle respecting human rights as well.

b. Safe and Healthy Working Conditions

Suppliers must provide workers with a safe, clean, and healthy work environment, complying with all applicable laws regarding working conditions (including worker health and safety, hygiene and sanitation, fire safety, risk protection, and electrical, mechanical, and structural safety). Suppliers must provide any legally required health and safety training to all employees.

c. No Forced or Child Labor

Suppliers shall not participate in human trafficking or use any involuntary, indentured, or forced labor, slavery, or servitude. Likewise, Suppliers shall only employ workers who meet the applicable minimum legal age requirement and must comply with all other applicable child labor laws. Furthermore, Suppliers must not use corporal punishment, physical or



psychological abuse, threats of violence, or other forms of physical or mental coercion. It is also expected that Suppliers will purchase materials and services only from companies which meet these requirements.

d. Wages, Benefits, and Hours

Suppliers shall set working hours, wages, overtime pay and benefits in compliance with all applicable laws. Workers must be paid at least the minimum legal wage or a wage that meets local industry standards. Suppliers should conduct operations in ways that limit overtime to a level that ensures humane and productive working conditions.

Suppliers must pay overtime, and any incentive rates required to meet local laws. Hourly wage rates for overtime should be higher than the rates for the regular work shift. Workers should receive necessary time off, paid annual leave, and holidays, as required by local laws.

e. No Illegal Employment Practices

Suppliers must not permit unlawful discrimination or harassment of their employees. Suppliers are expected to prohibit discrimination and harassment in hiring or employment practices on grounds of age, race, religion, nationality, social or ethnic origin, sexual orientation, gender, gender identity or expression, marital status, pregnancy, political affiliation, or disability. This applies to all contract employees, vendors, and suppliers that CooperSurgical employs.

f. Freedom of Association

Suppliers shall comply with all laws which confer to workers the right to join associations of their own choosing, refrain from joining associations, and to engage in collective bargaining.

g. Grievance Mechanism

Suppliers are expected to provide an anonymous and confidential method for employees to raise concerns without fear of retaliation. Suppliers should ensure that submissions and the progress of their resolution is tracked and recorded.

3. Avoiding conflicts of interest

a. General Principle

To operate with the highest integrity, CooperSurgical does business in a way that is open and transparent. Suppliers shall adopt this principle as well to eliminate conflicts of interest between companies.

b. Gift Policy/Conflict of Interest

There is the potential for a conflict of interest when a Supplier's employee or their family member has a close relationship with a CooperSurgical employee who can make or influence business decisions that will involve the Supplier. Suppliers must disclose these types of relationship before entering into negotiations or when they arise.

Suppliers are required to observe CooperSurgical's policies regarding gifts, entertainment and conflict of interest when dealing with CooperSurgical employees.

For the avoidance of doubt, the following exchanges are never acceptable under CooperSurgical's policies:

- Gifts of cash or cash equivalents
- Items of value offered with the expectation of something in return.
- Business courtesies offered to parties currently involved in a bidding process or business negotiations.
- Entertainment or courtesies that are indecent or in violation of CooperSurgical's Code of Conduct

4. Protecting people and the environment

a. General Principle

At CooperSurgical, we are committed to conducting our business in a safe and environmentally responsible manner and we expect our Suppliers to do the same.

b. Product Quality and Safety

CooperSurgical understands that its business spans multiple countries and markets, each with unique quality and regulatory requirements with which Suppliers must comply. Suppliers should meet FDA or ISO 13485 requirements when applicable, or the relevant regulatory requirements as promulgated by that market's Ministry of Health, or equivalent.

c. Demonstrable Chain of Custody

Suppliers must establish controls to demonstrate the chain of custody, identifying all upstream suppliers from raw materials to finished products or services being supplied to CooperSurgical. This system is to be supported by all relevant transactional and shipment documentation (including purchase orders, invoices, packing lists, payment records, shipping records, bills of materials, Certificates of Origin, inventory records, import and export records, etc.).

d. Sub-Tier Supplier Control

Suppliers are expected to manage sub-tier Suppliers with controls commensurate with risk. Suppliers are responsible to ensure that Product(s) manufactured utilize only authentic, conforming, and specified material as indicated in the specification.

CooperSurgical expectation is that the Supplier has in place formal purchasing and supplier control processes to manage sub-tiers. These controls are expected to include:

- Selection, evaluation, and approval
- Product qualification
- Procurement
- Product acceptance
- Performance measurement and monitoring, including sub-tier auditing programs.
- Nonconforming Product and CAPA/SCAR processes
- Change control

Suppliers are responsible for ensuring and controlling the quality of all components and raw materials that are purchased to manufacture Product for CooperSurgical.

Where CooperSurgical requires a Supplier to engage with a specified sub-tier Supplier,

relationship management will be established between CooperSurgical and the Supplier.
Please Note: Prior to implementing sub-tier Supplier changes, Suppliers are expected to seek CooperSurgical approval (see section Supplier Change Control for additional details).

e. Environmental Compliance and Obligations

CooperSurgical's commitment to conducting business in a safe and environmentally responsible manner means suppliers are expected to:

- Understand how their businesses and products impact the environment and strive to responsibly manage these impacts.
- Know and comply with applicable country, federal, state, provincial and local laws, standards, and regulatory requirements.
- Ensure that products, components, or substances meet the requirements of country, federal, state, provincial and local environmental regulations, including, but not limited to, those regulations cited below. Additional information may be required such as certification to any of the following or chemical composition of products, components and/or substances which are to be supplied to CooperSurgical as requested.
 - California Proposition 65 - Safe Drinking Water and Toxic Enforcement Act of 1986
 - China RoHS 2, Administrative Measures for the Restriction of the Use of Hazardous Substances in Electrical and Electronic Products - Order 32
 - EU Battery Directive 2006/66/EC and amendments
 - EU IVDR - Regulation (EU) 2017/746 of the European Parliament and of the Council of 5 April 2017 on in vitro diagnostic medical devices and repealing Directive 98/79/EC and Commission Decision 2010/227/EU
 - EU MDR - Regulation (EU) 2017/745 of the European Parliament and of the Council of 5 April 2017 on medical devices, amending Directive 2001/83/EC, Regulation (EC) No 178/2002 and Regulation (EC) No 1223/2009 and repealing Council Directives 90/385/EEC and 93/42/EEC.
 - EU Packaging Directive 94/62/EC and amendments
 - EU Persistent Organic Pollutants (POPs) (EC) 850/2004
 - EU REACH Regulation (EC 1907/2006)
 - EU RoHS 2 Directive 2011/65/EU
 - EU RoHS 3 amendment (EU) 2015/863
 - EU WEEE Directive 2012/19/EU
 - FDA 21 CFR 801.437 - Natural Rubber Latex
 - Democratic Republic of Congo Hazardous Metals (Cobalt)
 - Be ISO14001 certified or have a plan to become certified.
- Notify CooperSurgical of any significant environmental compliance violations or if Supplier suspects that products, components, or substances supplied to CooperSurgical are not compliant with local environmental laws and regulations.
- Comply with current global requirements for the classification and handling of

hazardous substances. Comply with all regulations related to the reporting and disclosure of environmental impacts in accordance with the International Sustainability Standards Board, Corporate Sustainability Reporting Directive, or other relevant reporting standards as relevant to the source of supply, or source of receipt as defined in those regulations.

- Supply necessary information and supporting documentation to enable CooperSurgical to perform and complete supply chain due diligence, including providing access to documentation and personnel for verification, if requested.

5. Protecting Information

a. General Principle

At CooperSurgical, we are committed to protecting our knowledge, technology, and proprietary information throughout the supply chain. Suppliers are responsible for safeguarding our confidential information and intellectual assets.

b. Business Continuity

CooperSurgical expects our Suppliers to complete a formal business Disaster Recovery Plan to ensure no interruption in supply to our patients is encountered. While contingency plans cannot be expected to cover all potential scenarios, we expect our Suppliers to maintain robust plans to facilitate rapid response and recovery in the event of disruptions. These plans shall be shared with CSI.

CooperSurgical expects its Suppliers to have a thorough crisis management approach to deal with probable disruptions. The approach is expected to include a plan of action to mitigate supply chain interruptions, communication plans, escalation procedures, and roles and responsibilities.

This plan is expected to address the recovery time needed for a variety of business interruptions, contact information for key locations, supply chain assessment of risk for equipment, material, supplied components and labor, etc. and be specific to CooperSurgical Products and/or Services provided.

c. Confidential Information, Personal Data & Privacy

Suppliers must maintain reasonable technological and organizational measures to safeguard confidential information and personal data, including sensitive personal data. Suppliers that handle employee and customer personal data must comply with all applicable data privacy laws and meet CooperSurgical's security standards prior to handling such personal data.

d. Non-Disclosure Agreements

Suppliers may be asked to sign a non-disclosure agreement, depending on the level of technology or information disclosed during the course of business. It is our policy to utilize a CooperSurgical standard form that has been created for this purpose.

Information provided to Suppliers involving various intellectual property, trade secrets, designs, materials, and other proprietary information of a secret and confidential nature may include, but are not limited to records, data, schedules, forecasts, formulae, processes,



procedures, specifications, developments, designs, inventions, models, techniques, improvements, or discoveries, patentable and otherwise.

It is CooperSurgical's policy that Suppliers shall not use, transmit or disclose confidential information to any third party except in accordance with the terms of the non-disclosure or any other written agreement. Supplier shall not make any public announcement about or advertise the existence of this agreement.

Supplier shall not divulge its terms and conditions or any aspect of the relationship with CooperSurgical without prior written agreement of the other party. Suppliers shall agree not to display or use the CooperSurgical logo, trade secrets, trademark, or Product(s) in any manner without prior written permission from their CooperSurgical Global Strategic Sourcing or Supply Chain Representative.

CooperSurgical values our relationships with our Suppliers and therefore shall protect it through the use of this formal agreement.

6. Questions and Reporting

Suppliers should direct questions or comments about this Code to

suppliercodeofconduct@coopersurgical.com

CooperSurgical will use reasonable efforts to maintain the confidentiality of the identity of anyone reporting a violation of this Code to the extent possible and still investigate such reported violation, subject to any legal requirement for disclosure.