



ERBE'S CODE OF CONDUCT

Our company is known for its integrity, technology leadership, and customer orientation. We are proud of what we have accomplished. We aim to preserve this reputation, which is equally a claim for the continuous improvement and the betterment of our standards.

The following establishes basic rules that Erbe is committed to. All employees are required to become familiar with and to implement these rules. These basic rules are intended to provide a consistent framework for continued successful business activities, and to facilitate a productive working environment in our company as a basis for our success.

Existing regulations and laws, collective labor agreements, works agreements, and company policies continue to be valid without changes.

A. Corporate mission statement

As a family-owned and operated business, we have been developing, manufacturing and marketing medical devices for professional use across a wide field of clinical applications for five generations.

I. Vision

We are valued throughout the world as an integral and reliable partner to physicians and specialty medical personnel, and we are distinguished by our expert advice as well as our progressive approach in the market.

The driving force in everything we do is the continuous development of medical instruments and equipment that form an integral part of medical procedures in many countries. We will continue to play our part in the years ahead in ensuring that patients receive the best possible technological solutions for medical treatment. As a leading manufacturer, we consider it our duty to maintain ongoing improvements to medical procedures through product innovations, comprehensive services and training programs.

II. Mission

Responsibility

We see ourselves as a partner that takes our responsibility seriously, allowing physicians to perform work of vital importance: helping patients. Our state-of-the-art technology offers unbeatable support. Our goal is to establish a partnership with the users of our technology based on responsibility and trust right from the start.

Accountability towards people and patients also provides the foundation for our social commitment.

Quality

We provide our users with medical devices that they can truly rely on. That's because our products are subject to rigorous continuous testing and meet highest quality standards. The superiority in performance and exceptional value offered by us optimizes safety during all types of medical procedures.

Commitment

Our commitment to our employees provides the internal cornerstone allowing us to serve our customers and external partners in the best possible way. We maintain close communication with users at medical schools, hospitals and medical facilities, which in turn provides the basis for future solutions and innovations. We are dedicated to serve our users and patients, and ultimately humanity, in an environmentally conscious way.

III. Values

Progressiveness

Together with our users, we don't just keep up with rapid development in modern medicine. We are an active driving force for advancing technology and are constantly on the lookout for new ideas and improvements. For us, this means thinking progressively while at the same time ensuring reliability of our products. These are the key values in establishing a partnership with our customers based on mutual trust. After all, it is the patient who should ultimately benefit from our efforts.

Reliability

We are always there when you need us. That's because we provide comprehensive training programs for our employees and sales partners, and offer complete onsite support from installation, to in-servicing and maintenance of our systems. As a result, the function, operability and reliability of our products are ensured at all times.

Openness

An open atmosphere that fosters growth of new ideas has been crucial to the dynamic development of our company. We see the world through our users' eyes, which allows us to tailor our products and services precisely to their needs. It is this approach as well as open communication that allows us to accomplish the type of collaboration that makes outstanding achievements possible.

B. Code of conduct at Erbe

I. Fundamental behavioral principles

1. Compliance with legal codes

We are expressly committed to upholding the law, and expect this from all employees and from our business partners. This claim applies worldwide and for all legal systems where we are active.

All employees are required to uphold the respectively applicable legal regulations. Violations against laws or against this code of conduct are not tolerated and can result in labor law and/or even criminal proceedings. Any involvement in business transactions that are clearly intended to evade laws or the rules of conduct published by our company must be refrained from.

2. Respectful interaction with each other

We recognize the diversity of people and their individual differences and value these as an enrichment. Good teamwork between all employees, characterized by mutual respect, as well as open and honest interaction with each other, is the basis of our success. We strive to give all employees challenging and fulfilling options for their personal and professional development.

Discrimination or harassment, regardless of its nature, as well as insulting or discriminating against colleagues is not tolerated. The personal dignity of the individual is always observed. This naturally also applies to the interaction with our business partners and their patients.

3. Leadership, responsibility, and supervision

Managers have a special responsibility. Our managers are models for our employees. They always uphold the interests of the company, including its economic success.

Our managers actively promote collaboration between various corporate divisions, and the trustworthy interaction with each other. They inform employees about important developments. Assignments and responsibilities are delegated clearly and coherently.

It is the responsibility of each manager to ensure that the important laws and the requirements of this code of conduct are known and upheld in their area. Managers are responsible for violations that could have been avoided or rendered more difficult with proper supervision. If violations become known, managers are required to immediately report these to the competent offices.

II. Conduct when interacting with our business partners

1. Compliance with competition laws

We protect the reputation and integrity of the company through exemplary and legally compliant competitive conduct. Business activity to the benefit of everyone over the long-term can only exist on the basis of fair and free competition, and when laws are rigorously upheld.

All employees are required to uphold the rules for fair and free competition. We do not engage in conversations or exchange information with competitors about their or our prices, terms, costs or other sensitive business data (in particular related to prices or product quantities). We do not collude with competitors to fix prices, terms, or the allocation of customers or markets. In response to tenders, we will issue the best possible offer, and do not exchange information with competitors about our offers. In cases of doubt, all employees are required to consult with their supervisor or compliance officer before contacting competitors.

Compliance with rules for fair and free competition specifically also apply at trade shows and association meetings. All employees are required to immediately terminate conversations with competitors – including those at trade shows and association meetings – and, when necessary, to immediately leave meetings when these do not observe the rules of fair and free competition. Even just passive attendance of such meetings must be ended immediately and active disagreement must be expressed with anything agreed/arranged.

Details regarding the code of conduct for compliance with competition laws are outlined in the "Erbe Antitrust Guidelines".

2. Offering, granting, and accepting gifts and advantages

We are successful in the global market solely on the basis of the technological leadership of our products, our customer orientation for consulting and services, and competitive prices. Our suppliers are also selected solely based on these considerations.

None of our employees are authorized to directly or indirectly offer or grant personal gifts or other advantages to business partners in connection with business activities. None of our employees are authorized to directly or indirectly accept personal gifts or other advantages from business

partners in connection with business activities. This applies to monetary or in-kind gifts, and also to other forms of advantages. Only promotional gifts and meal invitations are permitted within a reasonable and appropriate scope.

a) Granting of gifts and invitations

Promotional gifts and meal invitations may not exceed certain specified values. The respective value limits are specified in the attachment to the "Erbe Anti-Corruption Guidelines". In all cases of doubt, employees are required to first obtain the approval of their own supervisor, and the recipient is to be requested to first obtain the approval of the compliance officer to accept the gift or invitation.

b) Public officials

Public officials and public agency employees generally do not receive gifts and advantages – not even those of low value. When there is doubt about the public official status (e.g. for employees in public facilities), employees are required to first obtain the approval of the compliance officer.

c) Members of medical and related professions

In collaborating with members of medical and related professions Erbe and its employees abide strictly by the principles which are customary in the medical technology sector to avoid any appearance of corruption in the healthcare sector. These principles are summarized in the "Erbe Anti-Corruption Guidelines".

d) Training courses

The teaching and training purpose is always the focus of training courses and continuing education events. Participation in, or conducting an event with an elaborate recreational program not paid for by the participants requires prior approval by the respective supervisor. Participants may only receive reimbursement of reasonable costs; fees can only be paid to participants who make active contributions to the respective event.

e) Consultants and intermediaries

We exercise special caution when collaborating with consultants, intermediaries or other service providers, especially in countries with elevated risk potential. The compensation for consultants must always be in an appropriate relationship to the actual services provided. Intermediaries may not be employed for the purpose of facilitating business transactions in an inadmissible manner. The respective competent supervisors must be informed immediately when an employee becomes aware of intermediaries offering or granting inadmissible advantages.

f) Accepting gifts and invitations

Employees may not use their position in our company for the purpose of demanding or accepting advantages for themselves or others. Accepting socially customary promotional gifts and meal invitations of low value is regulated by the anti-corruption guidelines and is generally permitted. The compliance officer will decide in cases of doubt.

3. Money-laundering, embargos, export control

We respect the laws to monitor and control international payment transactions and the flow of goods.

We do not support the inflow of illegally obtained monies into the lawful flow of money ("money laundering"). Payments of doubtful origins (for instance payments from high risk countries) are subjected to a review before acceptance. Cash payments are not to be accepted.

Country, goods, or person-specific export restrictions ("embargos"), as well as other export control regulations are always considered and respected.

4. Preventing conflicts of interest

Anyone can be subject to conflicts of interest and loyalty. We regard it as very important to avoid these in our company. When an employee has a conflict between their own personal interests (or those of family members or close friends) and the interests of the company, they are expected to disclose this conflict. Employees are also required to disclose to their supervisors any part-time activities, as well as holdings with business partners or competitors, since these may give rise to compromised personal objectivity. Purely capital investments of minor scope, specifically any holdings obtained through stock exchange transactions (shares), do not need to be disclosed.

III. Environment, safety, and health

Protecting people also requires protecting the environment. We are committed to preserving natural resources during manufacturing, to avoiding waste, and to developing modern, resource-preserving products.

Protecting people also includes protecting the employees of our enterprise. We strive to create a safe and healthy work environment for all employees. Any defects or accident risks must be reported, and will be remedied or minimized.

IV. Working conditions

We reject any form of forced labor and respect and support the observance of internationally recognized human rights. We comply with all United Nations provisions and regulations on human rights and children's rights, in particular we comply with the Convention concerning the Minimum Age for Admission to Employment (Convention 138 of the International Labor Organization) as well as the Convention concerning the Prohibition and Immediate Action for the Elimination of the Worst Forms of Child Labor (Convention 182 of the International Labor Organization).

We treat all employees with fairness and respect and commit, within the scope of prevailing laws and statutes, to opposing all forms of discrimination. This concerns, for example, any discrimination of employees on the grounds of gender, racial, ethnic or cultural origin, disability, religion or beliefs, age or sexual orientation.

We comply with applicable employment laws and requirements, regulations and sector standards and respect our employees' freedom of association as set forth in applicable regulations and law.

V. Company property

We respect the property of our company and that of our employees. The tools provided to us are used in an economical and proper manner, and are treated with care.

The property of our business and that of our employees is to be protected against loss, damage and theft. This also includes protecting confidential information, for instance about innovative products we have developed.

VI. Information and data protection

Truthful internal and external reporting is of fundamental significance for trustworthy and effective collaboration.

Internal company information is only forwarded to others (for instance by means of press releases) by employees assigned to do so.

Protecting confidentiality is always an overriding priority when handling the data of our employees, business partners, and their patients. Confidential information must be protected against unauthorized access by others. Compromised information security must be reported immediately.

Personal information is only collected, processed, or used when this is required for a clearly defined purpose. The rights to access, correct, object against, deny access and delete information are upheld.

VII. Implementation and organization

The internal organization of our company takes the objectives of this code of conduct into consideration. By applying the double-check principle, by segregating inconsistent functions, and by complete documentation (specifically of critical transactions) irregularities can be prevented, and the recognition and remedy of any occurring inconsistencies is facilitated.

Each individual is personally responsible for complying with the code of conduct. Objectives can be realized and any inconsistencies can be remedied with the collective efforts of all employees.



When employees become aware of potential violations against the specifications of the code of conduct, or the policies and guidelines adopted on its basis, they should contact their supervisor or the Erbe compliance officer. Alternatively, employees can also contact the external ombudsmen retained by our company (on a confidential basis, if so preferred). The contact information for the ombudsmen is attached and is also available via the Intranet.

VIII. Contacts

Contacts for all topics related to the code of conduct and its implementation in our company is:

The Erbe Compliance Officer, Mr. Daniel Zimmermann

Signed

Christian O. Erbe

President & Co-CEO