

## **Cerapedics Supplier Code of Conduct**

Cerapedics Inc. (“**Company**”) is a global, commercial-stage ortho-biologics company that aspires to redefine the standard of care for bone repair by healing bones faster and at higher rates, without compromising safety, so that patients can live their healthiest lives. To assist the Company in achieving this mission, suppliers doing business with us (“**Suppliers**”) are required to provide safe working conditions, treat workers with dignity and respect, act fairly and ethically, and use environmentally responsible practices wherever they make products or perform services for the Company. The Company requires all Suppliers to operate within the principles of the Supplier Code of Conduct (“**Code**”) and go beyond mere compliance with the law, which is also required, by drawing upon internationally recognized standards to advance social and environmental responsibility. When differences arise between standards and legal requirements, the stricter standards, in compliance with applicable laws, shall apply. This Code outlines the Company’s expectations for Supplier conduct regarding labor and human rights, health and safety, environmental protection, ethics, and management practices. The Code applies to the entire supply chain including sub-suppliers and sub-contractors. Standards apply equally to all of Supplier’s permanent, temporary, and agency workers, as well as piece-rate, salaried, hourly employees, part-time, night, minor, and migrant workers.

At our core we believe all workers in our supply chain deserve a fair and ethical workplace. Workers must be treated with the utmost dignity and respect, and Suppliers shall uphold the highest standards of human rights.

### **Nondiscrimination**

Supplier shall not discriminate against any worker based on age, disability, ethnicity, gender, marital status, national origin, political affiliation, race, religion, sexual orientation, gender identity, union membership, or any other status protected by country law, in hiring and other employment practices. Supplier shall not require pregnancy or medical tests, except where required by applicable laws or regulations or prudent for workplace safety and shall not improperly discriminate based on test results.

### **Anti-Harassment and Abuse**

Supplier shall commit to a workplace free of harassment and abuse. Supplier shall not threaten workers with, or subject them to, harsh or inhumane treatment, including but not limited to verbal abuse and harassment, psychological harassment, mental and physical coercion, and sexual harassment.

### **Prevention of Involuntary Labor and Human Trafficking**

Supplier shall ensure that all work is voluntary. Supplier shall not traffic persons or use any form of slave, forced, bonded, indentured, or prison labor. Involuntary labor includes the transportation, harboring, recruitment, transfer, receipt, or employment of persons by means of threat, force, coercion, abduction, fraud, or payments to any person having control over another person for the purpose of exploitation.

Supplier shall not withhold workers’ original government-issued identification and travel documents. Supplier shall ensure that workers’ contracts clearly convey the conditions of employment in a language understood by the workers. Supplier shall not impose unreasonable restrictions on movement within the workplace or upon entering or exiting company-provided facilities.

Supplier shall ensure that the third-party recruitment agencies it uses are compliant with the provisions of this Code and applicable laws. Suppliers recruiting foreign contract workers either directly or through third party agencies shall be responsible for payment of all recruitment-related fees and expenses.

### **Prevention of Underage Labor**

Supplier shall employ only workers who are at least 15 years of age or the applicable minimum legal age, whichever is higher. Supplier may provide legitimate workplace apprenticeship programs for educational benefit that are consistent with Article 6 of ILO Minimum Age Convention No. 138 or light work consistent with Article 7 of ILO Minimum Age Convention No. 138.

### **Juvenile Worker Protections**

Supplier may employ juveniles who are older than the applicable legal minimum age but are younger than 18 years of age, provided they do not perform work that might jeopardize their health, safety, or morals, consistent with ILO Minimum Age Convention No. 138. Supplier shall not require juvenile workers to work overtime or perform night work. Supplier shall ensure proper management of student workers through proper maintenance of student records, rigorous due diligence of educational partners, and protection of students’ rights in accordance with applicable law and regulations. Supplier shall provide appropriate support and training to all student workers.

### **Working Hours**

A workweek shall be restricted to 60 hours, including overtime, and workers shall take at least one day off every seven days except in emergencies or unusual situations. Regular work week shall not exceed 48 hours. Supplier shall follow all applicable laws and regulations with respect to working hours and days of rest, and all overtime must be voluntary.

### **Wages and Benefits**

Supplier shall ensure that all workers receive at least the legally mandated minimum wages and benefits. Supplier shall offer vacation time, leave periods, and time off for legally recognized holidays. Supplier shall compensate workers for overtime hours at the legal premium rate. Supplier shall communicate pay structure and pay periods to all workers. Supplier shall pay accurate wages in a timely manner, and wage deductions shall not be used as a disciplinary measure. All use of temporary and outsourced labor will be within the limits of the local law.

### **Freedom of Association and Collective Bargaining**

Supplier shall freely allow workers to associate with others, form, and join (or refrain from joining) organizations of their choice, and bargain collectively, without interference, discrimination, retaliation, or harassment. In the absence of formal representation, Supplier shall ensure that workers have a mechanism to report grievances and that facilitates open communication between management and workers.

### **Health and Safety**

Worker health, safety, and well-being is important to the Company. Supplier shall provide and maintain a safe work environment and integrate sound health and safety management practices into its business. Workers shall have the right to refuse unsafe work and to report unhealthy working conditions.

### **Occupational Health, Safety, and Hazard Prevention**

Supplier shall identify, evaluate, and manage occupational health and safety hazards through a prioritized process of hazard elimination, engineering controls, and/or administrative controls. Supplier shall provide workers with job-related, appropriately maintained personal protective equipment and instruction on its proper use.

### **Emergency Prevention, Preparedness, and Response**

Supplier shall identify and assess potential emergency situations. For each situation, Supplier shall develop and implement emergency plans and response procedures that minimize harm to life, environment, and property. To the extent that Supplier transports goods for the Company into the United States, Supplier shall comply with the C-TPAT (Customs-Trade Partnership Against Terrorism) security procedures on the U.S. Customs website at [www.cbp.gov](http://www.cbp.gov) (or other website established for such purpose by the U.S. government). Supplier shall have a system for workers to report health and safety incidents and near misses, as well as a system to investigate, track, and manage such reports. Supplier shall implement corrective action plans to mitigate risks, provide necessary medical treatment, and facilitate workers' return to work.

### **Ergonomics**

Supplier shall identify, evaluate, and control worker exposure to tasks that pose ergonomic risk such as excessive force, improper lifting positions, or repetitiveness. Supplier shall integrate this process into the qualification of all new or modified production lines, equipment, tools, and workstations.

### **Working and Living Conditions**

Supplier shall provide workers with reasonably accessible and clean toilet facilities and potable water. Supplier-provided dining, food preparation, and storage facilities shall be sanitary. Worker dormitories provided by Supplier or a third-party shall be clean and safe and provide reasonable living space.

### **Health and Safety Communication**

Supplier shall provide workers with appropriate workplace health and safety training in their primary language. Health and safety related information shall be clearly posted in the facility.

### **Worker Health and Safety Committees**

Supplier is encouraged to initiate and support worker health and safety committees to enhance ongoing health and safety education and to encourage worker input on, and participation in, health and safety issues in the workplace.

### **Inclusivity and Diversity**

The Company believes strongly in fostering an inclusive and diverse environment. Suppliers are expected to value and incorporate diversity and inclusion policies and practices in operations and their supply chain. The Company's Supplier management team takes into consideration qualified women-owned, minority-owned, LGBT+-owned and other small businesses, as those businesses are an integral part of the community the Company serves.

### **Environment**

The Company is committed to protecting the environment, and environmental responsibility is at the core of how we operate. Supplier shall develop, implement, and maintain environmentally responsible business practices.

### **Hazardous Substance Management and Restriction**

Supplier shall implement a systematic approach to identify, manage, reduce, and responsibly dispose of or recycle hazardous substances. Supplier shall comply with the Company quality standards for all goods it manufactures for and provides to the Company.

### **Non-Hazardous Waste Management**

Supplier shall implement a systematic approach to identify, manage, reduce, and responsibly dispose of or recycle non-hazardous waste. It is strongly encouraged that your waste management inclusive of water, air, noise, etc. be managed by an ISO 14001 Certified Environmental Management System.

### **Wastewater Management**

Supplier shall implement a systematic approach to identify, control, and reduce wastewater produced by its operations. Supplier shall conduct routine monitoring of the performance of its wastewater treatment systems. Supplier shall implement a systematic approach to prevent contamination of stormwater runoff. Supplier shall prevent illegal discharges and spills from entering storm drains.

### **Air Emissions Management**

Supplier shall identify, manage, reduce, and responsibly control air emissions emanating from its operations that pose a hazard to the environment. Supplier shall conduct routine monitoring of the performance of its air emission control systems.

### **Boundary Noise**

Supplier shall identify, control, monitor, and reduce noise generated by the facility that affects boundary noise levels.

### **Environmental Permits and Reporting**

Supplier shall obtain, keep current, and comply with all required environmental permits. Supplier shall comply with the reporting requirements of applicable permits and regulations.

### **Pollution Prevention and Resource Reduction**

Supplier shall reduce energy, water, and natural resource consumption by implementing conservation and substitution measures. Supplier shall minimize hazardous substances consumption by implementing reduction and substitution measures.

### **Ethics**

The Company expects the highest standards of ethical conduct in all of our endeavors. Supplier shall always be ethical in every aspect of its business, including relationships, practices, sourcing, and operations.

### **Business Integrity**

Supplier shall not engage in corruption, extortion, embezzlement, or bribery to obtain an unfair or improper advantage. Supplier shall abide by all applicable anti-corruption laws and regulations of the countries in which it operates, including the Foreign Corrupt Practices Act ("FCPA") and applicable international anti-corruption conventions.

### **Disclosure of Information**

Supplier shall accurately record information regarding its business activities, labor, health and safety, and environmental practices and shall disclose such information, without falsification or misrepresentation, to all appropriate parties.

#### **Protection of Intellectual Property**

Supplier shall respect intellectual property rights and safeguard customer information. Supplier shall manage technology and know-how in a manner that protects intellectual property rights.

#### **Whistleblower Protection and Anonymous Complaints**

Supplier shall provide an anonymous complaint mechanism for managers and workers to report workplace grievances. Supplier shall protect whistleblower confidentiality and prohibit retaliation. Supplier is encouraged to help foster social and economic development and contribute to the sustainability of the communities in which it operates.

#### **Responsible Sourcing of Minerals**

Supplier shall exercise due diligence, in accordance with the OECD Due Diligence Guidance for Responsible Supply Chains of Minerals from Conflict-Affected and High-Risk Areas, on its entire supply chain with respect to the sourcing of all tin, tantalum, tungsten, and gold contained in its products, to determine whether those metals are from the Democratic Republic of the Congo (“DRC”) or any adjoining country and, if so, to determine whether those metals directly or indirectly financed or benefited armed groups that are perpetrators of serious human rights abuses in the DRC or an adjoining country. Countries that adjoin the DRC are Angola, Burundi, Central African Republic, the Republic of the Congo, Rwanda, South Sudan, Tanzania, Uganda, and Zambia.

#### **Management Commitment**

The Company believes that sound management systems and commitment are key to enriching the social and environmental well-being of our supply chain. The Company holds its Suppliers accountable to this Code and all of its standards. Supplier shall implement or maintain, as applicable, a management system that facilitates compliance with this Code and the law, identifies and mitigates related operational risks, and facilitates continuous improvement.

#### **Company Statement**

Supplier shall develop a company statement affirming its commitment to high standards of social and environmental responsibility, ethical conduct, and continuous improvement. Supplier shall post this statement in the primary local language at all of its facilities.

#### **Management Accountability and Responsibility**

Supplier shall identify company representatives responsible for ensuring implementation and periodic review of its management systems. Supplier shall have a Corporate Social Responsibility (“CSR”) or Sustainability representative that reports directly to executive management and has the responsibility and authority to manage social and environmental compliance requirements for the business.

#### **Risk Assessment and Management**

Supplier shall develop and maintain a process to identify labor and human rights, health and safety, environmental, business ethics, and legal compliance risks associated with its operations; determine the relative significance of each risk; and implement appropriate procedures and controls to control the identified risks.

#### **Performance Objectives with Implementation Plans and Measures**

Supplier shall have written standards, performance objectives, targets, and implementation plans, including periodic assessments of the performance against those objectives.

#### **Audits and Assessments**

Supplier shall perform periodic evaluations of its facilities and operations, and the facilities and operations of its subcontractors and next-tier suppliers to ensure compliance with this Code and the law. Supplier will permit the Company and/or a third party designated by the Company to periodically evaluate Supplier’s facilities and operations, and those of its subcontractors and next-tier suppliers, to the extent they are providing goods or services to the Company, for the Company’s benefit, or for use in the Company’s products.

#### **Documentation and Records**

Supplier shall have processes to identify, understand, and implement applicable laws and regulations and requirements of this Code. Suppliers shall maintain documents and records to ensure regulatory compliance.

### **Training and Communication**

Supplier shall develop and maintain management and worker training programs to facilitate proper implementation of its policies and procedures and to fulfill Supplier's continuous improvement objectives. Supplier shall have a process for communicating clear and accurate information about its performance, practices, policies, and expectations to its workers, next-tier supplier(s), and customers. Supplier shall have an ongoing process to obtain feedback on its practices related to this Code and to foster continuous improvement.

### **Traceability**

The Company and our Suppliers are jointly responsible for ensuring social and environmental responsibility and the integrity of our product content claims from the source through the finished goods factory level. The only way to work towards this goal is to have transparency and traceability into all levels of our supply chain. The Company requires Suppliers to map and continuously track and monitor all locations in all levels of their supply chain and upon request provide transparency information into the owned and/or subcontracted mills, plants, factories and other sites that are involved in the production of our products.

### **Code Communication**

All suppliers are required to: (1) post the Company Code standards and separate Company grievance phone number document in a conspicuous place frequented by all employees in the local languages spoken by employees, supervisors and managers; and (2) undertake annual, documented training efforts to educate current and new employees about the Code standards and use of the Company grievance phone number.

### **Quality**

Quality is the result of clarity, capable and well-integrated systems, and good communication. To achieve this, factories must have a clearly documented quality system and quality improvement plan. That system must include reliable "in process" and final finished goods audits and procedures that meet the Company's quality standards. These audits must be performed by a trained quality assurance ("QA") staff person provided by the Supplier. The QA staff person must be granted the autonomy and support he/she needs in order to provide an unbiased report on the quality of every shipment of finished goods. Compliance with our quality requirements is monitored by the Company's Quality Department.

### **Corrective Action Process**

Supplier shall have a process for timely correction of any deficiencies or violations identified by an internal or external audit, assessment, inspection, investigation, or review.

### **Contact Us**

If Suppliers are violating any of these Code elements, we would like to know about it. Please bring these issues to our attention by contacting our Compliance Officer, by sending us an email at [compliance@cerapedics.com](mailto:compliance@cerapedics.com).

*This Code references internationally accepted principles such as the Electronic Industry Code of Conduct, Ethical Trading Initiative, International Labor Organization's (ILO) International Labor Standards, Social Accountability International, SA 8000, ILO Code of Practice in Safety and Health, National Fire Protection Association, OECD Guidelines for Multinational Enterprises, and OHSAS 18001.*