



Distributor Code of Conduct

Contents

MESSAGE FROM LEADERSHIP | 3 - 4

COOK OVERVIEW | 5

COOK'S MISSION

COOK'S VALUES

DISTRIBUTOR RESPONSIBILITIES | 5 - 6

COOK DUE DILIGENCE & AUDIT PROCESS | 7

BUSINESS PARTNER INTERACTIONS | 7 - 19

GIFTS

HOSPITALITY: MEALS OR ENTERTAINMENT & RECREATION

CONFLICT OF INTEREST

INTERNATIONAL TRADE

ANTI-CORRUPTION

ANTI-BRIBERY

ANTI-MONEY LAUNDERING

FUNDAMENTAL HUMAN RIGHTS

FAIR COMPETITION

INTERACTION WITH HEALTHCARE PROFESSIONALS

APPOINTMENT OF SUB-DISTRIBUTORS

DISTRIBUTOR WORK ENVIRONMENT | 20

EMPLOYMENT PRACTICES

EMPLOYEE WELL-BEING

SECURITY, SAFETY, AND SUSTAINABILITY | 20 - 21

CONFIDENTIALITY, PRIVACY & DATA
PROTECTION | 22 - 23

SOCIAL MEDIA & PRODUCT MARKETING | 23

BOOKS, RECORDS & INTERNAL ACCOUNTING
CONTROLS | 24

TRAINING REQUIREMENT | 24



MESSAGE FROM COOK MEDICAL LEADERSHIP

For more than 50 years, Cook Medical has set a high standard for our business ethics and quality products, and we have successfully maintained our commitment to that reputation. That commitment comes with certain responsibilities.

This Cook Medical Distributor Code of Conduct is designed to ensure our responsibilities and our values are being represented appropriately through our distributors. It will be referred to as the “Code” and Cook Medical and its affiliates will be referred to as “Cook” for the rest of this document. Cook defines “Distributor” as a third-party intermediary purchasing Cook products for the purpose of resale. The term includes authorized resellers, sales agents and contract service organizations appointed globally.

Distributors play an important part in the success of our business. Cook is committed to engaging in business relationships with Distributors who are aligned with our mission and values. The reputation we’ve built over the last 50 years is thanks to every employee, consultant, distributor, and partner.

Despite constant changes in ethics and compliance standards, anti-bribery laws, and industry regulations, we make it our mission to practice ethical business behavior in an ever-changing world. This Code sets out what is expected and required in doing business as a Distributor on behalf of Cook. The requirements outlined in the Code are designed to improve business relationships, help ensure ethical and legal compliance, foster an environment of partnership, and create value in our business interactions. In taking the time to understand how this Code mirrors our reputation, everyone who represents Cook is positioned for success.



The Code supplements, but does not supersede, any contractual requirements. Distributors, and any appointed sub-distributors, must comply with the Code.

The provision of medical care and associated equipment, devices, and pharmaceuticals are regulated and monitored by a variety of government agencies around the world. Cook requires all Distributors to understand and comply with all laws, regulations, and government directives that apply to their business activities.

This Code is posted on the Cook Medical Third Party Distributor Resource Hub (distributors.cookmedical.com) and may be updated periodically at Cook's discretion.

We need your help in continuing to protect Cook's reputation in our industry. Thank you for all you do to support Cook and our mission every day.

For queries on the Code, please reach out to the Cook Governance & Contracts Manager in your region for assistance.



Pete
**Pete
Yonkman**

President, Cook Group
and Cook Medical



Drew S. Northern
**Drew
Northern**

VP, Chief Ethics & Compliance
Officer, Cook Group & Cook Medical



Mark Breedlove
**Mark
Breedlove**

Senior VP, Vascular Division



DJ Sirota
**DJ
Sirota**

Senior VP, MedSurg Division



Pete Polverini
**Pete
Polverini**

VP, iMRI Division



COOK OVERVIEW

Cook's Mission

Cook's mission is to invent, manufacture, and deliver a unique portfolio of medical devices to the healthcare systems of the world. Serving patients is a privilege, and we demand the highest standards of quality, ethics, and service in all that we do.

Cook's Values

- **Act with Integrity**
We use our high ethical standards and core values to guide our decisions and actions.
- **Demand Quality**
We hold ourselves to the highest quality standards because we know that everything we do has an impact on someone's life.
- **Be Transparent**
We are honest with each other and share information with the people who are impacted.
- **Give Back**
We believe in making our communities stronger by sharing our time, skills, and resources.

- **Treat Everyone with Respect**

We respect each other and our business partners by being open to different ideas and perspectives and appreciative of each person's contributions.

- **Solve Problems Together**

We approach innovation by first listening to understand and then creating a solution.

- **Continually Improve**

We learn from data, experience, feedback, and each other to constantly evolve and improve how we work.

DISTRIBUTOR RESPONSIBILITIES

As a modern, global company with strong core values, Cook strives to build lasting synergies based on trust. Serving patients is a privilege, and we require the highest standards of quality and ethical business practice from all of our distributors.

Distributors have a responsibility to:

- Conduct business that reflects our company culture and beliefs through ethical behavior;
- Read, understand and comply with applicable Cook policy documents including this Code;



- Identify opportunities to be more efficient and fiscally responsible;
- Build transparent, consistent, and cohesive business relationships with the goal of making it easy to do business with Cook;
- Share a long-term vision for the future and how we can work together;
- Implement programs, policies, and procedures to ensure compliance with the Code;
- Maintain records or documentation to demonstrate compliance with the Code;
- Report ethics violations and misconduct and cooperate fully with any Cook audits and investigations.
See www.Cook.EthicsPoint.com to report online or to find the appropriate toll free number for your country.
- Maintain accurate, reasonably detailed books, records and accounts that fairly reflect all transactions related to Cook products and services.
- Establish, and maintain, an effective internal reporting mechanism that enables their employees and sub-distributors to confidentially and anonymously report concerns related to ethical conduct or legal compliance. This system should be accessible, clearly communicated, and free from any form of retaliation. Distributors must ensure that all reports are taken seriously, investigated promptly and resolved in a timely manner. All allegations relating to bribery, fraud, sanctions or HCP interactions must be reported to Cook within twenty-four (24) hours of receipt.
- Distributor shall promptly take corrective action to address any deficiencies that are identified in its compliance with the Code.



COOK DUE DILIGENCE & AUDIT

As part of Cook's Ethics and Compliance program we ask all Distributors to take part in our distributor due diligence and audit processes. These processes enable Cook to better know those we do business with and be satisfied that appointed Distributors have acceptable business practices which comply with relevant laws and regulations aligned with Cook's Mission and Values.

Due Diligence will be conducted prior to the commencement of any new relationship or the renewal of any distribution agreement and periodically throughout the lifetime of the relationship between Cook and the Distributor. Audits will be conducted during the relationship between Cook and each Distributor.

We thank you for your full engagement and co-operation with these processes.

BUSINESS PARTNER INTERACTIONS

Cook believes in building strong business relationships with its Distributors. It wishes to foster and develop relationships in a fair, ethical, and compliant manner.

Cook expects each Distributor to act in a fair and impartial way in all its business dealings and to conduct its business, and cause its employees to conduct themselves, in an honest, ethical, and professional manner. This means using common sense to avoid even the appearance of non-compliance. It also means





creating and complying with internal policies and procedures which detail distributor's requirements. Please remember that healthcare professionals (HCPs) working in government funded hospitals are considered to be government officials for the purposes of anti-bribery and anti-corruption legislation globally. Please note that for the purposes of all anti-corruption requirements contained in this document, the term "Government Official" includes:

- (a) any officer or employee of a government department, agency, public international organization or state-owned enterprise (including public hospitals and universities);
- (b) any person acting in an official capacity for or on behalf of any such entity;
- (c) any political party, party official or candidate for public office; and
- (d) immediate family members of the above.

Gifts

Gifts and entertainment can create goodwill in our business relationships but can also make it hard to be objective about the person or company providing them. Cook understands that some cultural traditions embrace modest gift giving but

anti-corruption and transparency laws and various healthcare industry standards around the world prohibit giving any gifts to HCPs, healthcare organizations (HCOs), or government officials. Cook, and by extension each Distributor, must avoid even the appearance of making business decisions based on gifts received through these relationships. Choice of suppliers, vendors, and partners **must** be based on objective factors like cost, quality, value, service, and ability to deliver. When working with public officials, each Distributor must be aware that even simple offers such as purchasing a meal or refreshments may be unacceptable or even against the law.

What is a Gift?

A gift is anything of value where the recipient is not expected to pay for the item. It can include marketing items such as t-shirts with logos, gifts like flowers and fruit baskets, or services like the use of a car. In those exceptional circumstances where cultural traditions embrace modest gift giving the following rules apply:

- any gift must conform to local laws and reasonable and ethical practices of the industry;
- bribes or inducements are not allowed under any circumstances;



- Distributors shall not give gifts of cash/cash equivalents (e.g. gift cards) or gifts exceeding a modest value. Gifts are considered modest if they are valued no greater than USD 50, customary, legal and culturally appropriate within the relevant local context, and are not intended to influence a business decision;
- The Distributor must ensure that the acceptance or giving of any gift cannot be interpreted as an attempt to influence decisions or to secure preferential treatment from or to the Distributor;
- any educational or promotional items provided to a HCP must relate to the HCPs professional practice, benefit patients or serve a genuine educational function;
- no educational or promotional items should be provided in response to requests made by HCPs;
- educational or promotional items must not be given to mark significant life events;
- any educational or promotional items provided shall not be intended mainly for personal use; and
- the giving or acceptance of a gift must not create any conflict of interest or divided loyalty.





Distributor shall not ask, suggest or lead representatives of Cook to do anything illegal or improper in connection with a gift.

No gifts of any value may be offered, promised or provided to a Government Official (as defined above) without the prior written approval of Cook's Legal or Ethics & Compliance departments.

Gift Register

In the event that your business is providing or receiving gifts you must maintain a gift register. This is crucial to ensure compliance with relevant industry standards and local and international laws. The following are the key requirements for any register:

- the register should document all gifts or hospitality provided, or received from third parties, paying particular attention to HCPs, HCOs and government officials;
- the register should cover all interactions that could potentially influence the decision making process of HCPs, HCOs and government officials;
- each entry in the gift register should include the date, description of the gift, value of the gift, recipient's name

and affiliation, the purpose of the gift as well as the frequency of gifts given to the same recipient (to prevent any undue influence);

- the register should document the relationship between the Distributor and the recipient, including any existing or potential business relationships; and
- Gift & Hospitality registers must be retained for a minimum of seven (7) years and be available to Cook to review upon request.

Each Distributor should have a review step as part of its approval process for gifts to ensure that any gift complies with company policies and relevant regulations. In addition, each Distributor should regularly audit its gift register to ensure accuracy and compliance.

Regular training should be provided by each Distributor to its employees on the company's gift policy. The training should cover the ethical implications of gift giving, the potential legal consequences of non-compliance and the importance of maintaining an accurate gift register.



Hospitality: Meals, Recreation and Entertainment

Modest, reasonable, and infrequent meals involving Cook and Distributors in appropriate settings to conduct business, may be acceptable if the purpose is to discuss Cook business. Modest, reasonable, and infrequent meals involving Distributors and HCPs or HCOs in appropriate settings to conduct business, may be acceptable if the purpose is to discuss Cook business. Meals with HCPs and HCOs must follow all applicable local and international requirements (e.g. meal limits and transparency/reporting requirements). If you are unsure of these limits, please check this with your local industry/trade association, or ask Cook.

Entertainment & Recreation is defined as attendance at any event where the recipient is not expected to pay. Distributors may offer Entertainment & Recreation opportunities to Cook employees only if those opportunities are reasonable and modest. Housing and airfares are prohibited as offers of Entertainment & Recreation. Recreation or entertainment for HCPs is strictly prohibited unless expressly approved in writing by Cook's Ethics & Compliance department.

In particular:

- The Distributor must ensure that an offer, or the acceptance of an offer, of hospitality cannot be interpreted as an attempt to influence decisions or to secure preferential treatment from or to the Distributor.
- The Distributor shall not ask, suggest, or lead representatives of Cook to do anything illegal or improper, in connection with an offer of hospitality (or otherwise).
- Distributors are prohibited from offering recreation or entertainment to HCPs or HCOs when representing Cook.

Conflict of Interest

A conflict of interest occurs when the activities of an individual with a relationship with either Cook, the Distributor or our customers, or the activities of someone close to such an individual (such as a spouse or relative), conflict with the best interest of the relationship between Cook and the Distributor or the Distributor and customer as the case may be.

- Each Distributor is expected to use good judgment and avoid situations that lead to an actual conflict or the appearance of a conflict of interest.



- The Distributor is expected to disclose any situation that may present a conflict of interest.
- The Distributor must inform Cook if an employee, or their family member, has a relationship with a Cook employee or customer who can make decisions that will affect the Distributor's business, or if any Cook employee/customer, or their family member, may have an interest of any kind in the Distributor's business or any kind of economic ties with the Distributor.

International Trade

Many countries where Cook does business have laws controlling the export and import of technology, personal information, medical devices and other goods. Governments may also impose trade restrictions including sanctions against certain countries, companies and organizations or individuals. Cook is committed to compliance with trade regulations that impact our business. It expects the same commitment from its Distributors.

To ensure compliance:

- Distributors must comply with laws controlling the import and export of technology, goods, and services, including obtaining import and/or export licenses or other relevant authorization(s) when required.
- Distributors must comply with requirements governing import and export declarations, including export control classifications, import tariff codes, country of origin declarations, and accurate customs valuations.
- Distributors must comply with sanctions programs, including country-specific comprehensive sanctions and targeted sanctions against groups, entities, individuals, and any support of or participation in prohibited activities, including proliferation concerns such as nuclear, chemical, and biological weapons programs.



Anti-Corruption: Anti-Bribery

Cook's position is always to win business the right way and never by buying it.

Cook maintains a ZERO-TOLERANCE policy toward **fraud, bribery and corruption**. Distributors shall not engage in any such behavior. "Anything of Value" under this Code includes cash, cash equivalents, gifts, meals, travel, entertainment, donations, offers of employment, or any other benefit. Facilitation payments (i.e. small unofficial payments made to secure routine governmental action) are prohibited.

Bribery and corruption restrict economic and social development, contribute to poverty, hunger, disease and crime, create unfair business environments and harm customers. Therefore, the international community and individual countries take steps to prevent such practices. Anti-bribery, anti-corruption and anti-kickback laws require a commitment from each of us to prevent improper influence in our business activities. It is important that Distributors know and understand the international and local laws and requirements in this area.

These include the US Foreign Corrupt Practices Act, the UK Bribery Act and local law requirements. Bribery is illegal everywhere.

Anti-Corruption: Anti-Money Laundering

At all times Cook expects Distributors to safeguard the integrity of financial transactions and not engage in money laundering. Money Laundering offenses refer to processes where proceeds of criminal activity are dealt with in a way to disguise their criminal origins. Cook complies, and expects Distributors to comply, with all laws and regulations governing financial regulation.

Anti-Corruption: Fundamental Human Rights

Cook is committed to ensuring that its actions do not harm fundamental human rights, either directly or through its supply and distribution chain. Cook opposes all forms of human rights abuse including slavery, human trafficking, forced, compulsory or bonded labor. Cook expects each Distributor to share this commitment.



For more details please see:

<https://www.cookgroup.com/human-rights-responsibility-statement>;

https://www.cookgroup.com/content/uploads/2024/01/Global-Labour-Standards-Policy_Cook-Group_31Jan2024.pdf

Distributor expectations:

- Distributors must not engage in any acts of human rights abuse or harsh or inhumane treatment;
- Each Distributor must take steps to ensure that slavery and human trafficking are not taking place within its organization or supply chain;
- Distributors must protect employees from unfair, unethical, discriminatory, or unsafe working conditions and must not engage in bonded, forced, or child labor;

- Distributors must ensure that regular employment is provided, fair and legal wages are paid to employees, and working hours are not excessive; and
- Each Distributor must comply with the Modern Slavery law in its jurisdiction and all relevant applicable laws.

Fair Competition

Competition law and anti-trust laws apply to Cook's business globally. These laws are designed to guard against anti-competitive activities. Failure to comply with competition and anti-trust laws can lead to regulatory actions, significant fines or agreements being unenforceable. Distributors are required to ensure that they conduct their business activities on behalf of Cook in a manner that supports fair and open competition with honest and transparent business practices that comply with all applicable competition and anti-trust laws.



Interaction with Healthcare Professionals

Distributors shall not engage an HCP or a HCO for services in respect of Cook products without the prior written consent of Cook. At all times interactions with physicians must support and preserve the doctor-patient relationship. Any HCP or HCO engaged for the provision of services must not be inappropriately influenced in deciding a treatment or a medical device for their patient.

The following guiding principles must be followed when Cook or a Distributor engages an HCP or HCO:

Legitimate Need

An HCP or HCO should only be engaged for services where a legitimate need for those services has been identified in advance.

Selection

Objective selection criteria must be applied when appointing any HCP. A decision to appoint an HCP or HCO should not be made (in whole or in part) based on sales considerations.

Number of Consultants

Only as many HCPs as are necessary to fulfil the identified requirements for the services should be engaged.





Fair Market Value Compensation

Compensation for services whether fixed price or hourly rate must be consistent with an independent fair market value in an arm's length transaction for the services.

Expenses

Expenses must be documented, reasonable, and based on actual expenses incurred. Different rules on payment of expenses will apply and are based on where the HCP is licensed.

Written Agreement

A written agreement must be entered into where the services of an HCP are required. It should describe all services to be provided and the compensation to be paid in exchange for the services.

Transparency

Relationships with HCPs must be conducted in an ethical way, with appropriate transparency (even where that is not specifically required by law). Accordingly, all interactions must be carried out, and documented, in a transparent manner and as appropriate to comply with all applicable legal and regulatory requirements in each relevant jurisdiction.

Further details regarding interactions with HCPs can be found in the Cook HCP Handbook (available upon request).

Sponsorship of HCPs to attend Third-party Organized Educational Conferences

Many countries and trade associations have banned the direct sponsorship of HCPs to attend third-party organized educational conferences. Cook has prohibited the direct sponsorship of HCPs to attend such conferences. Cook expects Distributors to adhere to this rule when representing Cook.

Scholarships and Fellowships

Distributors may provide educational grants on a restricted basis in the form of Grants for Scholarships and Fellowships to support advancement of genuine medical education of HCPs. Only HCOs where HCPs are in training shall be eligible to request and/or receive such educational grants. Distributors must not provide educational grants to support Scholarships and Fellowships upon request from individual HCPs. Similarly, Distributors shall not have any involvement in any way in the selection of the HCPs who will benefit from the educational grant and this must be reflected in the written Grant agreement between the Distributor and the recipient HCO. Distributors may also consider requests for educational grants from Professional Conference Organizers ("PCOs") to support the attendance of HCPs at third-party educational conferences.



Commercial Sponsorship of Third-party Organized Educational Conferences

Where allowed under the Distributor's rules, trade association Codes of Conduct and by national laws, a Distributor may pay to be a commercial sponsor of third-party organized Educational Conferences, in order to advertise and promote itself and the products that it sells. All such sponsorships should be fully documented and any payment for promotion must reflect fair market value.

Grants & Donations

Where allowed under the Distributor's rules, trade association Codes of Conduct and by national laws, Distributors may provide grants and donations to HCOs, charities and PCO's, but it is critical that Distributors have a documented process (including application forms, review by an independent panel, written contracts to document all grants and donations made, etc.), and that the process is fully transparent.

No political contributions, charitable donations or educational grants may be made with the intent to improperly influence any act or decision by an HCP, HCO or Governmental Official. All such payments must (a) be in full compliance with all

local and international laws (b) serve a legitimate business or philanthropic purpose, and (c) be documented transparently in the Distributor's accounting system.

The types of grant and donation requests that may be considered include;

- Educational Grants
- Product Donations

Charitable Donations (e.g. Patient Education, Safety and Care)

Specific information on Charitable Donations, Grants & Sponsorships can be found on the Cook Medical Website under the Ethics and Compliance section:

[Click here](#)

Provision of Evaluation & Demonstration Devices

Demonstration products are non-sterile medical devices intended for use in patient education or to be used for confirming outward characteristics of medical devices such as shape, structure, and raw materials prior to the actual use of the device. Demonstration products may not be used for patient treatment.



Evaluation products are medical devices expected to be used in patient care or intended to be used for evaluating the medical device in a clinical setting prior to routine use.

Distributors may provide reasonable quantities of Cook product to HCPs and HCOs for evaluation or demonstration purposes at no charge to allow those HCPs or HCOs to assess the appropriate use and functionality of the products and determine whether and when to use, order, purchase, or recommend the products in the future.

Distributor must keep full and accurate records of any devices provided for demonstration or evaluation purposes.

Product Training

The key considerations when organizing product training for Cook products are as follows:

- Focus on the business purpose - you should only invite HCPs who need to know what is being presented. Other guests should not be invited;
- Only reimburse reasonable, justified out of town travel expenses such as travel, accommodation and meals;
- Hold product training sessions only at sites that are conducive to the exchange of information;
- Work with the supplier of your medical devices when planning any product trainings;



- Avoid inviting HCPs to attend training when they have already attended training on the same topic or medical device. If a HCP is being invited to attend the same training again there must be a justifiable reason for doing so; and
- When conducting virtual training that relates to Cook products, meals should not be provided or reimbursed for virtual attendees at the event.

Appointment of Sub-Distributors

Cook recognizes at times a Distributor may wish to appoint sub-distributors to sell and promote Cook products. It may do so only with Cook's prior written consent. If a Distributor wishes to appoint a sub-distributor it should contact the local Cook Governance & Contracts Manager.

It is important that prior to seeking Cook's consent the Distributor conducts a thorough due diligence on each proposed sub-distributor to ensure it is satisfied that its business practices are aligned with the expectations of both Cook and the Distributor. The Distributor must also ensure that any sub-distributor it proposes to appoint has agreed in writing to adhere to Cook's Sub-Distributor Minimum Terms & Conditions and receives anti-corruption training within thirty (30) days of appointment. Cook reserves the right to audit any sub-distributor on the same basis as the Distributor.

At all times the Distributor remains responsible for all acts or omissions of any sub-distributors it appoints.



DISTRIBUTOR WORK ENVIRONMENT

Employment Practices

Distributor will cultivate a work environment in which:

- Offensive, hostile, or intimidating behavior will not be tolerated;
- Sexual harassment of any kind, in any circumstance, will not be tolerated;
- Discrimination based on any personal characteristics such as gender, race, caste, ethnicity, color, national origin, religious or political affiliation, union membership, age, sexual orientation, pregnancy status, marital or family status, veteran status, or ability will not be tolerated; and
- There is respect and compliance with all applicable employment laws, including minimum legal age requirements, freedom of association, and the right to collective bargaining.

Employee Well-Being

Distributor will manage environmental health and safety issues, to promote a workplace that protects the health and safety of its employees.

Distributor will recognize, eliminate and prevent workplace hazards and environmental risks associated with its products, services and operations.

SECURITY, SAFETY, AND SUSTAINABILITY

Security

- Each Distributor shall provide measures necessary for physical security at all its facilities.
- Distributors shall implement and maintain supply chain security procedures designed to comply with all applicable laws and regulations.



Safety

- Distributors shall maintain appropriate controls, safety procedures, preventative maintenance, and appropriate protective equipment in compliance with all applicable laws and regulations.
- Distributors shall maintain written safety policies and systems to minimize workplace accidents and injuries.
- Distributors shall carefully assess necessary business activities and related facilities in order to comply with applicable environmental laws and regulations.
- Each Distributor shall immediately remediate any environmental hazards or problems it may cause.

Sustainability

- Distributors shall promote environmentally sustainable practices and sustainable use of natural resources adhering to all applicable laws and industry standards.
- Distributors shall strive to prevent pollution, reduce emissions, and reduce waste.





CONFIDENTIALITY, PRIVACY & DATA PROTECTION

Confidentiality & Privacy

- Distributors shall not use or disclose Cook's confidential information without Cook's express prior written consent.
 - Distributors must respect intellectual property rights of Cook and all other parties.
 - Distributors shall not exchange or otherwise disclose Cook confidential information with any competitor or other Distributor. Any information or data relating to Cook operations shall always be treated as strictly confidential unless that information is publicly available.
 - Distributors shall take the appropriate steps to safeguard personal information in compliance with all applicable legal requirements.
 - Distributors must comply with all applicable jurisdictional data privacy and security regulations.
- Distributors must report unauthorized disclosures of confidential personal information to Cook immediately (i.e., on the same day as discovery).

Confidential information includes, but is not limited to:

- » Requests for quotation
- » Cost Sheets
- » Profit/Asset information
- » Pricing/Purchase Strategies
- » Contact Details
- » Financial/sales/marketing information
- » Cook's intellectual property (IP), including operating processes which are Cook property and have not been disclosed to the general public
- » Personal information about Cook employees

- Each Distributor must enter into a confidentiality agreement with regards to any of the previously listed confidential information and to ensure company, worker, and patient privacy rights are protected.



Data Protection

It is Cook's intention to respect and comply with individuals' privacy and data protection rights as well as complying with its obligations under any laws or regulations governing data protection, privacy or security.

As a Distributor of Cook Medical you are required to comply with all applicable Data Protection laws, best practice and regulations in your jurisdiction as well as your contractual obligations with Cook in this regard. This extends to include having all appropriate notices and consents, technical and organizational security measures in place to protect the data and compliance with cross-border data transfers and in-country registration requirements (if any).

SOCIAL MEDIA & PRODUCT MARKETING

Social Media

Social media creates opportunities to champion the Cook brand, but it also creates risks and responsibilities. Social

media includes, but is not limited to, web technologies and sites such as blogging, microblogging (e.g. Twitter), photo sharing (e.g. Flickr, Instagram), video sharing (e.g. YouTube, Youku, Snapchat) livecasting (e.g. Periscope, Facebook Live), social networking (e.g. Facebook, LinkedIn, WeChat) and other social media applications (e.g. WhatsApp, Viber, Line). Distributors are required use social media in a responsible, lawful, and professional manner. Any queries on Cook's social media requirements should be directed to socialmedia@cookmedical.com.

Product Marketing

Where marketing material is created by a Distributor on behalf of Cook in respect of Cook products it must not be disseminated without Cook's prior written approval. Any material created must meet all applicable legal and regulatory requirements relating to claims made, functions, properties and likely associated risks associated with the product.



BOOKS, RECORDS & INTERNAL ACCOUNTING CONTROLS

Distributors shall:

1. Maintain books & records that accurately and fairly reflect all transactions, in reasonable detail, and retain such records for at least seven (7) years;
2. Implement and maintain internal accounting controls sufficient to provide reasonable assurance that transactions are executed only with management authorization;
3. Provide Cook, or its designated third-party auditor, full access to such books & records upon request.

TRAINING REQUIREMENT

Important: It is the responsibility of Distributors to make this document (in addition to all Cook-assigned training materials) accessible to all employees that perform business related to Cook products. Those employees must complete Cook-assigned anti-corruption and trade-compliance training upon hire/on-boarding and annually thereafter and all records must be maintained for seven (7) years.



We hope that you find this Distributor Code of Conduct helpful, and we look forward to working with you.