



CONTROLLED DOCUMENT

AURELIA® GLOVES

A SUPERMAX HEALTHCARE BRAND

QMS **Supermax Healthcare Ltd**

Document No: **PO-03**

Title: **Ethical Standards Code of Conduct Policy**

Revision No: **2.0**

Date Issued: **16th March 2021**

Page No: **1 of 10**

Signature of the Quality Manager:

 05/05/2021

Signature of the Managing Director:

 5/5/2021

1.0 Purpose

The purpose of the Code is to define and explain the principles and standards that Supermax Healthcare expects everyone to follow in conducting business activities for or on behalf of Supermax Healthcare, whenever and wherever that may be.

Supermax Healthcare expects all supply chain partners to commit to undertaking all business activities in a fair way, ensuring that anyone they deal with in the course of work is treated with honesty, integrity and respect and that we are all accountable for our actions.

The Code explains how to consider if the decision to be made is ethical and what the appropriate behaviours and responses are to enable us to maintain our integrity.

Any company or member of the supply chain must operate within the law as well as understanding and complying with Supermax Healthcare's policies, rules, codes and procedures.

Supermax Healthcare expects Suppliers to ensure that this Supplier Code of Conduct is communicated to their employees, parent, subsidiaries and affiliated entities as well as any subcontractors and to require their next tier suppliers to acknowledge and implement this Supplier Code of Conduct. This communication should be in the local language of the Supplier and provided in a manner understood by all.

This code is written without exception or compromise to these ethical values.

2.0 Scope

The Code applies to all individuals and companies who undertake work for Supermax Healthcare or on our behalf. This includes contractors, consultants, suppliers, distributors and any third party who provides services to Supermax Healthcare or to others on our behalf.



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3.0 Responsibilities

3.1 Suppliers undertake to read, understand and complete and sign this form.

4.0 Definitions

4.1 N/A

5.0 Related Documents

- | | | |
|-----|-------|--|
| 5.1 | PO-01 | Modern Slavery & Trafficking Policy |
| 5.2 | PO-02 | Child Labor Policy |
| 5.3 | ET-01 | Supermax Ethical Standards Code of Conduct |
| 5.4 | ET-02 | Maintenance of Ethical Standards |

6.0 The code of Conduct

6.1 Key Required Ethical Standards

The following standards are minimum expectations of Supermax Healthcare and of our suppliers.

1. Employment is freely chosen not forced.
2. Freedom of association for the workforce and supply chain members.
3. Identification documentation is not withheld.
4. Working conditions are safe and hygienic.
5. Child labour should not be used.
6. Living wages are paid.
7. No worker should pay recruitment fees.
8. Working hours are not excessive.
9. No discrimination is practiced.
10. Regular Employment is provided.
11. No Harsh or inhumane treatment is allowed.



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- 6.2 Supply Chain partners are expected to avoid any activity that may pose a conflict or be perceived as to conflict with the Supermax Healthcare' interests and relationships.
- 6.3 Supply Chain partners are expected to ensure that any suppliers of raw materials or products supplied for use in our products are subject to the same requirements.
- 6.4 In the engagement of any third party Supermax Healthcare needs to ensure that they are made aware of our Code of Conduct and obtain their agreement to act in accordance with it.

7.0 Policies and Ethical Standards

7.1 Compliance with specific policies and laws

The Supermax Healthcare company code covers many specific areas related to activity of internal Supermax Healthcare employees.

The areas of code, specific to 3rd Party Sources (suppliers, contractors, consultants and distributors) are the Employment Laws, Bribery and Corruption, and the Modern Slavery law (please see below), but generally all aspects should be considered.

7.2 Accounting

Supermax Healthcare are responsible for keeping accurate records and accounts that reflect all Company transactions. We must be able to fully account for all of our assets, liabilities, income and expenditure. Financial statements are prepared according to the regulations, rules and criteria in force.

Supermax Healthcare expects its Suppliers to honestly and accurately record and report all business information, and create, retain, and dispose of business records in full compliance with applicable legal and regulatory requirements.

7.3 Tax Compliance

Suppliers must follow applicable tax codes. Supermax Healthcare expects its Suppliers to comply with all applicable tax requirements, including, but not limited to payroll tax, value added tax (VAT), goods and services tax, income tax, sales tax, customs and import duties, use tax and property tax. Suppliers must not illegally evade taxes through any means, including, but not limited to, underreporting income, inflating deductions or expenses, laundering money, or concealing funds in offshore accounts.

7.4 Audits & Investigations

Supermax Healthcare are audited by various different regulatory bodies as well as awarding bodies. All employees are expected to fully cooperate in any audit being undertaken. Nobody should improperly influence, coerce, manipulate or mislead any individual or group of individuals conducting an audit.

The same principles apply to internal and 3rd party required investigations where individuals and companies are expected to cooperate and not knowingly make false or misleading statements.



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7.5 Bribery & Corruption

Bribery is the giving or receiving of a gift, payment or other benefit in order to obtain a commercial advantage. A bribe need not actually materialise, the fact that it was asked for or offered is sufficient.

All business dealings within Supermax Healthcare must be conducted in an honest and ethical manner, wherever we operate across the globe. We have a zero-tolerance approach to bribery and corruption and are committed to acting fairly and with integrity at all times. In dealings with anyone from private industry or government never:

- Offer or make any unauthorised payments
- Attempt to induce anyone to do something illegal or improper
- Offer or accept money, gifts or kickbacks or any other item of value, for obtaining contracts or business
- Make any offer of a contribution, whether in cash or in kind to support any political cause

Corruption is defined as the misuse of entrusted power or a breach of duty for personal gain.

Suppliers must comply with the anti-corruption laws of the countries in which they do business, including, as appropriate the UK Bribery Act, the United States Foreign Corrupt Practices Act ("FCPA") and any other applicable national or international law. Suppliers may not make any direct or indirect payments or promises of payment to foreign government officials or others for inducing that individual to use his/her position to obtain or retain business. In accordance with the UK Bribery Act and the FCPA, Supermax Healthcare expects its Suppliers to honestly and accurately record and report all business information, create, retain, and dispose of business records in full compliance with applicable legal and regulatory requirements.

7.6 Gifts and Hospitality

Supermax Healthcare does support the offering and receipt of modest non-cash gifts to and from business partners where appropriate for marketing purposes or, as long as the gift is occasional and not regular or repeated and is not given or received in an attempt to influence a business decision.

The offer of a gift may also be appropriate for other purposes such as expressing thanks or making a goodwill gesture. For example, we may offer promotional material such as pens; calendars etc. for marketing purposes or send a small token gift to a business partner as a Christmas gift. Receipt of such items is also acceptable.

If the estimated value of a proposed gift is worth more than £25, the Supermax Healthcare employee must obtain prior approval from their line manager, who will decide if the proposed gift is legitimate, proportionate and reasonable.

Suppliers must use discretion and care to ensure that expenditures on Supermax Healthcare personnel or representatives are reasonable and in the ordinary and proper course of business and could not reasonably be construed as an improper inducement or bribe, or otherwise violate applicable laws and/or regulations. In any case, gifts and entertainment cannot be offered such that they are construed as intended to influence the judgment of the recipient to secure unfair preferential treatment or gain improper advantage. A general guideline for evaluating whether a business gift or entertainment is appropriate, is whether public disclosure would be embarrassing to the Supplier, Supermax Healthcare, or the recipient. Suppliers are responsible for ensuring that acceptance of any business gift or entertainment is proper and could not reasonably be construed as an attempt by the offering party to secure favourable treatment or otherwise violate applicable laws and regulations.

7.7 Modern Slavery Law and Human Trafficking

Supermax Healthcare will strive to comply with the applicable laws in each country in which it operates or its goods are distributed.



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The use of forced, slave or child labour is not permitted, neither is the abuse or physical punishment of any individual providing work for, or on behalf of, Supermax Healthcare.

We will conduct due diligence with any prospective new supplier, distributor, contractor and customer to ensure that they meet the minimum legal requirements applicable to them in the country in which they are working from and satisfy ourselves, as far as we are able that there is no forced, slave or child labour occurring prior to setting up any contractual arrangements.

The Supermax Healthcare Policy on Modern Slavery and Human Trafficking prohibits modern slavery and human trafficking in its operations, in its supply chain, and by its business partners around the globe. This policy is consistent with our fundamental ethical values: integrity, mutual respect, responsibility, and corporate citizenship, as described in the Supermax Healthcare Code of Business Conduct. Supermax Healthcare employees, contractors, subcontractors, vendors and suppliers must not engage in any practice that constitutes modern slavery in any of their business activities. Supermax Healthcare Suppliers and business partners found to be in violation of this policy are subject to disciplinary action, up to and including termination of the business relationship. There shall be no unreasonable restrictions on workers' freedom of movement, or unreasonable restrictions on entering or exiting the Supplier-provided facilities. All work must be voluntary, and workers must be free to leave work at any time or terminate their employment.

7.8 Recruitment costs

No internal or supplier worker should be expected to pay for a job, the costs of recruitment should be paid by the business. Our suppliers and other stakeholder businesses are expected to respect internationally recognised human rights.

7.9 Identification Documents

No internal or supplier worker shall be subject to having their identification documents withdrawn. Such practice should not be tolerated.

7.10 Humane Treatment

Suppliers may not engage in harsh or inhumane treatment, coercion or verbal abuse of workers or any threat of such treatment. Discipline policies and procedures must be clearly communicated to workers.

7.11 Employment Laws

Supermax Healthcare is committed to creating a culture of treating everyone with respect and dignity. Individuals are expected to:

- Set high personal ethical standards for themselves
- Perform their job roles with integrity and comply with all company rules and procedures
- Feel comfortable raising questions or making suggestions or raising complaints without fear of reprisal or loss of dignity

Supervisors and managers are required to:

- Exhibit high levels of ethical conduct and encourage their teams to do the same
- Promptly report any unethical, illegal behavior or non-compliance to a more senior manager



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The above also act as a guideline for all 3rd party companies, work for, or on behalf of Supermax Healthcare and its supply chain.

7.12 Purchasing

At all stages during purchasing of products or services, this code of conduct must be complied with, for example:

- **Tendering** : As Supermax do not enter tender arrangements usually, the supplier approval process should be followed before purchase of products.
- **Supplier approval** : Suppliers will be approved only after provision of proof of ethical 3rd party audits, and policies.
- **Maintenance of supplier relationship** : The Supplier documentation and evidence will be continually reviewed.
- **Supplier relationship** : Supermax shall continually monitor for any suspected breaches in Code of Conduct policy.
- **Auditing** : Key suppliers should expect to be audited routinely. Part of that audit will be looking for evidence of ethical standards within the business.
- **At the end of contract** : Supermax believes in continued, long term supplier relationships, however, should such a relationship end, there may be cause to review the supplier relationship. Supermax will also ensure that supplier evaluations are archived and ensure that new supplier approval documentation shall be required if that supplier should be reinstated.

Supermax are aware that aggressive purchasing practices have been found to cause human rights and ethical standards violations, and so will avoid using processes or buying strategies, which put supplier ethical standards at risk. Processes such as:

- Aggressive pricing that does not consider sustainable production costs.
- Excessively short lead times
- Excessively high order volumes at late notice
- Inaccurate forecasting
- Late or extended payments
- Withdrawal from contracts at the last minute
- Unfair penalties for not meeting orders, despite last minute changes
- Inaccurate technical specifications



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7.13 Working Hours and Wages

Suppliers' employees shall not work more than the maximum hours permitted under applicable law. Wages paid to employees must be at least equal to the applicable minimum wage and any other applicable statutory benefits. Any overtime hours must be paid at the legally mandated pay rates as a minimum.

7.14 Discrimination

Discrimination on any protected grounds under the laws and regulations of the country in which we are operating is strictly prohibited and any allegations made will be taken seriously.

Hiring and employment decisions must be made solely on the basis of the skill, ability and performance of workers or employees. Discrimination on the basis of race, colour, religion, gender, sexual orientation, gender identity and expression, political opinion, or national origin is not permitted.

7.15 Harassment

All individuals that work for us or on our behalf have the right to work in an environment free from all forms of harassment, abuse, intimidation or physical violence.

The following are examples of behaviours that will not be tolerated:

- Behavior intended to intimidate, threaten or coerce any individual regardless of whether it is done verbally, physically or in writing.
- Threatened or actual physical violence.
- Activity of a sexual nature such as unwelcomed sexual advances, verbal or physical conduct of a sexual nature or requests for sexual favours.
- Using language or conduct which others may find offensive, derogatory or intimidating.
- Willful damage to property belonging to other persons or the company.

7.16 Debt Bondage

- The company and suppliers should not practice any form of debt bondage with its employees.

7.17 Protection of Company and third-party information

A number of employees will have access to confidential and proprietary information belonging to the Company or any of its third parties during the course of their employment. No confidential or proprietary information may be disclosed either during or following employment. Such information should never be used or disclosed without the authorisation of a Company Director.

In acting ethically, we must also respect the property rights of third parties except where this is permitted by a non-disclosure agreement or other confidentiality clause in any contractual document.



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7.18 Intellectual property, Publicity and Confidentiality

Many of our products are patented, have copyrights and trademarks. These are known as intellectual property. There is no right to use any Intellectual property without the prior authorisation from a Supermax Healthcare Company Director.

Supermax Healthcare prohibits the public disclosure of its name, logo, likeness, Supplier relationships, products, parts, designs or any other non-public information in any press release, prospectus, offer to do business, Customer list, or website, including, without limitation, product displays, without prior written authorisation. As a publicly traded company, disclosure of Supermax Healthcare' material non-public information could lead to violations of applicable securities laws. Suppliers must not disclose to others and will not use for their own purposes or the purpose of others any trade secrets, confidential information, knowledge, designs, data, skill or any other information considered by Supermax Healthcare as "confidential" or "non-public". Suppliers must safeguard and make only appropriate use of confidential information and ensure that all their employees do the same.

7.19 Data protection

It is necessary within our business to acquire, retain, use and disclose information about our employees, our distributors and third-party suppliers and contractors.

We will comply with the relevant laws and regulations in the countries in which we operate to ensure that the information we acquire, retain use and disclose is permitted by the laws and regulations in force in that area. In the UK we are registered with the Information Commissioner.

We ensure that out of date information is destroyed and that we only keep information for as long as is permitted by the relevant laws and regulations.

7.20 Responsible Sourcing

Suppliers must not incorporate materials or parts in materials, parts or services supplied to Supermax Healthcare that would violate any law or regulation because of the origin of the material, part or service. Suppliers must have a policy to reasonably assure that the tantalum, tin, tungsten and gold in the products they manufacture do not directly or indirectly finance or benefit armed groups that are perpetrators of serious human rights abuses in the Democratic Republic of the Congo or an adjoining country. Suppliers must exercise due diligence on the source and chain of custody of these minerals and make their due diligence measures available to Supermax Healthcare upon request.

7.21 Conflicts of Interest

Suppliers must avoid the appearance of improprieties or conflicts of interests. Suppliers must not deal directly, including engaging in contract negotiations, with any Supermax Healthcare employee that has a financial interest in the Supplier. Similarly, Suppliers must not deal directly with any Supermax Healthcare employee that is a spouse, domestic partner, family member or relative of the Supplier. It is the obligation of both the Supplier employee and the Supermax Healthcare employee to proactively disclose any of the aforementioned relationships.

7.22 Sustainability and Social Responsibility

Supermax Healthcare expects its Suppliers to conform to business practices that preserve and protect the environment, contribute to the social well-being of the communities in which they do business and have operations, and demonstrate



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accountability and transparency in sustainability performance. Suppliers must conserve natural resources, avoid the use of hazardous materials where possible, and promote activities that reuse and recycle.

7.23 Import/Export laws

Suppliers must comply with all applicable trade laws of the United States, the European Union, and any other nation relating to import/export matters, including the European Union Customs Code. This includes timely provision of all information necessary to comply with import requirements of the United States or other countries of destination, and not exporting any products received from Supermax Healthcare to any proscribed country listed in the U.S. Export Administration Regulations. Suppliers will state the country of origin on goods, packaging and invoices as well as provide proper documentation to support available free trade agreement claims.

7.24 Facility and Supply Chain Security

Suppliers must maintain adequate security at all facilities and implement supply chain security procedures designed to prevent the introduction of non-manifested cargo into outbound shipments (e.g. drugs, explosives, bio-hazards or other contraband) in alignment with applicable law, including the principles of the U.S Customs and Border Protection's Customs-Trade Partnership Against Terrorist (C-TPAT) program. Suppliers agree to provide required certification or security questionnaire responses related to C-TPAT.

Additionally, each facility must have written security procedures and maintain documented proof of the adequate controls implemented to guard against introduction of non-manifested cargo.

7.25 Whistleblowing

We are each responsible for living our values. If you become aware of a situation that may involve a potential or actual violation of the Code of Conduct or any applicable law, policy or procedure – whether intentional or unintentional – you must report the issue promptly. Doing so will allow Supermax Healthcare Ltd to address the issue and resolve it, ideally before it becomes a violation of law or a risk to health, security or Supermax Healthcare's reputation.

7.26 Reporting an incident or concern

Internally, any incidents should be raised to the Quality Manager, or the Managing Director, in good time.

Suppliers must work and direct employees in accordance with Supermax Healthcare's Whistleblowing Policy (Available on request). Supermax Healthcare can then be contacted confidentially.

7.27 Handling of Non Conformance

The business reserves the right to invoke its non-conformance procedures in the event of a supplier Non-Conformance with the ethical standards set out in this policy. This may lead to measures being brought into place to resolve Corrective and preventative measures. For more serious Non-Conformances or where a supplier fails to resolve Corrective measures requested, then this may ultimately lead to termination of the business arrangement.

8.0 REVISION HISTORY



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Revision No.	Summary of change	Change Control No:	Date:	By:
1.0	New Code of Conduct Policy	N/A	08/12/2020	DT
2.0	Improvement of Code of Conduct following guidance from Government. Clarification of purchasing requirements, Identification documents and recruitment fees.	11	16/03/2021	DT