

## Preamble

The employees of the Zimmer Group have jointly developed a group mission statement with core values. The Group Mission Statement expresses what our company stands for today and in the future and can be accessed at any time on the [Zimmer Group website](#).

We also acknowledge the United Nations Universal Declaration of Human Rights and the core labor standards of the International Labour Organization (ILO). These guidelines and agreements are fully applicable to and binding on all Zimmer Group employees worldwide and serve as the basis for our ethical standards.

This Supplier Code of Conduct is based on these principles. It defines the expectations regarding the behavior of our suppliers and specifies which standards and principles they must comply with in order to work with us. In this way, we support a trusting and ethical business relationship based on shared values.

Complying with the laws of every country in which we do business is the fundamental principle of Zimmer Group. This Zimmer Group Supplier Code of Conduct (“Supplier Code”) establishes standards for conducting business with the Zimmer Group. We expect our business partners to share our culture, values and business practices and to act in accordance with our Supplier Code of Conduct.

The Zimmer Group Code of Conduct applies to all companies. More specifically, this includes all subsidiaries of Zimmer Group GmbH (i.e., Zimmer GmbH, Zimmer GmbH Dämpfungssysteme, Zimmer GmbH Kunststofftechnik and Zimmer Systems GmbH) and Zimmer International GmbH (i.e., all foreign subsidiaries), as well as these two companies themselves.

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Created: Schanz, Tina	Reviewed: Frietsch, Markus	Released: Spinner, Julian	Training required: No	Page 1 of 5
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Scope of validity: Zimmer Group		Standards and laws: DIN EN ISO 9001:2015; DIN EN ISO 14001:2015; DIN EN ISO 50001:2018 LkSG		

The supplier is responsible for communicating the content of this Supplier Code of Conduct to its officers, directors, employees, agents, subcontractors and suppliers involved in the procurement and production process related to the products and services provided to the Zimmer Group.

## Legal conformity

The supplier must comply with all laws and regulations of the countries in which it does business, as well as the topics listed below. The Zimmer Group follows industry standards and our own Code of Conduct. We therefore expect our suppliers and their suppliers to also comply with these standards and to support them in their supply chain. We also acknowledge the United Nations Universal Declaration of Human Rights and the core labor standards of the International Labour Organization (ILO). These directives and agreements are valid and binding for all Zimmer Group employees worldwide without limitation.

## Respect toward other employees

The supplier must promote equal opportunities and treatment of its employees, regardless of their gender, ancestry, language, skin color, age, religion, sexual orientation, nationality or ethnicity, political affiliation, marital status, disabilities and/or other aspects. The supplier must respect the personal dignity, privacy and rights of each individual. There must be no inappropriate treatment of employees in any form, such as harassment, violence, abuse or exploitation. The supplier must provide appropriate remuneration and guarantee the applicable national statutory minimum wage and comply with the maximum number of working hours stipulated in the applicable laws. The supplier must recognize the right of free association of its employees in accordance with the local labor laws.

## Freely chosen employment

Forced labor of any kind is prohibited; this includes any work or service that is exacted from any person under the threat of punishment and for which the person has not offered themselves voluntarily, such as in the case of debt bondage or human trafficking. Forced labor does not include work or services that are covered by Article 2, paragraph 2 of the International Labor Organization's Convention No. 29 of June 28, 1930, concerning Forced or Compulsory Labor (German Federal Law Gazette 1956 II P. 640, 641) or with Article 8, paragraphs b and c, of the International Covenant on Civil and Political Rights of December 19, 1966 (German Federal Law Gazette 1973 II P. 1533, 1534).

## Prohibition on child labor

The supplier is obligated to comply with the principles of ILO (International Labour Organization) Conventions 138 and 182 of the core labor standards: Child labor is prohibited, and workers must not be under the age of 15 or under the minimum age specified by local law. Young people under the age of 18 are not allowed to carry out activities that could be dangerous. Student workers are to be managed, supported and remunerated in accordance with the applicable regulations.

## Employee health and safety

The supplier must assume responsibility for the health and safety of its employees. There must be measures in place to control physical and chemical hazards, accidents and occupational illnesses, as well as an appropriate system for health and safety management in the workplace. Reasonable steps must be taken to remove pregnant/nursing women from high-risk working conditions or to remove or reduce workplace risks to pregnant and nursing women. Employees must be trained and instructed on health and safety issues. If private or public security personnel are used,

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it must be ensured that the human rights of employees and other rights holders are respected (no unlawful physical or psychological violence may be used).

## Fair trade and competition laws

The supplier must not participate in bid-rigging, price fixing, market sharing, customer allocation, price discrimination or other unfair trade practices that violate applicable antitrust or competition laws. The supplier must adhere to fair business standards in advertising, sales and competition.

## Prohibition on corruption and bribery

The supplier must comply with all applicable anti-corruption laws and regulations of the countries in which it operates. The supplier must not offer or accept bribes or use any other means to obtain an improper or unlawful advantage. Bribes, kickbacks, payoffs and similar payments to government officials, private individuals or companies, or to Zimmer Group employees or agents acting on behalf of the Zimmer Group are prohibited. The Zimmer Group has a zero-tolerance policy for violations.

## Anti-money laundering

The supplier must comply with the applicable anti-money laundering laws and must not support money laundering. The supplier must conduct business with reputable suppliers, consultants and business partners who are involved in legal business activities and whose funds come from legitimate sources.

## Trade compliance

The supplier must comply with all applicable import and export controls and customs laws and regulations in the countries in which it does business. The supplier must comply with all applicable economic sanctions that its country imposes, including embargoed or sanctioned countries and controlled products.

## Conflicts of interest

The supplier must recognize and avoid conflicts of interest or even the appearance of a conflict of interest. It is the supplier's responsibility to notify the Zimmer Group of any conflict of interest that the supplier may have in connection with the performance of its business relations with the Zimmer Group. A conflict of interest is not necessarily a violation of the Supplier Code of Conduct, but failure to disclose it always is.

## Intellectual property protection

The supplier must respect intellectual property rights, including patents, trademarks, copyrights and process designs, and protect the confidential and proprietary information of the Zimmer Group. Any transfer or disclosure of technology or know-how must be carried out in a manner that protects intellectual property rights and is in compliance with local and international laws on data protection and data security. Violations are taken seriously, and Zimmer Group has a zero tolerance policy for violations.

## Data protection and data security

The supplier must comply with all local data protection laws for the protection of personal data, as well as the security and protection of data provided by the Zimmer Group, including private and sensitive information. Any transfer or sharing of data must be done in a way that protects that information from inadvertent or unauthorized disclosure, and any disclosure must comply with local and international laws.

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## Environmental protection

The supplier must act in accordance with the applicable legal and international standards regarding environmental protection and obtain all necessary permits, including but not limited to those for pollution, air emissions, hazardous substances and waste disposal. Measures must be taken to minimize environmental pollution and to achieve continuous improvements in environmental protection.

## Land rights

The supplier must respect the applicable land rights and prohibit any unlawful expulsion or deprivation of land, forests and waters the use of which secures the livelihood of one or more persons, particularly during acquisition or construction.

## Responsible procurement of minerals

The supplier must exercise due diligence to ensure that no conflict materials as defined by current EU directives are used in the products manufactured by the supplier or supplied to the Zimmer Group, either directly or indirectly, from restricted or sanctioned countries. Suppliers must provide the Zimmer Group with their due diligence measures upon request. The supplier is responsible for ensuring that conflict materials are responsibly sourced throughout the supply chain. The supplier is obligated to communicate and ensure compliance with the applicable regulations for the procurement of conflict materials to its own suppliers and to the suppliers of its suppliers.

## Monitoring and recording

The supplier must retain all records necessary to demonstrate compliance with this Supplier Code of Conduct and allow the Zimmer Group access to these records as needed. The supplier is solely responsible for compliance with this Supplier Code of Conduct by its officers, directors, managers, employees, representatives and agents.

## Violations of this Supplier Code of Conduct

If a supplier violates any of the requirements of this Supplier Code of Conduct, the Zimmer Group has the right to immediately terminate the supply relationship with that supplier. Violations of this Supplier Code of Conduct should be reported confidentially to the complaints hotline [complaint@zimmer-group.com](mailto:complaint@zimmer-group.com).

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## Declaration of acceptance of the Zimmer Group Supplier Code of Conduct

By signing below, we declare that we have thoroughly read the Zimmer Group GmbH Supplier Code of Conduct.

Furthermore, we confirm that we understand the requirements of the Zimmer Group GmbH Supplier Code of Conduct and that we agree to comply with them.

**Company:**

**Last name, first name:**

**Role in the company:**

**Place, date:**

**Signature:**

*This “Declaration of Acceptance of Zimmer Group GmbH Supplier Code of Conduct” must be signed by an authorized representative of the company and returned to the Zimmer Group.*

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