



MEDTECS GROUP

CODE OF ETHICS AND PROFESSIONAL CONDUCT

Message from the Chairman

Dear Colleagues,

The core values of Medtecs are “customer focus, “valuing our people”, and “sustainable practices”. We build these values into the fabric of our business to better the world’s health for everyone, everywhere. We are committed to playing our part and driving changes to safeguard the interests of our clients, employees, communities and our planet. To do so, we need to make ethical decisions and take the right action on a daily basis.

This Code of Ethics and Professional Conduct (the “Code”) of Medtecs Group sets out the core principles and standards under which we conduct ourselves in the workplace and the marketplace, and recognizes our continued commitment to ethical business practices wherever we operate.

Together, with the Code as a guide, we will continue to build upon our culture of integrity and meet the high standards that we have set for ourselves and our products to protect Medtecs and its long-term success. Thank you for your continued commitment to upholding our values and helping us to be the best total protective solutions provider we can be.



Clement Yang
Founder and Group Chairman

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Understanding and Applying the Code

The Code describes our commitments and requirements regarding compliance, ethical business practices, and personal conduct. It applies to employees and directors of Medtecs international Corporation Limited (the “Company”) and its subsidiaries (together, “Medtecs Group” or “the Group”), affiliates, and joint ventures that are majority owned or controlled by the Group, consultants, agents, temporary personnel, and those who act on behalf of the Group (“Medtecs Group Members”).

All Medtecs Group Members are responsible for understanding and complying with the Code, our related policies and procedures, as well as applicable laws and regulations.

Medtecs Group managers have the responsibility of setting the culture and being the role model with respect to the Code’s principles to help raise awareness of what is expected of each one of us within the Group. Managers should have periodic conversations with their teams about the Code and how it guides and informs day-to-day operations and interactions; managers should also use the Code to exercise oversight of business activities.

While the Code reflects our commitment to act ethically and legally, it does not describe every law and policy that might apply to every situation. There are other Group- and business-specific policies, as well as laws and regulations which may apply and which we must follow. In situations where the Code is in conflict with any law or regulation, the latter will prevail.

The Code is not an employment contract and does not change the terms of any existing employment contract or collective bargaining agreement that governs. However, if a Medtecs Group Member violates the Code or related Group policies, he may be subject to remedial or disciplinary action. We may also refer serious matters to public authorities for possible prosecution.

The Group’s Human Resources & Administration Department (HRAD), in consultation with the General Counsel, is responsible for the final interpretation of the Code and may revise the Code at any time subject to any applicable law or regulation.

Ethical Principles and Core Values

The core values of Medtecs are “customer focus, “valuing our people”, and “sustainable practices.” These values inform our business operations and decisions, helping the Company achieve our business and sustainability goals in a transparent, honest, and principled manner.

As a Medtecs Group Member, it is expected that you will:

- be honest in your dealings with others;
- respect your colleagues;
- pause, reflect, and, if needed, ask for guidance before taking any action;
- act in conformity with the laws and the Group’s policies; and
- speak out and stand up for what is right.

At the corporate level, Medtecs Group will:

- provide policies, training, and resources to guide Medtecs Group Members;
- enable a culture where each Medtecs Group Member feels comfortable to ask questions, speak up, and report concerns;
- listen to concerns when they are raised and act on them in a fair and timely manner;
- ensure that there is no retaliation against those who raise genuine concerns; and
- hold everyone to the same standards of behavior, regardless of position within the Group.

Decision Making and the Code

We expect that when faced with a dilemma or question about a decision or conduct, every Medtecs Group Member will act within the spirit of the Code and exercise the highest ethical standards.

When faced with a dilemma or question, you should consider the following:

- Will the decision or conduct at issue detract from my ethical reputation or that of the Group?
- Could the decision or conduct bring harm, embarrassment, or humiliation to a colleague or customer?
- Could the decision or conduct give the appearance of being unethical or unlawful?
- Would a report of your actions or decision appear unfavorable to others if presented on the evening news or on social media?
- Does the decision or conduct feel morally and ethically improper?
- Will you have to lie or bend the truth to justify your decision or action?

If the answer to any of the above questions is “yes”, then you must reconsider your approach and, if needed, ask for guidance before proceeding further.

Reporting/Speaking Up

If you have questions about the Code or its interpretation and application, or you require advice in dealing with a specific ethical dilemma, you should consult your manager, the local HRAD or Legal Department.

There are multiple channels through which you can raise concerns about potential violations of the law, the Code, or Group policies. We will investigate thoroughly reports made in good faith and will not retaliate against anyone for raising genuine concerns.

To report a concern:

- Talk to your manager, contact your local HRAD or Legal Department
- Get in touch with the General Counsel at christine@medtecs.com
- Email whistleblowing@medtecs.com.

No Retaliation

Any Medtecs Group Member who reports a concern in good faith cannot be subjected to any adverse employment action including:

- Unfair dismissal, demotion, or suspension
- Unfair denial of a promotion, transfer, or other employment benefit
- Bullying and harassment, either in person or online
- Any behavior that unfairly singles out or excludes the person.

Medtecs Group's Sustainability Council has primary authority and responsibility for the enforcement of this Code, and in the case of accounting, internal controls or auditing matters, subject to the supervision of the Audit Committee of the Board of Directors. The Council shall set taskforces to establish such procedures as may be reasonably necessary to create a culture of accountability and to facilitate compliance with this Code. If you have questions concerning this Code, you can contact the local Human Resource & Administration Department, or the local Legal Department for clarification. For more on ways to report breaches and the Group's commitment to protect whistleblowers, please refer to the [Whistleblowing Policy](#).

Respectful Workplace & Commitment to Diversity, Equity and Inclusion

Through our [Diversity, Equity & Inclusion Policy](#), we support inclusion and diversity, and prohibit harassment and discrimination based on race, ethnic origin, nationality or national origin, color, age, religion or belief, political opinion, sex and sexual orientation, gender, disability, marital or family status, and pregnancy and maternity. We are committed to fostering work environments that promote dignity and respect for everyone and where individual differences and the contributions of all team members are recognized and celebrated.

We do not tolerate any form of harassment, including sexual harassment or harassment of any kind based upon any of the protected characteristics listed above. Harassment can be verbal, physical, visual, or behavior that creates an offensive, hostile, or intimidating environment. Any type of harassment can result in disciplinary action up to, and including, termination.

We also prohibit bullying; intimidation; jokes or insults relating to any of the protected characteristic; distributing or displaying offensive pictures, videos, or cartoons; and using voice mail, instant messaging, email, or other electronic devices to communicate derogatory or discriminatory information.

Examples of harassment:

- Yelling or humiliating someone;
- Physical or threat of physical violence;
- Telling off-color jokes concerning race, sex, disability, or other protected classes;
- Unwanted sexual advances or invitations;
- Visual displays such as derogatory, racially insensitive, or sexually-oriented pictures or gestures;
- Physical conduct including assault or unwanted touching;
- Threats or demands to submit to sexual requests as a condition of employment or to avoid negative consequences.

Examples of bullying:

- Spreading malicious rumor or gossip;
- Excluding or isolating someone socially;
- Continued denial of requests for time off without an appropriate or valid reason;
- Establishing impossible deliverables;
- Withholding necessary information or purposefully giving the wrong information;
- Criticizing or belittling someone constantly.

Protecting Medtecs' Interests and Assets

Conflicts of Interest

A conflict of interest can occur when you engage in an activity or have a financial stake that detracts from or interferes with your full, loyal, and timely performance or might improperly influence the decisions you make on behalf of Medtecs. It's important to avoid activities or financial interests that interfere with your job performance, your loyalty to the Group, or the decisions you make on behalf of the Group, and to promptly disclose any relationships, associations or activities that could create actual, potential, or even perceived, conflict of interest to their manager, the local HRAD or Legal Department.

Conflicts of interest can arise in many ways -

Outside employment

When you work for, serve as a director of, provide consulting services to, or contract with another company or individual, a conflict of interest or the appearance of one may arise. Unless prior approval is given by Medtecs Group, you may not engage in any freelance or "moonlighting" activity or employment that:

- adversely affects the quality or quantity of your work for the Group;
- competes with one of the Group's core businesses;
- advances the interests of a supplier or customer with whom you deal over that of the Group;
- implies that the Group sponsors or supports your outside employment or work with another organization;
- harms the Group's reputation; or
- makes use of or interferes with the Group's time, facilities, resources, or supplies.

Interests in other businesses

We do not allow ownership interests in competitor, supplier, or customer businesses, except for minor investments in publicly traded companies. Investing in or lending money to a competitor is a prohibited conflict of interest. So, too, is having a financial or managerial interest in one of the Group's customers or suppliers with whom you or anyone who reports to you works. The only exception to this prohibition is that we allow minor investments in the publicly traded stock of competitors, suppliers, and customers.

An investment is "minor" if it is in an amount that will not:

- influence or appear to influence your decisions on the Group's behalf, considering your discretionary authority concerning our dealings with that company, your annual compensation, and other relevant factors; or
- influence the decisions of the company in which you have invested.

In any event, you may not own more than 1% of the outstanding shares of any such publicly traded company. If you have holdings that are (or grow to be) greater than these limits, notify your manager promptly and take action to reduce your shareholding to less than or equal to the maximum permitted.

When your spouse, domestic partner, or other relatives within the fourth degree works for, consults with, or otherwise has a financial interest in one of our competitors or a customer or supplier with whom you deal, a potential conflict exists. You must disclose any such interest to your manager or an HRAD personnel, who will then consult with the General Counsel to make sure that there is no appearance of improper communication or conflicted loyalty.

Corporate opportunities

You have a duty to advance the Group's legitimate interests when the opportunity to do so arises. It is inappropriate to take personal advantage of opportunities that are discovered through your position or with the use of Group property, information, or time.

Nepotism and close personal relationships

To avoid conflict of interests and the appearance of nepotism, avoid situations where you are in the position to supervise or make employment or contracting decisions involving a relative or someone with whom you have a close personal relationship.

While we do not prohibit the employment or retention of relatives and does not prohibit consensual relationships between co-workers as long as it does not impact business operations, it is important that individuals are not and do not appear to be improperly influenced by the existence of close personal relationships. You may not directly supervise, negotiate, approve, or otherwise participate in decisions regarding the hiring, retention, promotion, contractual engagement, compensation or any other employment terms and conditions of your spouse, domestic partner, immediate family members, or any person with whom you have a close personal relationship. Close personal relationship also includes other relationships (relatives, friends, romantic relationships, or significant others) that could influence your objectivity.

External Communication on Behalf of the Company

Only the Chairman, Chief Executive Officer, Chief Financial Officer and VP Finance are authorized to represent Medtecs Group to media and/or legal authorities. Employees should refer all requests for information or interviews to the local Marketing Department.

Confidentiality

The Group and Medtecs Group Members must maintain the confidentiality of all proprietary information. Proprietary information includes all non-public information that might be harmful to the Company and its customers and business partners if disclosed.

Confidential information can include:

- Customer lists
- Supplier lists
- Pricing strategies
- Trade secrets
- Terms of contracts
- Financial statements
- Marketing plans
- Company rules, regulations, policies and procedures
- Any other information that could damage the Company, its customers, or suppliers if it is disclosed

Privacy

Do not assume that your use of the Group's information system is private. Where legally permitted, we reserve the right to monitor, record, and review your use of the information systems or make copies of the records you process on the system, either remotely or by accessing the equipment, for such legitimate business purposes as: an investigation; a legal proceeding (during which we may legally be compelled to release company records to relevant authorities); to detect or prevent unauthorized access, use, or disclosure of proprietary information; or to obtain needed company records in your absence. Unless legally required, you will not receive prior notice of such activities.

Theft or misuse of Company assets

All Group assets should be used for legitimate purposes, efficiently, and for business only. Assets include facilities, equipment, computers and information systems, telephones, employee time, confidential and proprietary information, corporate opportunities, and company funds.

Actual or attempted theft or misuse of the Group's assets, including excessive or unauthorized use thereof, is prohibited.

Theft or misuse of Group assets can take many forms, including but not limited to:

- stealing supplies, equipment, documents, cash, or other tangible property;
- submitting falsified time sheets or expense reports;
- excessive use of telephones, computers, photocopy machines, company systems, company networks, or other equipment for non-business purposes; and
- using without authority of the Company's logos, brand names, or other trademarks, or any of the Group's proprietary information, trade secrets, inventions, copyrights, or other company property.

Intellectual Property, Confidential Information and Trade Secret

As with other Group assets, the Company's intellectual property, confidential information, and trade secret must be protected.

You must safeguard our intellectual property (including copyrights, trademarks, and patents), and confidential proprietary information just as you would all other important company assets. Certain commercially valuable confidential information, often called trade secrets or know-how, shall likewise be protected.

Examples of information that is considered confidential and/or may be a trade secret are:

- customer relationships and pricing plans;
- financial projections and reports;
- product designs and drawings;
- computer source code and data models; or
- prospective acquisitions or divestitures.

All documents, files, records, and reports that you acquire or create in the course of your employment belong to the Group. Employees may not access or remove from our offices such material unless authorized to do so.

If you are involved in an acquisition or other commercially sensitive transaction, you may be required to sign a non-disclosure agreement.

Periodically, we have authority to receive and use intellectual property or confidential or restricted information belonging to someone else. This might include licensed copyrighted materials or information learned in the course of a proposed transaction. You may not copy, use, or distribute others' intellectual property without the owner's permission. For instance, while someone may post content on a website or on social media, the owner may not have permitted companies to use the content for commercial purposes.

Only copy and use this information if your use complies with applicable laws and agreements with its owner.

Integrity and Fair Dealing

Antitrust & Competition Laws

We compete vigorously, but also fairly and with integrity, in compliance with antitrust and competition laws, which prohibit illegal restraints of trade, including certain types of agreements or conduct involving competitors, customers, or suppliers, or a single company with a dominant market position.

You are required to:

- Communicate the Group's products and services in a manner that is fair and accurate, and that discloses all relevant information;
- Consult the local Legal Department before engaging in any new practice that may affect fair competition;
- Use only publicly available information to understand business; customers, competitors, business partners, technology trends, and regulatory proposals and developments;
- Advise your manager immediately of possible violations of fair competition practices.

You should avoid:

- price fixing, bid rigging, and any other anti-competitive activities; and
- Unfair or deceptive trade practices or methods of competition, for example:
 - misleading advertising;
 - disparaging a competitor's product;
 - harassing a competitor; or
 - stealing trade secrets or other confidential business information.

Bribery and Facilitation Payments

Bribery occurs when someone offers, promises, solicits, gives, or accepts anything of value, or any financial or other advantage (e.g., kickbacks), in exchange for favorable treatment by an organization, government authority, official, or employee, or authorizes another to do any of the above. Bribes include cash payments, gifts, favors, or any item or service of value or any financial advantage.

Most countries and many local governments have in place laws prohibiting bribery and corruption. Many of these laws apply even when the wrongful conduct is committed outside the country's own borders and/or by citizens of other countries. Examples of

laws with extraterritorial reach include the UK Bribery Act and the US Foreign Corrupt Practices Act.

To comply with anti-bribery and anti-corruptions laws, Medtecs Group Members must avoid making or receiving any improper payments directly to or from another business, customer, customer's representative, or a government employee or official. This includes facilitation or "grease" payments to local officials, even though those may be considered customary. Do not offer, give, or receive from another party anything of value, or any financial or other advantage, in exchange for favorable treatment or with the aim of influencing the recipient's business decisions.

You must also not make any such payments indirectly through a consultant, agent, or other party performing services on our behalf and must keep accurate books and records so that any payments are honestly described and not used for unlawful purposes.

Prior to engaging a third-party who will be acting on behalf of the Company and as needed during the engagement, you must conduct appropriate due diligence to assess whether engagement of the third-party is permissible.

Anti-bribery laws also limit the offering or giving of gifts, entertainment, or gratuities, especially to government employees and officials, as the following section on Gifts and Entertainment explains.

Gifts and Entertainment

You should not solicit, accept, offer, or give gifts or entertainment that may influence or appear to influence your ability to make objective business decisions.

Gifts

Gifts of more than nominal value, frequent gifts or entertainment, or entertainment that is more than a routine social amenity can appear to be an attempt to influence you or the other party. Medtecs' policy is intended to prevent bribery and even the appearance of bribery with current or prospective customers, vendors, consultants, suppliers, and other business stakeholders. In addition to this policy, you must follow any stricter standards required by local regulations.

When dealing with non-governmental employees, limit your offer or acceptance of gifts, including products, personal services, or favors, to those valued at less than NTD 3000 or USD 100 per person or your local currency equivalent.

We reserve the right to modify the value specified in this subparagraph at any time. For government employees and officials, you shall comply with the local regulations or guidelines regarding giving gifts to government employees and officials.

These monetary limits are intended as a maximum, as any gift of more than nominal value might be suspect depending on the circumstances. Do not solicit gifts of any amount. Also, do not offer or accept any gift that is:

- not in compliance with the applicable local regulations.
- cash, cash equivalent (e.g., checks, money orders, gift cards of any kind), or securities;
- offered in exchange for something in return;
- given at a time when you and the other parties are negotiating a contract or are in a related vendor selection process;
- part of what might appear to be a pattern of giving frequent gifts, even if of nominal value;
- indecent or sexually oriented;
- illegal or in violation of the Code or any of Medtecs' policies;
- capable of adversely impacting our reputation; or
- intended to or may appear to be intended to influence the recipients' business decisions or be reasonably likely to improperly influence the recipients in the performance of their functions, or to cause the recipients to act improperly, or to be reasonably capable of causing improper actions.

Gifts or gratuities that fit any of these descriptions may be viewed suspiciously and possibly considered to be illegal bribes.

Remember that even lower value gifts are inappropriate if they are intended to or may appear to improperly influence the recipient. Lower value gifts may also be inappropriate if they are repeated.

If you receive or wish to give a gift valued at more than NTD 3,000 or USD 100 or the equivalent, or that otherwise may appear to conflict with these requirements, consult with your local Legal Department or the General Counsel.

Entertainment

Accepting or offering normal business entertainment such as a routine lunch, dinner, theatre, or a sporting event is allowed if it is reasonable, infrequent, and in the course of a bona fide business meeting or event intended to discuss business matters or foster better business relations.

As a guide, “normal” and “reasonable” business entertainment generally includes that which is valued at the same amount, per person, identified for gifts. Normal business entertainment is subject to the same limitations as those listed above for gifts, regardless of cost or value. Extraordinary events or entertainment that includes overnight travel generally are not appropriate. Lavish entertainment (for example, World Cup, Olympics) is allowed only if it meets strict company policies and with express prior approval by the highest-ranking executive in the office or the General Counsel. In addition, when considering entertaining government employees or officials, always comply with the stringent monetary limits set out in the Code and the applicable local regulations.

When in doubt, you should check with the local Legal Department or Office of the General Counsel before giving or receiving anything of value.

Gifts and hospitality register

All gifts and hospitalities (for example, meals, entertainment, or other gratuities) given or received that meet the thresholds established in this Code must be logged in the appropriate gifts and hospitality register system.

Anti-Money Laundering

Global laws prohibit schemes that make monetary proceeds arising from criminal activity appear legitimate. Medtecs Group prohibits any activities which could facilitate money laundering by suppliers, customers, or any other third party with whom we may have a business relationship.

You must never knowingly facilitate money laundering or terrorist financing, and must take steps to prevent inadvertent use of the Company's business activities for these purposes. You are required to immediately report any unusual or suspicious activities or transactions such as:

- attempted payments in cash or from an unusual financing source;
- arrangements that involve the transfer of funds to or from countries or entities not related to the transaction or customer;
- unusually complex deals that don't reflect a real business purpose; or
- attempts to evade record-keeping or reporting requirements

Contributions

The Group does not make political contributions. Employees are free to support any political party or entity on a personal level. However, this must be kept separate from the Group's business.

The Group may make charitable contributions to causes and organizations that are in line with the Group's vision, mission and core businesses. As a rule, ***Medtecs Group Members in their individual capacity are not permitted to respond to requests from individuals or organizations with a current or potential business relationship with the Group.*** All charitable giving or sponsorship requests are handled by the Group's local Marketing Department in each country. Please refer to the Group's [Charitable Giving Guidance](#) for more details.

Insider Trading

During the course of your employment, you may learn information about the Company, its associates, clients, business partners or other companies that is not publicly available (“inside information”). It is illegal for you to use inside information for personal gain or to share it with others.

Specifically, you are prohibited from:

- Buying or selling securities based on inside information gained in the course of business;
- Providing inside information or tips, or encourage another person to buy or sell securities based on inside information.

Employees are required to report suspected insider trading immediately to the Office of the General Counsel or to the Company’s Audit Committee. Please refer to the Group’s Code of Conduct for Dealing in Securities for more details.

Health and Safety

We manage our facilities in compliance with all applicable laws, including labor and employment laws, health and safety regulations and industry standards. To maintain compliance, everyone at our facilities must follow all of our safety protocols and procedures. Alert your manager and local HRAD immediately if you have any questions or concerns about possible health and safety hazards at any of our facilities.

Drug and alcohol-free workplace

Drug and alcohol use can pose a threat to safety and does not belong in our work environment.

Alcoholic beverages may only be served on the premises or at a company-sponsored event under certain circumstances with the advance approval of site leadership. Those attending functions where alcohol is served are expected to conduct themselves in an appropriate and professional manner.

We otherwise prohibit the use, possession, sale, manufacturing, dispensing, distribution, or purchase of alcohol or drugs (unless pursuant to a current, valid prescription issued by a medical professional) while on the job or on our property. We also prohibit Medtecs Group Members from engaging in work on behalf of the Company while impaired.

In addition to compliance with the Code, you must also comply with any applicable drug and alcohol policy issued by your business.

Environment

We are committed to reducing negative environmental impact where we can, and to abiding by the three principles on the environment that are set out in the United Nations Global Compact, which are to:

- support a precautionary approach to environmental changes;
- undertake initiatives to promote greater environmental responsibility; and
- encourage the development and diffusion of environmentally friendly technologies.

To satisfy this commitment, we will strive to use:

- sustainable and recyclable resources and materials with a minimum of waste;
- technologies, materials, and processes that have minimal impact on the environment, where possible; and
- suppliers and contractors that have the same objectives.

Use of Internet and Social Media

We understand that occasional personal use of the internet during work hours is reasonable and allows such use within reason. However, we do not allow internet use to support a personal business, political venture, or embarrass Medtecs Group and its customers in any way.

We respect the right of employees to use social media for personal and professional purposes. However, you are accountable for any information published online, and are required to:

- Reveal your relationship with the Group when commenting online on issues related to the Group;
- Respect the privacy of other Medtecs Group Members and refrain from publishing photos of them without their consent;
- Ensure any information they post related to the Group is accurate; and
- Comply with the rules of the social media sites they use.

You must not:

- Speak on behalf of the Company or the Group if not expressly authorized to do so;
- Share confidential information about the Group, its clients, stakeholders, or suppliers; or
- Post comments or pictures that could harm the Company's brand, reputation, or commercial interests.