



INTEGRA LIFESCIENCES ITALY S.R.L.

Model of Organization, Management and Control
(pursuant Italian Legislative Decree 231/2001)

[TRANSLATED FROM THE ORIGINAL ITALIAN VERSION]

Special Part H

Public Administration Relations Management

1. Special Part Aim

This Special Part aims to define do's-and-don'ts as well as control activities that all companies are required to adhere to and execute when interacting with Public Officials. For the purpose of *i)* preventing the risk of specific "231" relevant crimes commission as well as of *ii)* assuring correctness and transparency in conducting business activities.

In addition, this Special Part aims to provide Supervisory Body and all other control bodies with relevant information to perform its control activities.

Companies should adhere to, each to the extent applicable:

- Model of Organization, Management and Control, General Part;
- Standard of Business Conduct and Ethics;
- Delegation of Authorities in place;
- each and all other Company and Group documents addressing activities relevant for the Italian Legislative Decree 231/2001 compliance.

In general, all actions and behaviors in violation of existing and valid laws are forbidden.

2. Special Part Scope

This Special Part and, specifically, do's-and-don'ts as well as control activities detailed in subsequent chapters, apply to all Integra managers, employees, and other professionals involved with the below listed processes:

- relations with Public Administration for communications, authorizations and obligations;
- relations with Public Administration during inspections;
- relations with Public Administration for Commercial Activities, Marketing and Scientific Dissemination, Quality, Regulatory, and Market Access during institutional events.

3. Applicable 231 crime

231 crimes theoretically applicable to Integra Lifesciences Italy S.r.l. are the following:

- offences against the Public Administration (2rt. 24 and 25 Leg. D. 231/2001);
- corporate offences (including corruption between private parties) (art. 25-ter Leg. D. 231/2001);
- tax crimes (art. 25-quinquiesdecies Leg. D. 231/2001).

4. Do's-and-don'ts

Company representatives, involved in management of relations with Public Administration *i)* for communications, authorizations, and obligations; *ii)* during inspections; *iii)* for Commercial Activities, Marketing and Scientific dissemination, Quality and Regulatory and Market Access during institutional events, must:

- ensure that direct or mediated relations with public officials are managed in full compliance with laws and regulations;
- maintain correct, transparent, impartial and collaborative relationships with Public Administration officials, in line with principles contained in the Code of Ethics adopted by the Group.

During the preparation of the documents that will be sent or presented to the Public Administration:

- carry out diligently and promptly all the formalities required by the legislation / applicable regulations;
- ensure that all documents sent to or shared with the Public Administration (including documentation regarding tax obligations), prepared both internally and with the support of external collaborators / consultants, are complete, truthful, and correct;
- provide employees (internal and external) with adequate directives on appropriate behavior that must be adopted in formal and informal contacts with subjects of the Public Administration;
- ensure that the documents sent to or shared with the Public Administration are verified and signed by individuals with the appropriate approval authority;
- refer, without delay, to any hierarchical manager and the Supervisory Body any attempts at undue requests by Public Administration officials aimed, for example, at obtaining favors, illicit donations of money or other benefits, also towards third parties as well as any criticality or conflict of interest arise in the context of the relationship with the Public Administration;
- ensure regulatory update monitoring (e.g.: legal, labor law, tributary);
- guarantee tax expiry dates monitoring and ensure compliance with the declarations and payments;
- guarantee process traceability related to tax declarations transmission to competent Authorities and carried it out in compliance with laws and regulations.

During inspections:

- be collaborative with the Public Administration officials during inspections, providing exhaustively and timely documentation and information requested;
- guarantee, in case of inspections, that the Company is represented by authorized subjects based on proxies system and delegations and that inspections received and relative results are tracked;
- guarantee traceability of all the documents sent to the Authorities and requests / meetings / correspondence received and sent and, in general, of all the documentation produced during an inspection visit.

It is explicitly forbidden to:

- correspond, offer or promise, directly or indirectly, also under different forms of contributions (for example, sponsorships and donations), payments or material benefits to public officials or people in charge of public service or to people close to them, , in order to influence audits and inspections results;
- offer or promise, money or other benefits as remuneration for an illegal intermediation activity carried out by a third party that has existing or even alleged relationships with a public official;

- give or promise payments or other benefits to a third party, or to a person attributable to the latter, in order to generate undue advantages for the Company thanks to the intermediation exercisable by the latter towards a public official or public service representative by virtue of existing (because public or well-known) or fictitious relations;
- bribe healthcare professionals, in order to influence or manipulate documentation during tender preparation or management aimed to obtain medicines supply for health companies or hospitals;
- give in to recommendations or pressures from public officials or public service officers;
- keep misleading behaviors towards the Public Administration in order to induce it into assessment mistakes;
- omit information or present untruthful documents and declarations, in order to manipulate the Public Administration decisions;
- where obligations are carried out using the computerized / telematics system of the Public Administration, access without authorization, alter it and data entered, or use improperly or illicitly data processed, causing damage to the Public Administration;
- during the inspection present artifacts (altered, forged, omitted data and relevant information) to the Public Officials;
- hinder in any way the Public Supervisory Authorities in the exercise of the functions delegated to them by law;
- conceal or destroy, on the occasion of inspections carried out by the Financial Administration, accounting records or other documents whose storage is mandatory in order not to make the turnover or income rebuildable.

5. Relations with Public Administration for communications, authorizations and obligations

Below are the control activities in place within Relations with the Public Administration for communications, authorizations and obligations process.

- All documentation transmitted to the Public Administration in the management and execution of communications, requirements and requests for possible authorizations is prepared by the competent Function or, alternatively, by external consultants supporting the Company (by way of example, labor consultant and tax advisor);
- the Function Responsible performs reviews of the documentation and confirms it is accurate before submitting to the Public Administration ;
- all documentation transmitted to the Public Administration for authorizations and obligations executing is signed in accordance with the approval authority policy;
- all relations and obligations with the Public Administration are managed exclusively by subjects formally authorized by the Company, considering a specific power of attorney or proxy assigned taking into account role held and assigned responsibilities;

- all documents produced, sent and received concerning the relations with the Public Administration are filed by the appropriate department.

6. Relations with Public Administration during inspections

Below are the control activities to be put in place within Relations with the Public Administration during the inspection process.

- In case of inspections, public officials / public service officers are identified and registered on arrival;
- public officials / people in charge of public service are referred to legal;
- internal staff representing the Company during an inspection visit cooperates with public administration officers and must behave in compliance with relevant behavioral principles defined by the Company; where possible, at least two Company representatives participate in inspections;
- before delivery / transmission to Public Administration, the required documentation is verified for accuracy and comprehensiveness by the Head of the competent Function;
- inspection reports prepared by the Public Authorities are verified by the Function in charge of managing inspection visit and signed in accordance with internal powers and delegations system;
- all the relevant documentation, highlighting process and critical decision moments must be duly archived by the competent function.

7. Relations with the Public Administration for Commercial Activities, Marketing and Scientific Dissemination, Quality, Regulatory and Market Access during institutional events

The relevant control activities for the management of relations with the Public Administration, in the management of Commercial Activities, Marketing and Scientific Dissemination, Quality, Regulatory, and Market Access are the same reported in two previous sections (Paragraph 5 and 6).

With reference to relationships management during institutional events (e.g. conferences), Model addressees must take an appropriate behavior inspired by Code of Ethics principles, the anticorruption policy, and controls mentioned above.