

ZOLL®
an Asahi Kasei company

ZOLL Medical Corporation

Code of Conduct

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A letter from Eric Knudsen



As a global leader in medical technology, ZOLL holds itself to high standards. To succeed in our mission to improve clinical outcomes for patients and help save lives, we must act with integrity in everything we do.

The ZOLL Code of Conduct reflects our belief that every employee has a role to play in ensuring we are compliant with all applicable laws and regulations in an increasingly complex business environment. Each of us is responsible for knowing ZOLL's policies, using sound judgment, asking for guidance when necessary, and raising concerns if something doesn't feel right.

Our actions and the decisions we make every day are vital to maintaining the confidence of countless patients, providers, partners, customers, colleagues, and many others. Thank you for your commitment to doing the right thing and living up to the values that make our company trusted and respected worldwide.



Eric Knudsen, CEO

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Introduction

ZOLL® Medical Corporation and its divisions and subsidiaries ("ZOLL") created this Code of Conduct (the "Code") as the core documentation of our belief in ethical values and doing the right thing, every time. We encourage employees to find the best long-term solutions for patients, customers, healthcare professionals (HCPs), suppliers, and colleagues.

Commitment to Ethical Business Practices

ZOLL is committed to providing an honest and productive work environment that values teamwork, diversity, and open communication. We recognize complex questions can arise in what we do and expect our employees and partners to uphold the highest professional and ethical standards and always use good judgment and seek assistance if unsure of the appropriate path to take.

Mission and Values

ZOLL's mission is to improve patient outcomes and help save lives. Quality is ultimately defined by our customers' expectations. We believe that long-term, trusting business relationships are built on honesty, openness, and fairness.

Statement on Retaliation

ZOLL is committed to supporting the ethical actions of our employees and we do not allow any form of retaliation (whether by a manager, co-worker, or otherwise) against an individual because he or she raised a good faith question or report about a potential integrity issue. Our non-retaliation policy also extends to everyone who fully assists with or cooperates in an investigation or helps resolve an integrity question.

Code Purpose, Scope, and Limitations

The Code is the framework for ZOLL's expectations with respect to the conduct of its employees. It provides guidance covering a wide range of activities but cannot be expected to fully address every possible situation. As such, ZOLL expects its employees and partners to follow both the letter and the spirit of the Code and seek guidance with questions for areas that are not specifically addressed. This means you are expected to:

- Understand the areas covered by the Code, ZOLL policies and procedures, and applicable laws that apply to your job.
- Follow the applicable legal requirements of all locations where we do business.
- Conduct yourself in ways that are consistent with the Code, ZOLL policies and procedures, and applicable laws.
- Speak up if you have concerns or suspect violations of the Code, ZOLL policies and procedures, or applicable laws.
- When requested, certify that you have reviewed, understand, and agree to follow the Code and that you understand that following the Code is a mandatory part of your job.

Navigating Uncertainty

ZOLL's employees are dedicated to doing the right thing each and every day in locations around the globe. ZOLL relies on the integrity of its employees, their individual ethical compasses, and their strong moral courage to do the right thing and know when and who to ask for help.

Where to Go with Questions on the Code

When questions arise, we have the resources and expertise to provide guidance and solutions:

Line managers, divisional leaders, and corporate leaders are available to answer questions and are generally most familiar with the guidelines that apply to the business activities in your division, department, or team.

Human Resources can explain and answer questions about employment policies, benefits, and workplace issues.

Legal can help explain and interpret the Code requirements and can provide guidance about how to conduct business on behalf of ZOLL in compliance with the law.

Compliance can offer advice and guidance on our interactions with healthcare professionals, government officials, and on the privacy and protection of personal information of our stakeholders. Reach out to **compliance@zoll.com** for assistance.

Quality and Regulatory can explain and answer questions regarding the quality, safety, efficacy, and regulatory compliance of our products and supply chain processes.



Reporting Concerns

Employees, contractors, third parties, or anyone are encouraged to report concerns or violations regarding ZOLL's Code of Conduct to their immediate supervisor, a Human Resources manager, a senior leadership member, a Legal team member, or a Compliance team member.

In addition to these channels, individuals can report known or suspected violations anonymously through ZOLL's confidential helpline at zoll.ethicspoint.com.
This service allows for reporting misconduct or seeking guidance on ethical matters at any time.

Reports can be submitted via email to **compliance@zoll.com** or **dataprotectioninquiries@zoll.com**, by phone at (855) 409-0974, or online at **zoll.ethicspoint.com**.

Employee Responsibility

ZOLL employees should understand that their job performance directly affects patient lives and livelihoods. Employees are accountable and responsible for the quality of the work they produce. All employees are expected to act responsibly, fairly, and ethically in all dealings with customers, suppliers, distributors, consultants, and other ZOLL employees. Employees should not sign off on a document or process a product without inspecting it.

Manager Responsibility

Managers at all levels have a duty to foster a culture of integrity. ZOLL expects managers to serve as role models. Managers are responsible for ensuring that colleagues who report to them feel comfortable raising questions and concerns without fear of retaliation. Managers should also ensure that any concerns or questions are addressed in a professional and timely manner and that standards of integrity are not compromised to obtain business results. Managers should seek assistance from Legal, Compliance, or HR partners if a situation is brought to their attention that they feel would benefit from additional guidance.



Interactions with Patients, HCPs, and Customers

Patients and customers are a focal point of ZOLL's business. ZOLL believes that customer service is the key to ensuring business success. ZOLL customers should be acquired through professional sales interactions that highlight ZOLL's superior service and products, never through unethical or questionable conduct or relationships.

ZOLL does not offer payments, gifts, gratuities, or any other form of improper inducement to gain business. We do not reward people or offer illegal incentives to purchase ZOLL products or services. ZOLL is an AdvaMed member and follows the AdvaMed Code of Ethics, as well as other relevant industry codes of conduct. We operate within the bounds of generally accepted business practices in the countries in which we operate and within the laws and regulations governing our business in those countries. We expect all employees to comply with these policies.



Commitment to Quality

ZOLL's commitment to quality means taking responsibility for improving our working practices, helping our patients and consumers, and maintaining their trust. We are passionate about providing quality products and services, and seeking opportunities to constantly improve. ZOLL is committed to meeting or exceeding all quality standards set forth by the U.S. Food and Drug Administration and other regulatory bodies. ZOLL employees are responsible for reporting all concerns relating to quality to their supervisor or a leader within Quality Control or Quality Assurance. Please see your division's quality policy for more information.



Commitment to Customer Feedback

ZOLL is dedicated to measuring customer satisfaction, which enables us to think like our customers and work on their behalf. ZOLL regularly monitors our suppliers and vendors to ensure they are providing us with the highest-quality products. ZOLL is dedicated to enhancing our value to customers by developing new, safe, and effective products for our customers.

Anti-Bribery/Anti-Corruption

ZOLL conducts business in a transparent and ethical manner. ZOLL prohibits all forms of bribery and corruption, whether by employees, contractors, or other business partners. ZOLL representatives must never offer, promise, authorize, or provide a payment or benefit intended to improperly influence a government official, HCP, or any other person, including commercial entities and individuals, in exercising their responsibilities.

In our dealings with HCPs employed by or affiliated with government authorities, all such activities must comply with the applicable laws, regulations, professional requirements, and industry codes, including local transparency and anti-kickback regulations. Please see ZOLL's "Anti-Corruption Policy" for more information.

Anti-Trust and Fair Competition

ZOLL fully supports the principles underlying anti-trust and fair competition laws that ensure free and open competition in the marketplace. These laws are complex; therefore, any collaborative action with a competitor or any action that has the potential to have an improper anti-competitive effect requires prior review by ZOLL's Legal Department.

Advertising and Promotion

ZOLL educates a wide range of stakeholders on the safe and effective use of its products, technologies, and services. We provide truthful information so purchasers and users of our products can make informed decisions. We also follow all laws, regulations, and industry practices regarding the marketing and promotions of our products.

Global Trade

ZOLL operates on a global basis. We are responsible for complying with import, export control, and economic sanctions laws that govern the transfer of certain products, items, software, and technology, as well as the performance of some services and interactions with third parties. The laws and regulations of the countries in which we do business can be very complex. We follow these laws as well as our internal policies when importing and exporting our products. Please see ZOLL's "Export Control Policy" for more information.



Human Rights

ZOLL is committed to upholding human rights and fair labor practices. We strictly prohibit forced labor, child labor, and any form of unlawful discrimination, including discrimination based on race, color, religion, sex, gender identify, sexual orientation, national origin, disability, or any other protected characteristic. ZOLL adheres to applicable local labor laws and does not tolerate child or forced labor among our third-party partners. Our goal is to foster a positive, inclusive work environment that respects individual rights and is free from unlawful discrimination and harassment.

Political Activity

ZOLL encourages employees to personally engage in the political process, including volunteering and making contributions to candidates or other causes of their choosing based on personal beliefs and values. Since the laws governing political activities and contributions can be complex, employees' personal political involvement must not appear to be representing ZOLL. Nor are employees allowed to use ZOLL resources for political contributions. Employees and other ZOLL representatives are not allowed to solicit on behalf of a political party, candidate, or cause during work hours or on ZOLL property without written approval from ZOLL's Chief Executive Officer.

Procurement and Purchasing

ZOLL purchases many items necessary to support our work, such as parts for our research, development, and manufacturing activities; supplies and equipment for our offices; and catering services for our meetings. When making these and other purchases, we must act impartially toward vendors, suppliers, and other service providers. Employees are required to follow ZOLL's procurement and purchasing policies. Employees who are involved in tender processes or who offer to provide our products and services under a contractual agreement to a public authority must understand and follow the rules of public procurement.

Privacy

As a necessary part of business, ZOLL collects and stores certain personal information about employees, business partners, patients, healthcare professionals, and others. When we collect and process personal information, we must comply with applicable laws and ZOLL's privacy policies. ZOLL collects and uses any collected personal health information in accordance with the laws and regulations of the countries in which the information is collected and in which it does business.

Personal information should be collected only for legitimate business purposes, shared only with those who are permitted access, protected in accordance with security policies, and retained only for as long as there is a business purpose to do so. We also must ensure that third parties with access to personal information are contractually obligated to protect it in accordance with applicable data privacy and security standards.

Please see ZOLL's "Technology Use Policy" for information about related data-security rules.



Safe Environment

ZOLL is committed to providing a safe and secure work environment for our employees, contractors, and customers. The health and safety of all employees is a top priority in all our locations. We must constantly strive to prevent workplace injuries, illnesses, and environmental issues. You should immediately report any behavior or activity that jeopardizes the safety of your workplace or the environment.



Non-Discrimination and Prevention of Harassment

ZOLL is committed to a work environment free from harassment and discrimination. Harassment can take many forms—verbal or physical—and may result in a hostile work environment. Each employee is responsible for familiarizing himself or herself with ZOLL's Anti-Harassment Policy and observing this policy in all dealings with fellow employees, suppliers, and customers. Employees should behave appropriately both in our work setting and during attendance at ZOLL-sponsored events.

Respectful Interactions

ZOLL believes that each person deserves to be treated with civility and respect, regardless of role or level in the organization, and employees are expected to treat each other in a courteous and respectful manner. Each employee should consider the impact of his or her behavior and decisions on those around him or her and act accordingly. Being disrespectful through words or actions to patients, colleagues, customers, suppliers, or anyone else while doing business as a representative of ZOLL is unacceptable and will lead to discipline up to and including termination. ZOLL employees are expected to value diverse experiences and perspectives in the course of their work. We recognize that offering and encouraging differences of opinion in our workplace can foster creativity and challenge our thinking, both of which are key to creating the best work environment for our employees and the best outcomes for our customers.

Use of Social Media

ZOLL operates in the highly regulated healthcare sector. As such, it is important that employees are careful when posting to social media about their work-related activities. Employees can like, share, and otherwise support postings made by ZOLL's official social media accounts but should refrain from making claims, comparative statements, or other potentially regulated comments about ZOLL products and services on their personal social media accounts. If employees see any negative social media posts about ZOLL or our products, they should not respond or reply to the post but instead report it to Corporate Communications. Please see ZOLL's "External Communication Policy" for more information.

Actual, Potential, or Perceived Conflicts of Interest

ZOLL considers it to be a conflict of interest when a personal interest or activity does, or has the potential to, influence or interfere with that employee's job or negatively impact ZOLL's business. ZOLL's conflict of interest processes are designed to promote transparency, enabling managers to work with employees to navigate potentially risky situations.

Employees should refrain from participation in activities for which a potential conflict of interest exists without ZOLL's prior consent. It is the employee's responsibility to ask his or her supervisor if he or she is unsure whether a situation could present a conflict of interest.

ZOLL employees and contractors have an obligation to disclose all potential conflicts of interest to their immediate supervisor or manager, and leadership in ZOLL's Legal or Compliance departments. They will determine whether the potential conflict of interest presents an issue or is acceptable. Not all potential conflicts are prohibited but all should be reported to ensure compliance with the intent of the policy.

Some examples of conflicts of interest that must be disclosed include when you or someone in your immediate family:

- owns or has ownership interest in a company that perform services for a customer, supplier, or other business partner of ZOLL; or
- owns or has ownership interest in a company that perform services for a competitor of ZOLL or a distributor of a competitor of ZOLL; or
- has a financial or intimate relationship with an employee of a customer or supplier of ZOLL or with a clinician that prescribes ZOLL products; or
- hires a family member or causes a family member to be hired by ZOLL.

Further, employees are prohibited from taking advantage of opportunities (for themselves or their family members) that are discovered through the use of ZOLL's assets, property, information, or position.



Personal Investments and Outside Business Interests

ZOLL understands that many employees will have outside investments, such as retirement savings and other personal financial planning. This section is focused on those investments or outside business interests that could pose an actual or potential conflict with the employee's role with ZOLL. Employees should not directly invest in or own companies that do business with ZOLL or vendors in which the employee has a decision-making role impacting utilization. If an employee has an outside interest in a company that competes with ZOLL, provides services to ZOLL, or otherwise profits from the employee's work with ZOLL, that must be disclosed to ZOLL's Compliance or Legal departments for review.

Gifts and Business Courtesies

ZOLL's employees and contractors are not allowed to solicit gifts, entertainment, or recreation for personal use. Unsolicited gifts from vendors or business partners must be disclosed to your manager, who can direct them to be returned. Employees are never allowed to accept cash, gift cards, or other cash equivalents as gifts. Inappropriate gifts can undermine the integrity of our relationships with customers, vendors, and distributors, and they can create real or perceived conflicts of interest in our interactions with other third parties. While there may be appropriate business reasons for accepting business courtesies, such as meals at authorized events, ZOLL expects employees to use sound judgment to avoid real or perceived conflicts of interest.

Financial Integrity

ZOLL's employees are responsible for ensuring the accuracy and reliability of ZOLL's records. By maintaining accurate records, ZOLL can seek to assure legal and ethical business practices are being followed and prevent fraudulent or unethical activities. All transactions, including expense reports, should be fully and accurately documented and accounted for on the books and records of ZOLL in conformance with ZOLL's accounting policies and procedures.

Finance managers for ZOLL businesses, including foreign subsidiaries, have the responsibility to express their independent views to, and raise any significant issues with, the most senior local business or finance leader or corporate business or finance leader. Please see ZOLL's "Anti-Fraud Policy" for more information.

Protection of ZOLL Assets

ZOLL assets should be used for legitimate business purposes only. All employees should protect ZOLL's assets and ensure their efficient use. Theft, carelessness, and waste have a direct impact on ZOLL's profitability and are prohibited. Any suspected incident of fraud or theft should be reported for investigation immediately.

Intellectual Property and Confidential Information

ZOLL employees should be especially careful not to disclose confidential or proprietary information through sources such as email, telephone, voicemail, or forms of social media and should uphold ZOLL's good name both on and off company property.

"Confidential Information" means information that is not public information, which if disclosed could harm ZOLL in some way or violates ZOLL's duty to keep others' information confidential. Confidential Information includes but is not limited to financial information, reports, and forecasts; inventions, improvements, and other intellectual property; trade secrets; know-how; designs; software and related code; market or sales information or plans; customer lists; business plans, prospects, and opportunities; and personal employee information. Confidential Information includes the confidential information of others with whom ZOLL has a business relationship.

Please also review ZOLL's "Technology Use Policy" and "External Communication Policy."

Insider Trading

ZOLL prohibits employees from using any non-public information obtained in his or her capacity as an employee for his or her own or others' gain and/or to the detriment of ZOLL.

Additionally, ZOLL's parent company, Asahi Kasei Corporation, is a publicly traded company. All trades involving Asahi Kasei Corporation Securities ("AK Securities") require preapproval by ZOLL's legal leadership.

Employees are not allowed to:

- Trade Asahi Kasei Corporation securities, including shares traded on the Tokyo Stock Exchange and American Depository Receipts traded in the U.S., or have others trade AK Securities on their behalf, while in possession of material, non-public information concerning ZOLL or any other company in the Asahi Kasei group; or
- Communicate material, non-public information concerning ZOLL or any other company in the Asahi Kasei Group to others who may then trade AK Securities or pass the information on to others who may trade AK Securities; or
- Trade securities of any company to their own advantage through access to Confidential Information (see the section on Confidential Information in this Code).

Material information is anything—either good or bad—that could reasonably be expected to affect the decision of an investor in AK Securities and can include such items as information about financial results or forecasts; potential mergers or acquisitions; significant changes in management; success or failure of clinical trials; gain or loss of significant contracts or customers; significant new product development or approvals; future product recalls; or other information that is nonpublic (meaning it has not been widely disseminated to news services).



Violations of the Code of Conduct

ZOLL treats violations of the Code of Conduct seriously. Employees are expected to know, understand, and follow the Code throughout their work at ZOLL. If an employee has a question about any part of the Code, they are obligated to raise the question to their manager or other knowledgeable party to ensure understanding prior to signing. Violations of the Code are subject to discipline, up to and including termination of employment.