



OX Biomed LLC Code of Business Conduct and Ethics

August 2025

Version 1.1



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A Message from Leadership

At Ox Biomed LLC, we believe that doing the **right thing** in the **right way** each and **every day** is just as important as the innovative wound care solutions we bring to patients and providers. Our reputation is built on trust—trust from healthcare professionals, patients, partners, and regulators—and that trust is earned through our unwavering commitment to ethics, integrity, and transparency. This **Code of Business Conduct and Ethics** is more than a document—it's a reflection of who we are and how we hold ourselves accountable in every decision we make.

Each day we are challenged to uphold our values, comply with the laws that govern our activities, and notify others when there is a concern or question. This Code provides you with **guidance to make the right choices** in every situation. Please keep in mind that it is not simply the letter of the Code, but the spirit that we all must embrace.

Whether you're an employee, a Sales Agent, or a trusted partner, **you represent our company** and our mission every day. Please take the time to read this Code thoughtfully and keep its principles in mind as you go about your daily work. Understanding and applying these standards is part of our **shared responsibility** and **speaking up** when something doesn't seem right helps protect the integrity of our company and the people we serve.

Together, we can ensure that OX continues to **lead by example** and deliver on our promise to improve lives through ethical, compliant, and responsible business practices.

Stephen Stafford
Chief Executive Officer



1. Introduction

1.1 Purpose

At Ox Biomed LLC (“OX” or the “Company”), our mission is to deliver best-in-class wound care solutions that improve patient outcomes. This commitment is driven by our **core values**: honesty, fairness, respect, responsibility, integrity, trust, and sound business judgment.

These values guide everything we do. Every person representing OX—whether as an employee or a business partner—has a responsibility to act with integrity and uphold the highest ethical standards in all business activities. We are all expected to do the right thing, in the right way.

We believe that ethics and integrity are at the heart of responsible business conduct. **Ethics** provides the framework—a set of moral principles that guide how we act and make decisions. **Integrity** is the commitment to live by those principles consistently, even when no one is watching. Together, they form the foundation of our culture and define how we earn trust, uphold fairness, and demonstrate accountability in everything we do.

Every **Covered Person**—whether an employee, contractor, Sales Agent, or business partner—is expected to uphold the following standards of conduct outlined in this Code of Business Conduct and Ethics (**the “Code”**):

Act with Integrity – Demonstrate honesty, fairness, and sound judgment in all professional interactions, even when no one is watching.

Comply with Laws and Policies – Abide by all applicable laws, regulations, and Company policies at all times.

Seek Help and Report Concerns – Don’t hesitate to ask for guidance or assistance when faced with a challenging situation. Speak up about any known or suspected violations of this Code and do so without fear of retaliation.

Treat Others with Respect – Foster an inclusive, safe, and harassment-free workplace where everyone is treated with dignity.

1.2 Applicability

This Code applies to all employees, officers, directors, and affiliated personnel of OX and its subsidiaries, including employed full-time, part-time, and temporary staff



(“**Employees**”). It also applies to contractors, consultants, independent contracted sales agents and sub-agents, vendors, business partners, and other representatives who conduct business on our behalf (“**Third Parties**”). Collectively, these are referred to as “**Covered Persons**.”

Sales agents and sub-agents (“**Sales Agents**”), in particular, play a critical role in representing OX in the marketplace. We expect them to adhere fully to this Code, applicable laws, and the terms of their agreements with the Company. Maintaining alignment with OX’s ethical standards is essential to our success and reputation. To uphold these standards, Sales Agents are expected to diligently monitor their own conduct and maintain regular communication with the Company to ensure compliance.

All Employees, Sales Agents, and select other Third Parties are required to complete the Attestation at the end of the Code.

1.3 Seeking Help

While this Code provides guidance for many situations, it cannot anticipate every issue you may face. When guidance is not explicitly provided through this Code or OX’s policies and procedures, you are expected to exercise sound judgment and strive to “do the right thing in the right way.”

When in doubt, ask yourself?

- Is this consistent with OX’s values and policies?
- Is it legal and ethical?
- Would I feel comfortable if this decision were made public?
- Am I being honest with myself about my intentions?

If you’re unsure, **seek help**. Speak with your manager or reach out to Compliance (compliance@oxbiomed.com) or (775) 285-7750 prompt 5, Legal (legal@oxbiomed.com), or Human Resources (hr@oxbiomed.com). Seeking clarity is not a sign of weakness—asking questions, engaging in dialogue, and seeking guidance reflects a strong commitment to integrity.

1.4 Reporting Violations and Other Compliance Concerns

All Covered Persons are required to report any known or suspected violation of this Code. This includes potential breaches of applicable laws, regulations, Company policies, or procedures.

Raising a concern is not an act of disloyalty—it is a commitment to protecting the integrity and reputation of OX and everyone associated with it. Concerns or questions



involving suspected unethical or non-compliant conduct should be reported promptly to:

- Compliance compliance@oxbiomed.com
- Legal legal@oxbiomed.com
- Human Resource hr@oxbiomed.com
- Reporting Hotline (775) 285-7750, prompt 5

Reports will be handled discreetly and with care.

1.5 Confidentiality

You are not required to reveal your identity to when reporting concerns to the Reporting Hotline, however, providing your identity may assist OX in addressing your questions or concerns. OX will make every effort to protect the **confidentiality** of individuals who report concerns in good faith. While confidentiality cannot always be guaranteed—especially when a full investigation is required—we will handle all reports with discretion and sensitivity.

1.6 No Retaliation

Retaliation for raising concerns, seeking guidance, or reporting suspected misconduct in good faith is strictly prohibited. **Any form of retaliation**—whether direct or indirect—will result in disciplinary action, up to and including termination.

OX's No Retaliation Policy¹ applies to all Covered Persons, including leadership, who may also be subject to legal consequences for retaliatory actions.

1.7 Consequences for Non-Compliance

Violations of the Code, Company policies, or applicable laws and regulations—whether intentional or due to negligence—undermine the integrity of our organization and will not be tolerated.

Disciplinary action may include termination of employment or business relationships and may also result in legal consequences.

Discipline may also apply to those Covered Persons who:

- Direct or condone misconduct;

¹ The No Retaliation Policy is currently under development. Should you have any questions or concerns, please contact Compliance at compliance@oxbiomed.com.



- Fail to report violations;
- Obstruct investigations; or
- Retaliate against others for speaking up.

2. Conflicts of Interest

OX expects all Covered Persons to act in the best interests of the Company and avoid situations where personal interests interfere with professional responsibilities.

A **conflict of interest** arises when personal, financial, or other outside interests influence—or appear to influence—your ability to make objective decisions for the Company. This could include relationships with vendors, customers, competitors, or even activities outside of work that could affect your judgment at OX.

Examples include:

- Doing business with a company owned by a family member;
- Accepting gifts or special treatment in exchange for influence; or
- Having a financial stake in a competitor or customer.

Covered Persons must disclose any actual, potential, or perceived conflicts of interest as soon as they arise. Transparency helps protect our integrity and ensures we operate fairly and ethically. For additional guidance, consult the OX's Conflict of Interest Policy² or contact Legal or Compliance.

3. Use of Company Information and Assets

3.1 Confidential Business Information

As part of your work with OX, you may have access to **confidential or proprietary information**. This includes financial data, customer and Sales Agent information and contracts, supplier information, pricing and purchasing strategies, new product or marketing plans, potential acquisitions or investments, internal employee or patient information, and any other proprietary data.

You are expected to protect this information and use it only for legitimate business purposes. Do not disclose it to anyone outside the Company unless legally required or expressly authorized. This responsibility applies to information shared by OX as well as information provided by customers, suppliers, or business partners.

² The Conflict of Interest Policy is currently under development. Should you have any questions or concerns, please contact Compliance at compliance@oxbiomed.com.



Your obligation to safeguard confidential information continues even after your time with OX ends.

3.2 Intellectual Property

OX's **intellectual property**—including patents, trademarks, trade names, copyrights, trade secrets, and proprietary data—is a valuable asset. All Covered Persons must help protect it from misuse, theft, or unauthorized disclosure.

Similarly, OX respects the intellectual property rights of others, including competitors.

3.3 Company Assets and Systems

Covered Persons are expected to use Company Assets responsibly and only for legitimate business purposes. Misuse, theft, or waste of these resources harms OX's mission and is strictly prohibited.

"Company Assets" include physical items, funds, digital tools, and electronic systems, such as email, messaging platforms, and phone systems.

To the extent permitted by law, OX may monitor the use of Company Assets by Covered Persons. Users should have no expectation of privacy when using Company-provided tools or devices.

4. Privacy and Information Protection

OX is committed to respecting and protecting the privacy of everyone we work with—employees, patients, healthcare professionals, Sales Agents, and other partners. OX collects and uses personal data only for legitimate business purposes and in accordance with applicable laws, including HIPAA, HITECH, and state privacy regulations.

Personal information must be accessed, used, shared, and stored securely and only by those who need it for authorized business functions and in accordance with OX policy. All Covered Persons are responsible for handling sensitive data appropriately and reporting any suspected breaches or unauthorized disclosures.

OX safeguards employee and Sales Agent information related to payroll, benefits, and other HR matters with the same care. This obligation continues even after an individual's engagement with OX ends.



OX also takes patient and customer privacy seriously. When handling **health or personal data**, OX prioritizes de-identification where possible, limits access to those with a need to know, and follows all applicable regulatory requirements.

For detailed procedures, refer to OX's policies on handling Protected Health Information (PHI) and Personally Identifiable Information (PII)³.

5. Competition and Fair Dealing

OX competes honestly and fairly. OX is committed to following all applicable antitrust and competition laws and expects the same from every Covered Person.

You must **never engage in unfair or deceptive practices**, such as misrepresenting facts, manipulating data, or using confidential information improperly. Avoid discussing sensitive business topics with competitors—such as pricing, sales terms, customers, or territories—as these can lead to illegal or unethical conduct. Any agreements or informal understandings with competitors to fix prices, divide markets, allocate customers, or otherwise limit competition are strictly prohibited and may violate antitrust laws.

OX makes business decisions based on merit, service, and quality—not through collusion, coercion, or manipulation. If you ever receive or uncover competitor information you believe was obtained improperly, do not use it—report it immediately to Legal or Compliance.

6. Gifts and Other Items of Value

At OX, our business decisions must always be based on merit, not personal benefit. Covered Persons and their immediate family members **may not give or receive gifts**, entertainment, services, or other items of value. Giving and receiving gifts and gratuities may create the appearance that we are improperly influencing purchasing or other business decisions.

Modest, occasional business courtesies may be acceptable only if:

- They are not given to or received from healthcare professionals or government officials;
- They are infrequent and not solicited;
- The purpose is clearly business-related; and
- The item is of modest value and would be covered as a legitimate business expense by OX if not paid by another party.

³ The HIPAA and PHI Policies are currently under development. Should you have any questions or concerns, please contact Compliance at compliance@oxbiomed.com.



Providing gifts, entertainment, or anything of value to healthcare professionals is strictly prohibited—regardless of the item’s value. All relationships between healthcare providers and Covered Persons must be professional, transparent, and compliant with applicable laws and industry standards.

Covered Persons must never attempt to influence or reward healthcare professionals, patients, customers, or government officials through improper inducements. Any questions about what is permissible should be directed to Compliance or Legal before proceeding.

Refer to OX’s policies on Interactions with Healthcare Professionals⁴ and Gifts and Other Transfers of Value⁵ for additional guidance.

7. Discrimination and Harassment

OX is dedicated to creating a workplace where everyone is treated with dignity, fairness, and respect. OX is an equal opportunity employer and **strictly prohibits discrimination or harassment** based on race, color, religion, age, gender, national origin, ancestry, sexual orientation, disability, veteran status, or any other characteristic protected by law.

Harassment of any kind—including unwelcome sexual advances, derogatory comments, or conduct that creates a hostile or offensive work environment—is not tolerated. OX expects all Covered Persons to contribute to a professional, inclusive culture.

8. Quality, Health and Safety

At OX, **quality and patient safety are paramount**. As a distributor of skin substitute products, OX strictly complies with all applicable regulations, including Good Distribution Practices (GDP), FDA requirements, and relevant quality standards.

All Covered Persons are responsible for ensuring products are stored, handled, and transported in accordance with manufacturer guidelines and regulatory expectations to maintain safety and effectiveness. Promptly reporting any product quality issues, complaints, or adverse events is critical to protecting patients and maintaining trust.

⁴ The Interactions with Healthcare Professionals Policy is currently under development. Should you have any questions or concerns, please contact Compliance at compliance@oxbiomed.com.

⁵ The Gifts and Other Transfers of Value Policy is currently under development. Should you have any questions or concerns, please contact Compliance at compliance@oxbiomed.com.



Covered Persons must fully cooperate with audits, inspections, and corrective or preventive actions as needed. Our commitment to quality underpins our relationships with healthcare providers and our mission to improve patient outcomes.

9. Interactions with Outside Parties

OX's relationships with suppliers, Sales Agents, consultants, healthcare professionals, patients, and other third parties must be grounded in integrity, compliance, and patient safety.

OX does not tolerate unethical behavior—including bribery, inducements, or anything that could jeopardize compliance or reputation—from Third Parties.

All interactions with Third Parties must be transparent, lawful, and aligned with OX policies and applicable regulations, including those related to Good Distribution Practices, FDA requirements, and fair competition.

10. Exclusions and Debarment

OX is committed to conducting business in full compliance with all applicable federal and state laws, including **exclusion and debarment screening** requirements related to government healthcare programs.

As part of this obligation, OX conducts screening of individuals and entities against all relevant exclusion databases. OX screens the following groups:

- All Employees
- All Sales Agents, vendors, contractors, and business partners whose work relates to federal healthcare programs

In addition, Sales Agents and other Third Parties are responsible for screening their own relevant personnel and affiliates, including:

- Officers and directors
- Employees, subcontractors, sub-distributors, and agents involved in OX-related activities

No individual or entity who is excluded, debarred, or otherwise ineligible to participate in federal healthcare programs may engage in any business activity on behalf of OX. Any known or suspected exclusion must be reported to OX immediately.



For additional information, see OX's Exclusion and Debarment Policy⁶.

11. Accuracy of Business Records

Accurate, truthful, and complete records are essential to OX's financial integrity, compliance, and patient safety efforts. This includes financial data, clinical records, timekeeping, expense reports, sales documentation, and all other business-related records.

All Covered Persons must ensure **records are maintained honestly and timely**. Falsifying, misrepresenting, or omitting information is prohibited.

If you become aware of inaccurate or misleading entries, report them promptly to your supervisor or to Legal and Compliance. Maintaining integrity in our records strengthens trust with patients, partners, regulators, and colleagues.

⁶ The Exclusion and Debarment Policy is currently under development. Should you have any questions or concerns, please contact Compliance at compliance@oxbiomed.com.



Attestation to Comply with Code

Instructions: Employees, Sales Agents, and select other Third Parties are required to read and sign the below Attestation. If you are unable to complete the Attestation, you must contact Compliance at compliance@oxbiomed.com.

As stated in our Code of Business Conduct and Ethics (the “Code”), adherence to the law and the highest ethical standards of integrity is the foundation of everything we do. Meeting this standard and complying with all applicable laws and regulations does not just happen; it requires a commitment from each of us.

I acknowledge that I have read and understand our Code and I agree to abide by its provisions.

- I have read and understand the provisions of the Code;
- I must abide by the standards of conduct contained in the Code and in Company policies and procedures;
- I must complete all required compliance training; and
- I must speak up, using the resources listed in the Code, if I am in doubt as to the proper course of conduct or if I become aware of possible violations of our standards or the law.

Signature

Print Name

Date