



Code of Conduct

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Date of Approval

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Board of directors of Bentley Endovascular Group AB (publ)
2024-06-25

Code of Conduct

Bentley Endovascular Group AB (publ)

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1. CODE OF CONDUCT

- 1.1 Bentley Endovascular Group AB (publ) (hereinafter “**Company**”; Bentley Endovascular Group AB (publ) as well as its subsidiaries hereinafter “**Bentley**”, the “**Group**” or “**we**”) is an international medical technology company with headquarters in Sweden and subsidiaries in Switzerland and Germany. Bentley is passionate about the development, manufacture and marketing of innovative products for the minimally invasive treatment of vascular afflictions. Every day we work hard to serve the customers better, to improve and to make our products the gold standard in endovascular treatments. We are committed to ensure compliance with applicable laws, health & safety standards, ethics and quality and continuously improve our processes. Therefore, the Group established this Code of Conduct to lay down its values, principles and standards. All employees as well as the business partners of Bentley are charged with the responsibility of complying with this Code of Conduct (“**Code of Conduct**”). Our Code of Conduct is inter alia based on the UN Global Compact’s 10 principles for businesses in the area of human rights, labour issues, the environment and anti-corruption. We continuously assess compliance with this Code of Conduct. Bentley will not cooperate with third parties that do not strictly observe these standards or similar standards.
- 1.2 This Code of Conduct forms part of Bentley’s internal processes and shall be observed by all of its management, board members, employees and business partners (see p. 6).
- 1.3 This Code of Conduct is the umbrella for the following corporate policies, all of which are set out below:
- Diversity Policy
 - Environmental Policy
 - Anti-Corruption, Money-Laundering Prevention and Anti-Bribery Policy
 - Whistleblower Policy
- 1.4 By incorporating the Ten Principles of the UN Global Compact into strategies, policies and procedures, and establishing a culture of integrity, we at Bentley are not only upholding the basic responsibilities to people and planet, but we are also setting the stage for long-term success.
- 1.5 The Ten Principles of the United Nations Global Compact are derived from: the Universal Declaration of Human Rights, the International Labour Organization’s Declaration on Fundamental Principles and Rights at Work, the Rio Declaration on Environment and Development, and the United Nations Convention Against Corruption. The following are the Ten Principles of the United Nations Global Compact, and Bentley’s requirements related to these principles are set out in detail below.
- 1.6 **HUMAN RIGHTS**
- Principle 1: Businesses should support and respect the protection of internationally proclaimed human rights; and
 - Principle 2: make sure that they are not complicit in human rights abuses.

1.7 LABOUR

- Principle 3: Businesses should uphold the freedom of association and the effective recognition of the right to collective bargaining;
- Principle 4: the elimination of all forms of forced and compulsory labour;
- Principle 5: the effective abolition of child labour; and
- Principle 6: the elimination of discrimination in respect of employment and occupation.

1.8 ENVIRONMENT

- Principle 7: Businesses should support a precautionary approach to environmental challenges;
- Principle 8: undertake initiatives to promote greater environmental responsibility; and
- Principle 9: encourage the development and diffusion of environmentally friendly technologies.

1.9 ANTI-CORRUPTION

- Principle 10: Businesses should work against corruption in all its forms, including extortion and bribery.

2. HUMAN RIGHTS, EMPLOYMENT

2.1 Bentley undertakes to respect and support internationally recognized human rights and ensures that the activities of the Group do not directly or indirectly violate human rights, including forced labor, child labor, modern slavery and/or trafficked labour and any form of discrimination.

2.2 Bentley provides fair and reasonable working conditions and a safe working environment. We respect each employee's privacy. Bentley assumes responsibility for the health and safety of its employees and to promote equality of opportunities and equal treatment of its employees irrespective of colour, race, nationality, social origin, disability, sexual orientation, political opinion or religious belief, as well as gender or age. Bentley will not only observe strict safety standards, but also observe employment practices which are not only legally required, but in addition morally necessary. Mutual trust and respect are essential for and within the Group and its cooperation with third parties. Application and recruitment processes are open and transparent. We do not tolerate discrimination or harassment against another person.

2.3 Further requirements in relation to diversity are set out in the following policies:

- Diversity Policy

3. ETHICS

3.1 In all of our business transactions and in the communities we operate in, we are committed to act with honesty and fairness. We strive to do the right thing even if it would mean that we can lose a business opportunity. Each and every business practice must be performed in compliance with applicable laws. Responsible business practices are essential for an ethically correct performance.

- 3.2 This Code of Conduct tries to capture as many of the situations that one will encounter in the business as possible. It provides guidelines to be applied in good faith using reasonable judgment. But this Code of Conduct likely cannot cover each and every situation that you will be confronted with. We also have policies referred to in this Code of Conduct, as well as internal controls, that may go beyond the standards listed herein. Sometimes, these policies are more specific than the standards listed herein. It is required to follow the more specific policies in any case. Ultimately anyone shall adhere to both this Code of Conduct, further policies, own common sense, good judgment and conscience.

4. CORRUPTION AND BRIBERY

- 4.1 Bentley does not tolerate and does not participate in corruption or bribery in any shape or form. This includes, in particular, that Bentley does not offer, grant or promise any benefits to any party, including government officials and healthcare professionals, in order to attain an unfair advantage, in particular to obtain or retain business in an unfair manner, influence business decisions or secure any other advantage. Such benefits are not limited to cash or cash equivalents, but also extend to gifts, travel expenses, job offerings, donations and any other benefit directly or indirectly related to the counterpart.
- 4.2 Anti-corruption laws are complex, and the consequences for violating these laws are severe, both for Bentley and for you. If you are unsure whether you might be in compliance with those laws, or have any other questions on complying with anti-bribery laws, please do reach out to your superior for guidance.
- 4.3 Further requirements in relation to anti-corruption and anti-bribery are set out in the following policies:
- Anti-Corruption, Money-Laundering Prevention and Anti-Bribery Policy

5. ANTITRUST, TRADE LAWS AND LAW AGAINST UNFAIR COMPETITION

Bentley in particular complies with all applicable antitrust laws. Bentley will sell the products fairly and honestly on the basis of price, quality and service. We also comply with applicable international trade laws, applicable sanctions and we ensure not to enter into an agreement with an individual or entity identified on any of the applicable sanction lists. Bentley further observes all applicable laws against unfair competition and, in particular, we will not exchange any sensitive information (e.g. prices, customer names, costs, quantities etc.) with competitors.

6. DATA PROTECTION

- 6.1 Bentley complies with all applicable data protection rules (e.g. the European General Data Protection Regulation, GDPR) and ensures that any kind of personal data or other sensitive information is stored safely and protected against unauthorized access. Personal data (e.g. names of individuals, birthdays, addresses, phone numbers, email addresses) is only processed and transferred to third parties in accordance with these laws, which may require the prior consent of the affected individuals.
- 6.2 Further data protection requirements and actions are described in the
- Data Privacy Policy

7. MEDICAL DEVICE LAW, QUALITY AND CLINICAL EVALUATIONS

Bentley produces and offers medical devices of highest quality. Compliance with all applicable medical device laws and regulations as well as good clinical practice, including clinical evaluation or studies involving medical devices, is obligatory. Any agreements regarding clinical evaluations of Bentley's products with hospitals around the globe are ethically, scientifically and legally reviewed and of autonomous nature of any procurement-related decisions. Any product related complaint from the market will be immediately reviewed and any required actions are taken promptly in order to protect patient's safety.

8. HEALTHCARE PROFESSIONALS - DOCUMENTATION, SEGREGATION AND TRANSPARENCY

8.1 Any cooperation between Healthcare Professionals and the Group must be documented, at arms' length and transparent, which may require transparency towards the public. Any cooperation with healthcare professions and hospitals must be concluded without reference to and independent from sales transactions and procurement decisions. The only criterion for a customer choosing the Group's products shall be the quality and usability of the products, and no other item shall serve as incentive for a customer to procure, use or prescribe the Group's products.

8.2 Further details and requirements are, in relation to Bentley, set out in the following:

- Internal guideline: Code of Conduct for Sales and Marketing – Cooperation with Healthcare Professionals (not included in the Board policies)

9. HEALTH, SAFETY AND ENVIRONMENT (HSE)

9.1 Bentley is committed to prevent deterioration of the environment and minimize its impact on nature and the environment. Safety of our employees, contractors and customers and other people is key. Safety goes first, and Bentley is committed to extend safe practice throughout our business, from suppliers to end users. Bentley complies with applicable laws for the protection of the environment and waste disposal. Bentley will report on its sustainability programs on a regular basis.

9.2 Further details and requirements are set out in the

- Environmental Policy

10. ACCOUNTING AND RECORD-KEEPING

All books and records will be maintained in compliance with the applicable laws and regulations and Bentley's standards. No one at the Group is permitted to alter any books or records with the intent of providing false or misleading information for any purpose.

11. COMMUNICATION

11.1 Bentley is very keen to work with excellent employees, teams and partners. An essential cornerstone is good communication among each other, communicate events in an open and friendly way, improve each other continuously and prevent possible mistakes. Every employee

shall feel comfortable to directly reporting concerns of actual or suspected violations, without the fear of retaliation.

11.2 Nevertheless, we ensure confidentiality of all sensitive information. As a listed company, Insider trading is not permitted and may be punished as a crime. That means that any information which has not yet been communicated to the public may not be used to trade the Group's shares, whether direct or indirectly. The same applies for information related to our listed business partners.

11.3 Do observe the corresponding policies on information and insider trading:

- Information Policy
- Insider Policy

11.4 **CONFLICTS OF INTEREST**

11.4.1 Bentley exercises fair, objective, and impartial judgement in all business areas. We avoid involvement in transactions or activities that might be considered to be, or give rise to, a conflict. This does not only include third parties, but also transactions with management, shareholders, employees, and affiliates as well as their relatives. Transparency helps to avoid such conflicts.

11.4.2 Bentley is, on an ongoing basis, assessing situations that could potentially give rise to conflicts of interest. Similarly, all employees should take care in identifying situations where there may be a risk of personal conflict of interest and, when in doubt, consult the management of the respective company. Where possible, potential conflicts of interest are identified in advance and processes are amended to ameliorate them. Any potential conflicts of interest will be discussed by the Group management or the board of Bentley Endovascular Group AB ("Board"), which then decides on possible cautionary measures. Concerning related party transactions, reference is also made to the following policy:

- Related Party transactions policy

11.5 **CHOICE OF AND COOPERATION WITH BUSINESS PARTNERS**

Bentley attaches great importance to a trustful and demanding cooperation with its business partners, e.g. suppliers, service partners, distributors and agents. Each business partner of Bentley shall have the quality standards of the same level and ensure complying with the applicable law and this Code of Conduct, and each business partner shall confirm to adhere to this Code of Conduct and the policies applicable to his business. If there are indications of a violation of this Code of Conduct by a business partner of Bentley, the Group may audit its business partners. In doing so, Bentley and its business partner shall observe the applicable data protection regulations and, if necessary, conclude appropriate agreements. Breach of this Code of Conduct may be a material breach of contract and give Bentley the right to terminate the corresponding agreement.

11.6 **REPORTING AND TRANSPARENCY**

Bentley promotes transparency in communicating with shareholders, customers, business partners, suppliers and other stakeholders and reports on corporate governance and sustainability on a yearly basis.

11.7 TRAININGS

All relevant employees will be regularly trained in relation to this Code of Conduct and the policies listed below. Business partners may receive training on a case-by-case assessment, as they usually have comparable codes of conduct and can be made aware with the requirements set out herein without additional training. However, if a training is requested by the partner or deemed needed by Bentley, the partner(s) will be trained accordingly as well.

11.8 FINAL REMARKS

The Code of Conduct is reviewed regularly to determine effectiveness and areas of improvement. Bentley reserves the right to revise the Code of Conduct at any time.

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