



Code of Ethics & Business Conduct

A Message from Vlad Makatsaria, CEO

Welcome to LivaNova's Code of Ethics & Business Conduct. This Code sets clear expectations for how we work and make decisions, so we operate ethically and in line with laws and regulations everywhere we do business. Our Code is built to support LivaNova's Strategic Framework.

Our Strategic Framework brings everything together and turns our aspiration into action. It includes our Vision and Mission, our Strategic Imperatives and our Human Imperatives. At LivaNova, our Vision is to change the trajectory of lives for a new day, putting patients on a new path when other treatments have failed. Our Mission is to create ingenious medical solutions that ignite patient turnarounds. Together, our Vision and Mission sharpen our focus, reinforce why we exist, and unite us around the patients, caregivers and clinicians we serve.

Within this framework, our **Strategic Imperatives** — Inspired People, Impactful Innovation, Accelerated Growth and Operational Excellence — drive our way of doing business. Our **Human Imperatives** — Empowered Accountability, Curious Mindset, Constructive Collaboration and Thoughtful Humility — are our compass for how we work together.

This framework, and this Code, help us fulfill our Vision of changing the trajectory of lives for a new day.

This Code will help you navigate complex situations, including workplace conduct, confidentiality, conflicts of interest and our responsibilities to patients, customers and shareholders. It also addresses emerging areas such as social media and generative artificial intelligence, so we stay ahead in a rapidly changing environment. The Code cannot cover every scenario, but it will always point you toward doing the right thing.

If you are unsure what to do, pause and ask for guidance. Use your judgment, follow the spirit of our Code and speak up if something does not feel right or if you believe our Code is not being followed.

From our Board of Directors and Executive Leadership Team to our newest employees, everyone is responsible for honoring the trust patients, clinicians, partners and shareholders place in us.

I am proud of our company and culture, and I am confident that we will continue to grow LivaNova in a way that reflects our purpose and delivers on the promise of a new life for those we serve.

Sincerely,

Vlad Makatsaria

Chief Executive Officer (CEO)



Table of Contents

| | | | |
|--|----------|---|-----------|
| 1.0 Introduction | 3 | 4.0 Using and Protecting Our Information | 9 |
| 1.1 Where to Start | 3 | 4.1 Confidentiality and Proprietary Information | 9 |
| 1.2 Governance | 3 | 4.2 Intellectual Property (IP) | 9 |
| 2.0 Ethical Interactions | 4 | 4.3 Insider Trading | 9 |
| 2.1 Anti-Bribery and Anti-Corruption (ABAC) | 4 | 4.4 Artificial Intelligence (AI) | 10 |
| 2.2 Marketing and Promotional Practices | 4 | 4.5 Social Media | 10 |
| 2.3 Interacting with Healthcare Professionals (HCPs) | 5 | 5.0 People and the Environment | 11 |
| 2.4 Interacting with Patients | 5 | 5.1 Valuing People | 11 |
| 2.5 Quality of Products and Services | 5 | 5.2 Human Rights | 11 |
| 2.6 Antitrust/Unfair Competition | 6 | 5.3 Privacy and Data Protection | 12 |
| 2.7 Global Trade Compliance (GTC) | 6 | 5.4 Sustainability | 12 |
| 3.0 Working Responsibly | 7 | 5.5 Political Activities | 13 |
| 3.1 Conflicts of Interest (COI) | 7 | 6.0 Our Culture of Compliance | 14 |
| 3.2 Use of LivaNova Assets | 8 | 6.1 Our Compliance Program | 14 |
| 3.3 Health and Safety | 8 | 6.2 Asking Questions and Raising Concerns | 14 |
| 3.4 Accurate Books and Records | 8 | 6.3 Non-Retaliation | 15 |
| | | 6.4 Accountability and Disciplinary Action | 15 |



1.0 Introduction

1.1 Where to Start

Our Code of Ethics and Business Conduct applies to everyone at LivaNova, including our employees, Officers, and Board of Directors, as well as individuals and companies acting on LivaNova's behalf.

We realize choices can sometimes be tough. Our Code and Values will help you navigate the choices you face. You should understand and use the principles in our Code to help you make decisions.

When faced with a dilemma, generally ask yourself:

- Are my actions consistent with LivaNova's Mission and Values?
- Are my actions consistent with LivaNova's Code, Policies and Procedures?
- What would I advise a friend or a member of my family to do?
- Can I be proud of my actions?
- How might my actions be perceived if they were published in the news or on social media?

If you are uncomfortable with any of the answers, you should seek advice before taking action.

1.2 Governance

We are committed to achieving our business objectives in an honest, transparent, and accountable way. That is good corporate governance, and it is a key underpinning for the sustainable, long-term growth of our business.

You should comply with applicable laws, rules, and regulations wherever you work. Keep in mind that certain countries' laws may apply even when you conduct business outside of those countries. When deciding whether to apply the laws, rules and regulations of a country, the principles of our Code or any policy, use whichever is the strictest. Do not hesitate to ask questions if you are unsure what applies.

Supervisors are expected to be a role model for others. You are obligated to act and communicate in a manner consistent with our Code, policies, and procedures if you are responsible for supervising others, either directly or indirectly. You may be held accountable for the actions of those who break the law or breach our Code or LivaNova policies or procedures.

We stand by our actions and expect everyone at LivaNova to operate with integrity in all business activities. If laws, rules, or regulations are broken, or people disregard our Code or any of our policies or procedures, it may result in disciplinary action up to and including termination.



2.0 Ethical Interactions

2.1 Anti-Bribery and Anti-Corruption (ABAC)

Bribery occurs when someone is persuaded by gifts, payments, or other favors to behave improperly. Bribery also occurs when someone wants to receive a payment, gift, or favor, even a small one, to do what they ought to do as part of their job.

Offering or paying bribes to anyone, as well as providing the impression of doing so, is strictly prohibited regardless of the location of operation, the situation or who is involved. This extends also to agents or intermediaries acting on our behalf. Laws specifically prohibit bribery of Government Officials, which includes many Healthcare Professionals (HCPs) around the world with whom we do business, so it is imperative that we always act ethically in our business dealings.

Accepting or taking bribes, or what may possibly appear to be a bribe, is also strictly prohibited. We do not demand or accept any financial or other favor from anyone else for doing our job, or in return for securing business or work with LivaNova. We do not accept or take bribes as a way of persuasion to behave improperly or to breach LivaNova's policies and procedures. Should anyone be unsure if a certain gift or courtesy is improper, they must ask before accepting any such gifts or favors to make sure it is acceptable.



Who is a Government Official (GO)?



Any individual working for the government, a governmental entity/body/agency or a regulatory authority such as purchasing specialists, auditors, police officers or HCPs employed by public hospitals and practicing in therapeutic areas relevant to LivaNova.



What is a Government-owned, Government-controlled or Government-affiliated Entity?



A corporation set up by a national government, or in which the government has some level of control and/or affiliation, to carry out business transactions on its behalf or for its interest. Examples include: public institutions, public universities and public hospitals.



You become aware that a distributor of LivaNova is giving financial contributions to a local public hospital for which we are also participating in the tender bidding process. Is this okay?



No. Distributors, agents or any other third parties are prohibited from engaging in activities that LivaNova cannot do directly. Such financial contributions could create an inducement for a favorable decision in the tender process and are therefore prohibited.

2.2 Marketing and Promotional Practices

All materials and communications and statements about our products, in any form of media must be balanced, truthful and consistent with the approved label and local laws and regulations. In promoting our products, we provide information that is consistent with scientific evidence, leading medical practice and the approved labelling requirements in the countries where we operate. If you are unsure or unclear about statements you can make, ask Regulatory.



2.0 Ethical Interactions

2.3 Interacting with Healthcare Professionals (HCPs)

We respect and value the expertise and independence of HCPs. HCPs, such as physicians, nurses, physician assistants and other medical staff, must use their independent judgement to decide the best course of care for patients based on the HCP's training and expertise. We are committed to working with HCPs to provide them with timely and accurate information that will assist them in making independent decisions in the best interest of their patients.



You are planning on inviting an HCP to a LivaNova manufacturing facility. You know you need an appropriate and duly contracted engagement. The HCP informs you that she will not be able to attend unless she can bring her partner and their adult children with her. She is a very important potential customer, so you consider arranging travel for the family including a two-bedroom suite to accommodate them. Is this permissible?



No. While the engagement might be otherwise appropriate, providing travel and accommodations for anyone outside of the engagement, including family members, is prohibited. Providing such travel and accommodation for the HCP and her family could easily be perceived as an inducement for LivaNova business. Always follow LivaNova policy and, when in doubt, do not hesitate to reach out to your manager or Compliance for help.



2.4 Interacting with Patients

At LivaNova, we have the honor and privilege to develop and provide products that help people. While absolutely respecting the relationship between a patient and their HCP, supporting the care of patients is fundamental to what we do. All interactions with patients must be open and transparent and only occur as permitted by relevant laws, regulations and LivaNova policy. If you are in a role that may interact with patients or are considering any programs designed to interact with patients, you should receive additional training and/or request assistance from your Compliance partner.

2.5 Quality of Products and Services

When HCPs and patients use our products, we are committing to them that they are receiving a high-quality, fit-for-purpose product or service. In order to preserve that trust, quality is critical, and we must ensure our products meet or exceed our own internal standards, as well as the standards set by laws, regulations and our industry. It is essential that we honor the commitment we make to our customers and patients and hold ourselves and our suppliers accountable to those same standards.



2.0 Ethical Interactions

2.6 Antitrust/Unfair Competition

We at LivaNova believe in free and fair competition. We compete ethically and in respect of all applicable competition and antitrust laws in the jurisdictions in which we operate. Information regarding LivaNova's competitors, suppliers or customers must not be obtained illegally, nor should false information be communicated regarding our competitors. When interacting with competitors, or potential competitors, we do not share confidential information, which may impact how LivaNova competes.



Prior to the launch of an innovative LivaNova product, you are at a medical congress and are having lunch with several very good friends. They are now working for a competitor who is looking to launch a device in the same category. You are close friends and agree to keep the discussion private and, at one point, find yourselves discussing your potential price points for the new products. Is this conversation appropriate?



No, this discussion would not be permissible. Even though you are among friends, you may never share sensitive, confidential information with anyone outside of LivaNova. Discussions about pricing may also violate antitrust laws, and puts the company, and you, at risk.

2.7 Global Trade Compliance (GTC)

Many countries have implemented laws regulating the importing and exporting of goods, services and technologies across borders. LivaNova has a Global Trade Compliance (GTC) program to comply with relevant import, export and sanctions restrictions, rules and laws imposed by the laws of the countries of operation. GTC laws and regulations change frequently and often require specialized monitoring and analysis, including transaction testing.



3.0 Working Responsibly

3.1 Conflicts of Interest (COI)

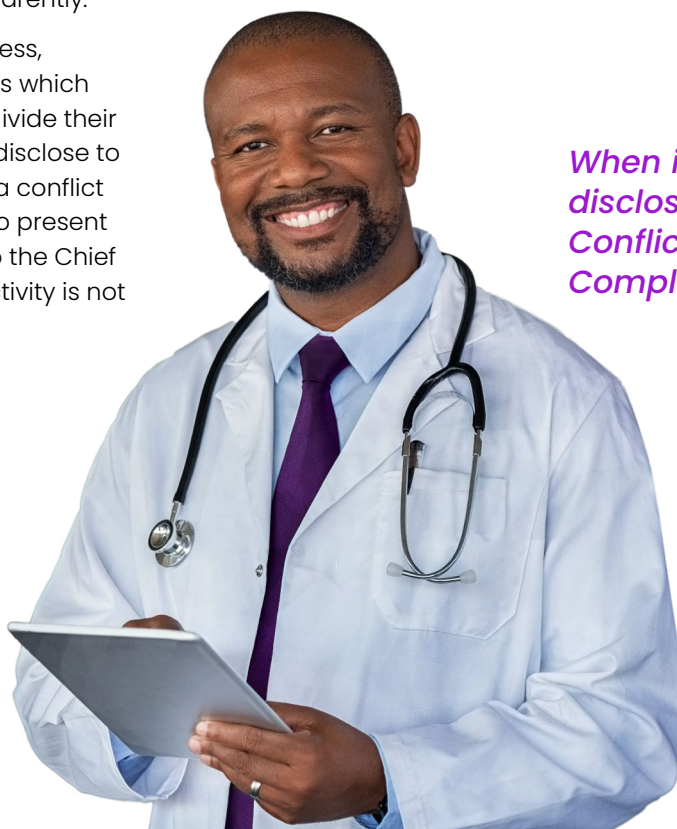
Operating with integrity means we avoid activities, relationships or situations that can create a COI. A COI arises when a personal interest, relationship or activity interferes with our ability to act in the best interest of LivaNova.

A COI can arise in different situations such as having a personal interest with a potential supplier or customer or where a family member or friend might gain a personal advantage as a result of your position at LivaNova. During our careers there may be occasions where a conflict, or a potential conflict, might arise. The key is that we use our good judgement to disclose situations where there is, may be or where there appears to be, a COI. The best time to address a COI is before it arises. It is important that you disclose any actual and potential COI immediately to your Compliance partner so we can discuss how it can be managed appropriately and transparently.

Every Board Director and Officer has a duty to avoid business, financial or other direct or indirect interests or relationships which may conflict with the interests of LivaNova or which may divide their loyalty to LivaNova. Each Board Director and Officer must disclose to the Chief Legal Officer any conflict or any appearance of a conflict of interest on their part. Any activity which even appears to present such a conflict must be avoided unless, after disclosure to the Chief Legal Officer and to the Board, it is determined that the activity is not harmful to LivaNova or otherwise improper.

Examples of actual, potential or perceived Conflicts of Interest that must be reported:

- Working for LivaNova and having a second job at a hospital where LivaNova does business
- Receiving two free tickets to a football match from a supplier with whom LivaNova has a manufacturing contract
- An invitation to be a member of the board of directors for another medical device company
- Dedicating time to working on your new business during LivaNova working hours
- Having a personal relationship with the owner of a potential distributor for LivaNova products



When in doubt, reach out and disclose any actual or potential Conflict of Interest to the Compliance team.



3.0 Working Responsibly

3.2 Use of LivaNova Assets

We are stewards of LivaNova assets, and thus we have the responsibility to protect and use LivaNova assets, such as physical property, money, computer equipment, intellectual property, data use, trade secrets and know-how with care and to ensure their efficient and proper use for the benefit of LivaNova's mission. Each and every one of us is accountable to one another and shares that duty of care for LivaNova. Furthermore, LivaNova shareholders trust that LivaNova assets are not lost, stolen, misused or wasted.

3.3 Health and Safety

We all have a responsibility to ensure that everyone has a safe working environment and goes home healthy at the end of each day. Our policies and procedures help to ensure that our working environment stays safe and healthy, and each of us is responsible for following those policies and procedures without exception. Each person is responsible for making sure they are fit for work each day they report to work at LivaNova. This also means not being under the influence of alcohol or drugs and being physically and mentally fit to perform our jobs. We expect that all people working at our sites respect all of our health and safety requirements. You have a responsibility to stop immediately and report unsafe conditions or behaviors, including the work or activities of colleagues, contractors, or visitors at our sites, if you think they are putting their health and safety, or that of others, at risk.

3.4 Accurate Books and Records

Our financial and accounting controls are designed to ensure that shareholders and other stakeholders are not misled about our financial status. All the information we record in our financial books and records should be truthful, accurate, complete and timely. These records serve as a foundation for any financial reporting as a publicly traded company. Any reports or documents disclosed publicly or provided to a regulator must be accurate, complete and timely.



You are an employee working on a database for an urgent project over the weekend and don't have your laptop at home. You plan on asking a colleague to email the database to your personal email address in order to work on it on your personal laptop at home. Is this ok?



No. Transmitting Company data to your personal email or device is not acceptable and exposes you and the Company to potential liability. Remember, always use a LivaNova-approved platform to conduct LivaNova business.



4.0 Using and Protecting Our Information

4.1 Confidentiality and Proprietary Information

Our confidential and proprietary information is one of our most valuable assets. LivaNova information that is not publicly available is considered confidential and proprietary. Proprietary information includes research and development projects, new products, trade secrets, business plans, specific business know-how, manufacturing processes, supplier and customer contract terms, pricing, sales figures, bids, quotes, pricing proposals, responses to tenders and non-public financial results or any other information which might be of use to competitors or harmful to LivaNova if disclosed or, if used for investment purposes, would violate insider trading laws. We must be vigilant to be able to recognize and understand what is confidential and to safeguard that information to prevent its unauthorized use or disclosure. Protecting our confidential information helps protect our efforts, research and development investment and data related to innovation of products and services. Failing to protect confidential information can negatively impact our ability to develop products and could lead to making us less competitive and exposing individuals to legal liability.

4.2 Intellectual Property (IP)

Our IP is vital to the success of LivaNova. We invest in its development and protect it by obtaining patent, copyright, trademark, design right or trade secret protection. We shall take precautions to prevent inappropriate disclosure, use and loss of such information, and focus on generating and protecting LivaNova IP rights, all to preserve and create value for LivaNova. We shall respect the IP rights of others and not knowingly infringe others' valid patents, trademarks and/or copyrights.

4.3 Insider Trading

Insider information is information that is material and not public, which generally means information that a reasonable investor does not have. It is illegal to trade securities based on insider information. From time to time, you may have access to material, non-public information about LivaNova or other business partners. Such information cannot be used to purchase, sell, donate or otherwise transact securities (e.g., buy or sell stock). You also cannot share this information with others outside LivaNova, as you can subject yourself and others to potential criminal liability.



4.0 Using and Protecting Our Information

4.4 Artificial Intelligence (AI)

AI, including generative AI, encompasses developing technologies related to innovative machine learning algorithms that can create new content based on existing data including images, text, analysis and other forms of media.

At LivaNova we are committed to using AI in a responsible and transparent way and ensuring that anyone working on our behalf does the same. Any AI development and output must be rigorously checked and substantiated, and the use of any AI system must be vetted to ensure it has a clear purpose and objective and complies with laws and regulations, including privacy and data requirements. As such, use and output require pre-approval from appropriate IT, CISO and Legal functions.

4.5 Social Media

Social Media has transformed the way people communicate and share information. LivaNova embraces the use of social media to inform, educate and engage patients, customers and stakeholders about LivaNova.

LivaNova conducts business in a highly regulated space, which means the use of social media on its behalf can:

- Pose risks to LivaNova's confidential and proprietary information, reputation and products,
- Expose LivaNova to discrimination and harassment claims, and
- Jeopardize LivaNova's compliance with applicable laws and regulations.

For these reasons, only authorized personnel may engage in social media on behalf of LivaNova.

Reminder: Employees must always use a LivaNova-approved platform when engaging in Company business. Personal email accounts or external messaging platforms (e.g., WhatsApp) are never to be utilized for business purposes by employees due to the security risks these may pose.



5.0 People and the Environment

5.1 Valuing People

Everyone should be treated with dignity and respect. At LivaNova, we value diversity and welcome all employees and partners regardless of their race, gender, nationality, ethnic origin, religion, age or sexual orientation. Discrimination, bullying, intimidation or harassment is not acceptable in our workplace.

LivaNova is committed to meeting legal requirements about workforce labor. Everyone has the right to choose whether to belong to a union or works council and to bargain collectively.



One of your colleagues sends a weekly email to your internal team called the "Monday Funnies." Some of the jokes are offensive and inappropriate but they don't personally offend you. You just delete the email each week and don't respond to it. Is this the best course of action?



No, in ignoring this inappropriate behavior, you are choosing to accept it. How each of us behaves at LivaNova is a reflection of the Company itself. Reach out to the colleague and advise them to stop. If it doesn't stop, talk to your manager, Human Resources or someone in Compliance.

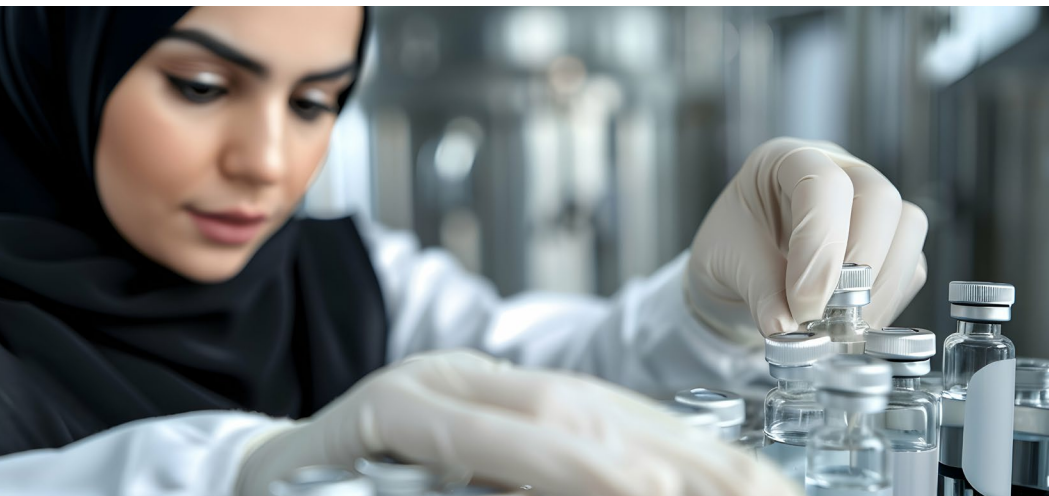
5.2 Human Rights

Respecting human rights is a key requirement for us. At LivaNova, we support the goals of the California Transparency in Supply Chains Act of 2010, the United Kingdom Modern Slavery Act of 2015 and the United States Securities and Exchange Commission Dodd-Frank Wall Street Reform and Consumer Protection Act. In line with these requirements, we respect human rights in our workplace and in our supply chains, as we are committed to eradicating modern slavery, human trafficking and other human rights abuses or corruption. Any form of slavery, including unfair wages, debt bondage, child labor or forced labor in our operations or in the operations throughout our value chain (including consultants, suppliers, distributors and other business partners), as well as anyone working on our behalf, is not tolerated.

To learn more, view our [annual Modern Slavery Statement and Conflict Minerals Statement](#).

Learn More About Our Efforts

At LivaNova, we are committed to the highest ethical standards and compliance with laws and regulations related to slavery and human trafficking. As part of our initiative to identify and mitigate risks relating to modern slavery and conflict minerals, LivaNova is continuously working to further improve our policies and practices to ensure: 1) modern slavery, other human rights abuses and corruption do not exist within our own business operations or supply chains, 2) materials and services provided to or from LivaNova are transacted only with third parties who share our same level of commitment to eradicate modern slavery, and 3) we minimize the negative environmental and social impact on local communities from our manufacturing plants and commercial facilities.



5.0 People and the Environment

5.3 Privacy and Data Protection

LivaNova is committed to sound data protection principles, including respecting the privacy and security of identifiable information (personal information). We only collect and handle the personal information of our colleagues, shareholders, business partners, suppliers, customers, patients and associated family or caregivers when needed in accordance with applicable laws and the data protection policies and procedures of LivaNova. We respect the rights of individuals to review, update and correct personal information held about them. We ensure that any personal information is held securely (including within our computer systems) so it is appropriately protected from attack, damage or unauthorized access. We only share personal information with others, including data of LivaNova personnel and external partners, when there is a legitimate business or legal need to do so. We ensure that those receiving personal information understand the importance of keeping the data private and confidential. When working with others who may process personal information on our behalf, we make clear the importance LivaNova places on data protection and the standards we require them to meet.



5.4 Sustainability

At LivaNova we understand our responsibility to protect the environment and our obligation to our customers and patients to meet all applicable environmental laws and regulations. We strive to manage the impact on the environment and, where possible, reduce it. Improving the sustainability of our manufacturing, commercial operations and procurement of materials and services will optimize energy and resource usage to ultimately reduce greenhouse gas emissions, waste, water consumption and the impact on nature.



I want to contribute to increasing our sustainability efforts including energy and resource efficiencies, but what can I do?



Small actions each day can make a significant impact on achieving our long-term sustainability goals. For example, you can increase business travel efficiencies opting for virtual collaboration where possible and using alternative modes of transport such as cycling, walking, public transportation, carpooling or energy-efficient vehicles, transitioning to reusable water bottles, engaging in desk-side or improved site recycling, using natural light when possible and turning off room lights when not in use.

To learn about our sustainability targets and actions, reference LivaNova's sustainability website and supporting People, Product and Planet pages. If in doubt, please check with the Sustainability Team.



5.0 People and the Environment

5.5 Political Activities

It is key that we build sustainable relationships with governments as well as engage with healthcare-related societies and organizations to help develop policies and programs that may affect our business. We, as LivaNova, respect the political process and do not favor any party or political group. We shall not commit LivaNova funds for the purposes of election or re-election of a particular party unless prior approval has been received by the Board of Directors. Everyone at LivaNova is free and encouraged to support political parties, candidates or campaigns in their own personal free time and with their personal funds.



I am a US citizen with a preference for a new political candidate and, along with some of my peers, would like to contribute to the upcoming campaign of said candidate. Is this permissible?



At LivaNova, we encourage political participation as long as this is done from a personal perspective and not on behalf of LivaNova. LivaNova employees in the US may voluntarily participate in the LivaNova Political Action Committee (PAC) as desired.



6.0 Our Culture of Compliance

6.1 Our Compliance Program

At LivaNova, we are committed to maintaining an effective and comprehensive compliance program. As a manufacturer of medical devices, LivaNova has designed this program to comply with all applicable laws, regulations and industry codes related to ethical and compliant business practices in the countries where we operate.

**Compliance is every
employee's responsibility!**

**Whenever you are in doubt or see
something that does not seem right,
Speak-Up!**

6.2 Asking Questions and Raising Concerns

At LivaNova, we believe it is everyone's responsibility to ensure we remain reputable leaders in compliant and ethical business practices. We encourage you to reach out to your colleagues, leadership or the Compliance team when you need guidance on any of the topics covered by this Code or LivaNova's policies and procedures.

We provide a safe environment for all individuals to Speak-Up and raise any concerns they may have or report actual or suspected violations of the law, LivaNova's Code of Ethics and Business Conduct, policy or procedure, a relevant industry code or LivaNova's high ethical standards.



6.0 Our Culture of Compliance

There are a number of ways to ask a question or raise a concern, including:

- Talking to your manager or direct supervisor
- Talking to a senior or executive leadership member
- Talking to Human Resources
- Talking to Compliance
- Talking to Legal

If you do not feel comfortable raising a concern with any of the above, our Ethics Helpline is a safe and confidential way to report concerns or misconduct.

Phone: 1-833-208-4076

([see here](#)) for international hotline numbers)

Website: livanova.ethicspoint.com

The LivaNova Ethics Helpline is a toll-free telephone line managed by a third-party provider. If requested and allowable by local law, reporters will be granted full anonymity.

All reports of misconduct are listened to, taken seriously, and will be followed up appropriately given the nature of the report. Reports are investigated promptly and with the highest degree of confidentiality that is possible under the specific circumstances. Investigations seek to find facts and understand allegations. There is no presumption of guilt upon presentation of an allegation.

6.3 Non-Retaliation

As per our policy, LivaNova does not tolerate any form of retaliation against a person reporting a matter in good faith. Any Employee who retaliates against another individual for Speaking Up will be subject to disciplinary action, which may include termination.

6.4 Accountability and Disciplinary Action

Any Employee who violates any laws, Company policies, procedures or other written guidance, and any manager who knowingly permits or directs a subordinate to do so, may be disciplined accordingly, up to and including termination of employment.



To download our Code of Conduct in other languages:

<https://www.livanova.com/en-us/about-us/compliance/code-of-conduct>



20 Eastbourne Terrace, London
W2 6LG, United Kingdom
+44 20 3325 0660

livanova.com