



Issue date:	01 Feb 2025	Approvers	President, Global Epilepsy; President, Cardiopulmonary; VP, APAC & Growth Markets; Chief Financial Officer; Chief Legal Officer
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Third Party Code of Conduct

01 February 2025

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Introduction

LivaNova is a worldwide leader in cardiovascular and neuromodulation solutions, dedicated to creating meaningful products and therapies that transform lives each and every day. We understand and respect the obligation we have to our patients and their families and caregivers as well as to our business partners and the environment at large.

We operate within a framework of principles, guidelines and policies aligned with ethical, social and environmental responsibilities, and we abide by the highest standards of business ethics and compliance, per our [Code of Ethics and Business Conduct](#).

LivaNova embraces the key principles of the International Labour Organization's fundamental conventions. We believe that our business can only succeed where the rights of all workers involved in the value chain of our business are protected and respected, and we aim to conduct business with suppliers, distributors, agents, product resellers, vendors, consultants, contingent workers, and other business partners (collectively referred to as "Third Parties") who share our commitment to operating in a responsible and ethical manner. Accordingly, this Third Party Code of Conduct ("Code") outlines the standards and expectations for ethical and sustainable business conduct of LivaNova's Third Parties, and their subsidiaries, subcontractors, affiliates, employees, and agents (collectively referred to as "Representatives").

Compliance with Law and Industry Standards

We expect all Third Parties we do business with to comply with all applicable local and international laws and regulations, especially in the areas of anti-bribery, anti-corruption, export and trade sanctions, modern slavery, and child labor.

LivaNova requires Third Parties to implement safeguards to protect the confidentiality of its intellectual property and confidential information and prevent unauthorized use or disclosure, in accordance with applicable agreements.

The marketing and sales of LivaNova products are strictly regulated by national laws and medical device industry standards. We expect Third Parties involved in our marketing and sales activities to understand and comply with these legal requirements and [Industry Guidelines](#).

To protect our supply chain and marketing efforts, Third Parties must obtain and maintain all necessary permits, licenses and registrations.

Ethical Business Practices

Anti-Bribery and Anti-Corruption – Third Parties must conduct business ethically and with integrity. Third Parties shall not accept, offer, or pay bribes, nor engage in any other improper inducement, no matter the location, the situation, or who is involved. Third Parties must also ensure their Representatives do not engage in such activities on their behalf. Third Parties shall not pay facilitation payments or make any illegal or improper payments in exchange for preferential treatment.

Third Parties must ensure that they, and their Representatives, maintain accurate accounts, books, and records, conform to standard and acceptable financial accounting principles, and prevent off-the-book undocumented funds and payments of bribes.

Third Parties must not, either themselves or through a Representative or any other third party, provide gifts or entertainment in exchange for preferential treatment or to obtain business.



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Third Parties must ensure their employees are appropriately trained on bribery and corruption laws and regulations including, but not limited to, the US Foreign Corrupt Practices Act, UK Bribery Act, Italian Legislative Decree 231/2001 and Brazilian Anti-bribery Law., as applicable.

Anti-Trust/Fair Competition – Third Parties must comply with anti-trust laws and conduct their business in a manner that promotes fair competition in the marketplace. Third Parties must not engage in price fixing, illegal boycotts, limiting supply or creating a monopoly in an effort to eliminate fair competition.

Trade Compliance – Third Parties must be committed to complying with all applicable national and international laws, regulations, and restrictions relating to the movement of products, software, and technology around the world. Third Parties and their Representatives are not authorized to conduct any business activities that are inconsistent with, or in violation of, any export, import, sanctions, or boycott related laws or regulations.

Conflicts of Interest – Third Parties must avoid any professional or financial relationships or actions that may be or appear to be a conflict of interest. A conflict of interest occurs when private interests are put ahead of, interfere with, or appear to interfere with, the interests of LivaNova. These may include assigning business to another where the Third Party has financial ownership or benefit in that party, or if the Third Party has a relative, partner or close friend employed at LivaNova.

Conflict Minerals – LivaNova is committed to ensuring that our supply chain reflects our values and beliefs, including adherence to principles of responsible sourcing of materials for our products. Third Parties must support our efforts to comply with Section 1502 of the Dodd Frank Act relating to the sourcing of minerals from conflicted or high-risk areas or regions (e.g., 3TGs tantalum, tin, tungsten, or gold). Additional information regarding LivaNova's position on conflict minerals can be found at <https://www.livanova.com/en-us/about-us/ethics#conflict-minerals>.

Ethical Marketing Practices and Interactions with Healthcare Professionals (HCPs) – Third Parties must adhere to all applicable laws that govern the marketing and sale of our products, including but not limited to payments to HCPs, marketing of LivaNova products consistent with approved labeling, and truthful, accurate and non-misleading advertising.

Standards of ethical behavior that govern the medical device industry's interactions with HCPs, such as the AdvaMed, MedTech, Mecomed, and APACMed codes, provide guidance on appropriate sales and marketing practices. Third Parties must understand and adhere to the requirements applicable to their market(s).

Third Parties must comply with all laws and regulations related to payments to HCPs, including any required reporting of transfers of value, where regulated.

Animal and Human Welfare – Third Parties that participate in clinical research, conduct tests, or provide biological materials must adhere to international and national guidelines, laws and regulations governing animal and human research. Third Parties must ensure that all animals and humans are treated humanely and with the highest standards of welfare.

Securities / Insider Trading – Third Parties may learn material, non-public information about LivaNova in the course of their relationship with the Company. We expect Third Parties to keep non-public information confidential and must not use such information to transact in LivaNova's securities.

Media / Press Releases – Unless specifically authorized by LivaNova, Third Parties may not share any information related to their business with LivaNova to any media outlet, including social media platforms.

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Human Rights, Labor, and Employment

Human Treatment, Equality and Non-Discrimination – Third Parties must provide a workplace environment free of harassment, threats, oppression, and physical or verbal abuse. Third Parties must not discriminate for reasons such as race, color, age, gender or gender identity, sexual orientation, ethnicity, disability, marital status, religion, political affiliation and union membership, or any other status protected under applicable law.

LivaNova encourages and supports Third Parties that are inclusive and diverse in their hiring policies and practices.

Child Labor and Young Workers – LivaNova has a zero-tolerance policy for the use of child labor. Third Parties must comply with local minimum working age laws and requirements, and not employ child labor. Young workers under the age of 18 years who may legally work must not carry out any hazardous work, including chemical handling, strenuous physical labor, or work night shifts. The employment of young workers must conform with International Labour Organization Core Conventions and comply with all applicable laws regarding age, hours, compensation, health, and safety.

Forced Labor and Human Trafficking – Third Parties must be committed to respecting and supporting the human rights of workers and to treating them with dignity and respect. Third Parties must not use forced labor or any other form of involuntary labor, non-paid workers or illegal workers. Third Parties must not hold people in slavery nor engage in human trafficking. Third Parties are expected to comply with the principles of the California Transparency in Supply Chain Act, UK Modern Slavery Act Statement, and any other law or regulation as it relates to modern slavery, published on LivaNova's website, located at: <https://www.livanova.com/en-us/home/about-us/our-ethics.aspx#modernslavery>.

Freedom of Movement – Third Parties must not unreasonably restrict the ability of employees to leave the workplace or terminate employment, including holding original copies of employee identification documents such as passports, work permits, immigration papers, or other identity papers.

Wages, Benefits and Working Hours – Third Parties must pay workers according to applicable wage laws, including a livable minimum wage to support acceptable living conditions, overtime hours, and legally mandated benefits. Third Parties must not require excessive working hours that may pose a danger to a worker's physical or mental health. Third Parties' payment terms, including overtime, must be transparently communicated to workers before they start and confirmed in writing. Workers must not be required to do unpaid work.

Recruitment Fees – Third Parties must not require workers to pay recruitment fees as a condition of obtaining or maintaining their employment.

Freedom of Association – Third Parties must respect the rights of workers, as set forth in local laws, to associate freely, bargain collectively, join or not join labor unions, seek representation, and join workers' councils.

Ability to Raise Concerns – Third Parties must maintain a mechanism to enable workers to communicate openly with management regarding working conditions without threat of reprisal, intimidation, or harassment.

Environment

To reach sustainability goals, LivaNova believes we must work together to build responsible supply chains with an innovative approach and through collaboration. Sustainability is a way of life that must be embedded into our ways of working. We encourage our Third Parties to operate in an environmentally responsible and efficient manner to minimize adverse impacts on the environment. Third Parties are encouraged to conserve energy and natural resources, to avoid the use of hazardous materials where possible, to engage in activities that reuse and recycle materials and to ensure the proper disposal of waste, including hazardous materials.



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Third Parties must take steps to appropriately handle and actively manage hazardous materials in a way that does not adversely impact human or environmental health.

LivaNova encourages Third Parties to take measures to reduce greenhouse gas emissions, waste, and the use of hazardous materials for continuous improvement in the conservation of the environment. LivaNova has committed to achieving net zero carbon emissions by 2050, and therefore, looks to partner with Third Parties that share this commitment.

Third Parties must provide a safe and healthy working environment. They must protect workers from over-exposure to chemical, biological, and physical hazards. Third Parties must provide adequate safety training on handling of hazardous materials or other risks associated with the work environment. Third Parties must identify and assess emergency situations in the workplace and establish emergency response policies and practices to mitigate risk.

Quality

Third Parties must ensure that raw materials, components and/or processes utilized in the manufacture, transport and handling of LivaNova products meet all required product quality standards and regulations. Third Parties must support and cooperate with all LivaNova requested quality audits. Third Parties must inform LivaNova if there are any process or design changes, or deviations as the changes may have an adverse impact on the quality of LivaNova products.

Third Parties must take steps to ensure the security of LivaNova products, components and raw materials through the supply chain including the import and export of products, to minimize the risks associated with the loss or damage of LivaNova products, counterfeiting, or the resell of our goods on the secondary market.

Data Privacy and Cybersecurity

Third Parties must comply with all contractual requirements related to privacy and security of LivaNova information, which includes any information or documents, regardless of medium, received, created, modified or processed by the Third Party on behalf of LivaNova. Third Parties must process LivaNova information only in accordance with the terms of the relevant agreement between LivaNova and the Third Party, and otherwise in accordance with all applicable privacy and information security laws and regulatory requirements.

Without limiting any privacy or security related obligations set forth in the applicable agreement between Third Parties and LivaNova, Third Parties must adhere to the following requirements:

Cross-Border Data Transfers – With respect to cross-border transfers of personal information, Third Parties must comply with applicable restrictions on such transfers, including by implementing an appropriate data transfer mechanism (e.g., Standard Contractual Clauses), conducting transfer risk assessments, or taking other steps required by applicable law or otherwise instructed by LivaNova.

Special Categories of Personal Information – If the Third Parties' processing of LivaNova information involves special (sensitive) categories of personal information, such as race/ethnic origin, political/religious beliefs, trade union membership, genetic or biometric data, health-related data, data about sex life or sexual orientation, or similarly sensitive information, Third Parties must conduct, as necessary, thorough privacy assessments to assess and mitigate risks associated with the processing of such personal information.

Cybersecurity Program – Third Parties must establish and maintain a comprehensive written cybersecurity program including appropriate technical, physical, and administrative safeguards to protect the personal information processed by Third Party on behalf of LivaNova. Among other controls, Third Parties must have mechanisms to determine if unauthorized disclosures of personal information have occurred and processes to detect, respond to and recover from security breaches.



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Cybersecurity Incidents and Data Breaches – Third Parties must promptly inform LivaNova of any cybersecurity incident or data breach affecting Third Parties’ processing of personal information on behalf of LivaNova or otherwise affecting Third Parties’ ability to provide services to LivaNova. Such notice must be made within the time period prescribed by contract. Third Parties must cooperate with the reasonable requests of LivaNova with respect to any investigation into cybersecurity incidents or data breaches affecting LivaNova information processed by the Third Party.

Management Systems

Monitoring – Third Parties’ compliance with this Code forms an important part of LivaNova’s Third Party selection and evaluation. It is the responsibility of each Third Party to meet the requirements of this Code and to pass on these requirements to its Representatives. Third Parties must have processes in place to monitor compliance of their Representatives with the obligations of this Code.

Training – It is critical that Third Parties act with integrity and make ethical decisions in all business dealings that are done with, for, or on behalf of LivaNova. This Code sets the behavioral standards we expect our Third Parties to comply with and helps them make ethical choices and, most importantly, support better patient safety outcomes. Third Parties must have adequate training programs in place for their Representatives to ensure the appropriate level of knowledge of the subject-areas within the scope of this Code.

Auditing and Assessments – LivaNova may evaluate compliance with the principles of this Code with actions that may include a Third Party assessment and or/an audit of Third Party facilities, supply chains, quality systems and business practices. Specifically, LivaNova reserves the right to (1) conduct audits and inspections and /or appoint third parties to make inspections; and (2) have access to all facilities, books, and records to ensure appropriate observance of the requirements of the Code of Conduct.

If an audit conducted by LivaNova or on behalf of LivaNova reveals non-alignment with this Code, LivaNova reserves the right to take corrective measures that, in the event of significant non-compliance, may also include immediate termination of the business relationship with the Third Party.

Risk Management Program – Third Parties must establish measures to monitor compliance with the requirements of this Code and take steps to remediate any material risks with respect to legal or regulatory requirements.

Business Continuity – Third Parties must have appropriate business continuity and resilience plans in place to reduce interruptions of LivaNova’s business operations.

Reporting Concerns

If there are any concerns related to compliance with this Code, Third Parties and their Representatives should promptly submit a report via LivaNova’s Ethics Helpline at livanova.ethicspoint.com.

welcome
to your new life



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