

Code of conduct for distribution partners

Tyromotion is a leading manufacturer of advanced technology-based therapeutic devices, dedicated to enhancing independence and quality of life for individuals globally. Our journey began with the creation of AMADEO®, a device designed to provide essential therapy for a loved one at a time when such options were unavailable. This founding ethos extends to all our products, as we strive to assist patients with neurological deficits and related disabilities to reach their full potential.

We are honored by the trust our patients and customers place in us, as they seek to enhance their most precious asset: health. This trust compels us to uphold the highest standards of performance, safety, and quality in all our devices. For us, high quality is synonymous with meeting customer needs and ensuring satisfaction. We design, manufacture, and distribute our medical devices with the same care and attention we would wish for ourselves and our loved ones in need of therapy.

At Tyromotion, our commitment extends beyond providing innovative products; we also prioritize the utmost care in every facet of our business operations. Tyromotion's reputation is important. Distributor's employees shall not engage in any misconduct that could jeopardize the Company's reputation, its client, or third-party relationships, as well as avoid situations that have any appearance of impropriety. No bribes should be offered, requested, paid or accepted.

Company resources should only be used for legitimate business purposes in the best interest of Tyromotion.



1. Objective

This code of conduct is established to ensure that all distributors working for Tyromotion are informed of Tyromotion's expectations and requirements and can demonstrate compliance upon request.

2. Scope and implementation

The Tyromotion code of conduct for distributors (referred to as the 'code') establishes the minimum requirements for all distributors of Tyromotion to operate in accordance with this code and in full compliance with all relevant laws and regulations. When the standards of this code are more stringent than local or national laws, we expect our distributors to adhere to the stricter rules. Tyromotion's distributors are encouraged to act responsibly in all aspects of their local, national, and global communities, including in their business, political, environmental, and philanthropic endeavors.

It is expected that all distributors comply with the principles, standards and other applicable requirements of this code.

Agreements with sub-distributors must be in writing and shall include compliance and audit clauses to ensure that sub-distributors observe all compliance obligations applicable to the distributor through its agreement with Tyromotion.

In order to avoid and mitigate any negative effects, distributors should gain an understanding of their own impact on society, communities, and the environment, by means of a due diligent process. Agreements with sub-distributors must be documented in writing and must include compliance and audit clauses. These clauses ensure that sub-distributors adhere to all compliance obligations that apply to the distributor through its agreement with Tyromotion.

Tyromotion shall retain audit and inspection rights to verify compliance, as far as specified in contracts.



3. Business ethics

Tyromotion expects its distributors to compete on the merits of Tyromotion's products and services. Distributors shall not seek to gain any unfair competitive advantage or exercise improper influence in any way.

3.1. Corruption and bribery

No form of corrupt practice is tolerated. Tyromotion requires its distributors to comply with the anti-corruption and anti-bribery laws and regulations that govern operations in the countries in which the distributors do business as well as with internationally applicable anti-corruption laws

The distributor must ensure that its personnel and anyone working on its behalf are aware of and take all necessary steps to comply with applicable laws and regulations. A distributor must not, directly or indirectly, offer, give, promise, or authorize any bribe, gift, loan, fee, reward, or other advantage to any government official or employee, any customer, any Tyromotion employee, or any other person to gain a business advantage or improperly influence any action or decision. Distributors must also never accept or agree to accept a bribe, kickback, or the promise of such, in order to influence a business decision.

3.2. Fraud

Tyromotion has a zero-tolerance policy towards fraud and prohibits it entirely. Allegations of fraud will be thoroughly investigated and, if warranted, referred to law enforcement for criminal prosecution. If a distributor is encouraged to participate in or is offered involvement in fraudulent activities, including kickback schemes, they are expected to report the incident to <https://whistle.tyromotion.com/en/>.

3.3. Books and records

It is essential that all transactions and expenses incurred on behalf of Tyromotion are accurately recorded and maintained in the distributor's books, records, and accounts in a timely manner and with reasonable detail, in accordance with generally accepted accounting principles. False, misleading, incomplete, duplicate, inaccurate, or artificial entries in the distributor's books and records are strictly prohibited. Distributors must ensure that adequate internal controls are in place to uphold these standards.



3.4. Gifts and business hospitality

In any business relationship, our distributors must ensure that the offering or receipt of any gift or business courtesy, including hospitality, complies with applicable laws and regulations. These exchanges must not violate the rules and standards of the recipient's organization and should align with reasonable marketplace customs and practices. Gifts and hospitality provided to Tyromotion employees should not exceed a token value and must never be offered with the intent to influence business decisions. Additionally, any hospitality extended to Tyromotion employees should always be connected to business activities.

Stricter rules apply to gifts for healthcare professionals and government officials.

3.5. Donations and contributions

Any political contributions, charitable donations, or sponsorships that would aim at or give the appearance of aiming at gaining an unfair competitive advantage or exercising improper influence, shall be avoided by Tyromotion's distributors.

Charitable donations may be provided only to charitable organizations or other non-profit entities which have charitable or philanthropic purposes.

Charitable donations may only be made to organizations, not individuals, and must not be linked in any way to past, present, or potential future use or recommendation of Tyromotion's products or services, or to any promise of influence or outcomes.

3.6. Conflict of interest

Tyromotion encourages its distributors to work against any conflicts of interest in their business dealings. The distributor is required to identify and avoid situations where there is an actual, perceived, or potential conflict of interest. Any such conflict should be disclosed to Tyromotion in writing as soon as it is identified, so that appropriate measures can be taken to mitigate it.

3.7. Anti-trust and competition laws

Distributors are required to adhere to anti-trust and other competition laws. Even the perception of improper conduct must be avoided. The distributor must never agree to coordinate or cooperate with competitors in any way to fix prices, establish a minimum price level, unify other significant conditions of supply, or otherwise violate the principles of unrestricted competition.



3.8. Tenders

In many countries, tenders are a common procurement procedure governed by local laws and regulations, which must be adhered to. To participate in a tender, a distributor may require a letter of representation from Tyromotion. Issuing such a letter is contingent upon the distributor having a current and written contract with Tyromotion.

Confidentiality should be protected, requirements of public tender laws followed and only the generally available and official information about Tyromotion's products and services should be provided by distributors.

The distributor is prohibited from agreeing or colluding with tender authorities, healthcare professionals, or sub-distributors regarding the setup or structure of public procurement contracts. The distributor must also refrain from assisting tender authorities in drafting or reviewing tender specifications. No unofficial marketing or promotional materials should be provided, and no inappropriate influence should be sought regarding tender decision-makers.

3.9. Export controls and trade restrictions

Tyromotion is dedicated to complying with laws that restrict trade with and export or reexport to certain countries, entities, and individuals. Distributors must adhere to all relevant national and international foreign trade control laws, including sanctions and export controls, when engaging in business transactions involving Tyromotion's products. This includes regulations related to the transfer of goods, services, software, or technology between countries.

3.10. Data privacy

Distributors must respect the privacy and data protection rights of their employees, customers, patients, and other individuals they work with. They must comply with all relevant data privacy laws and adhere to contractual requirements concerning confidentiality and information security.

3.11. Intellectual property and confidential information

Distributors must protect Tyromotion's property and confidential information and ensure that non-public information acquired through their business relationship with Tyromotion is not improperly used for the benefit of the distributor, its employees, or any other individuals.



4. Interaction with government officials and healthcare professionals

The distributor must never offer a government official or a healthcare professional anything that could be perceived as an attempt to improperly influence their decision to purchase, use, or recommend Tyromotion's products, or as an offer in exchange for any promise of influence or outcome.

4.1. Meetings and hospitality in connection with sales and promotional meetings

Distributors may only provide hospitality (including meals) to healthcare professionals in accordance with laws and applicable industry regulations, and within the context of a legitimate event or meeting.

Events and meetings should always be held in appropriate venues that reflect the importance of image and perception. Hospitality associated with these events must be moderate and reasonable, remaining secondary to the main purpose of the event or meeting. Travel arrangements should also be kept at a reasonable level.

4.2. Arrangements with consultants

The distributor may compensate individuals, including physicians or other customers or potential customers, for consulting services related to Tyromotion's products, provided that the services are valuable to the distributor and the fees are reasonable and reflect fair market value for the services rendered. All such arrangements must be documented in writing, and written notification must be given to the hospital administration, the healthcare professional's superior, or other locally designated competent authority, disclosing the purpose and scope of the consultancy arrangement.

4.3. Gifts and other advantages to healthcare professionals and government officials

Gifts and other advantages provided to healthcare professionals and government officials are generally prohibited. The distributor may offer gifts and advantages to healthcare professionals only if permitted by local laws or applicable industry codes. If such gifts are allowed, they must always be of moderate value and serve a professional or educational purpose, or benefit patients. Cash or cash equivalents must never be given on Tyromotion's behalf to healthcare professionals or government officials.



4.4. Transparency

The distributor must comply with all applicable requirements for transparency and reporting of consultancy fees, grants, hospitality, and other transfers of value provided to healthcare professionals and healthcare organizations, as well as any approval requirements related to educational grants and sponsorships. In the absence of specific requirements, the distributor should still ensure appropriate transparency, such as by providing prior written notification of the sponsorship to the hospital administration, the healthcare professional's superior, or other locally designated competent authority.

5. Labor and human rights

Tyromotion's distributors are required to respect all applicable laws, regulations and international standards related to labor practices and protection of human rights.

5.1. Health and safety

Tyromotion expects its distributors to provide a safe and healthy working environment for employees and others who are on a distributor site.

5.2. Employment conditions

Distributors must provide their employees with a binding employment contract or document outlining the key conditions of their employment, written in a language they understand and in accordance with local regulations. This document must, at a minimum, include the relevant provisions on workers' rights outlined in this Code. Distributors must also establish and enforce fair disciplinary, grievance, and termination procedures. Special care should be taken to respect the rights and well-being of migrant workers, who may be at higher risk or have limited access to basic public services.

5.3. Non-discrimination and equal opportunities

Tyromotion requires that its distributors ensure equal treatment of their employees and refrain from any form of discrimination. Distributors must commit to maintaining a workplace free of harassment and abuse and must neither use nor permit the use of corporal punishment, mental or physical coercion, sexual harassment, or abuse, nor tolerate threats of such treatment. Tyromotion encourages distributors to actively promote inclusion and diversity within their workforce.



6. Environmental and natural resources

Distributors must incorporate environmental considerations into their activities and strive for continuous improvement by minimizing any adverse effects of their activities and products on the environment. They must comply with all relevant local and national environmental laws and regulations, as well as adhere to any requirements for environmental licenses and permits.

7. Raising concerns

Tyromotion distributors who believe that a Tyromotion employee, or anyone acting on behalf of Tyromotion, is acting unethically, improperly or illegally should report their concerns to <https://whistle.tyromotion.com/en/>.

8. Consequences of non-compliance

The primary objective of this code is to foster the positive development of responsible practices through regular dialogue and ongoing working relationships. If the code is not observed, the issue will be reported to the distributor's management for their attention and potential corrective action. Non-compliance may be deemed a material breach of the agreement with the distributor and could result in the immediate termination of the agreement or other actions, including claims for damages, with Tyromotion reserving all rights in such matters.

