

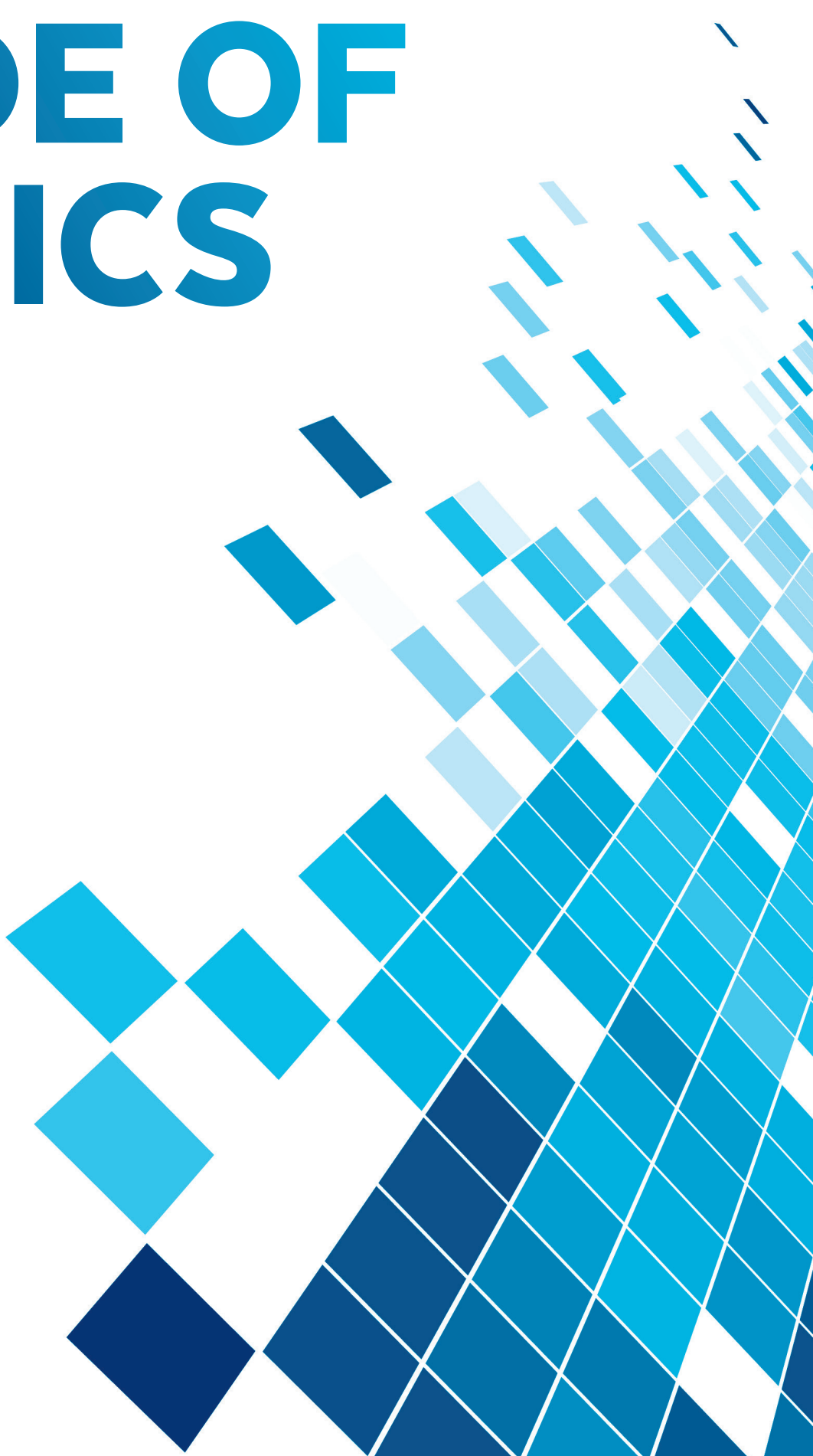
GLOBUS MEDICAL

CODE OF ETHICS



GLOBUS
M E D I C A L

Life moves us 





Globus Medical, Inc. Code of Ethics

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I. Introduction

In performing their duties for Globus Medical, Inc. (“Globus”), each employee, distributor and agent shall maintain the highest standards of honest and ethical conduct in all dealings with other employees, customers, suppliers, and other third parties of Globus, including the independent auditors of Globus and any government or regulatory agencies. Globus is committed to establishing and maintaining the highest standards of ethical practice and in so doing have also established an effective Corporate Compliance Program in accordance with the Compliance Program Guidance published by the Office of Inspector General, United States Department of Health and Human Services (“HHS-OIG Guidance”). Maintaining these standards is an essential part of our effort to be recognized by patients, health care professionals (“HCP”), academic and teaching institutions, and others as the pre-eminent musculoskeletal company in the world. As part of that effort, Globus has developed policies, procedures, and training designed to ensure that our business is run ethically, in compliance with relevant laws and regulations, and in a manner that furthers our goal of improving patient outcomes. We are constantly evaluating and amending these initiatives to adapt to the changing regulatory climate. As a leader in our industry, both in what we do and how we do it, Globus’ Corporate Compliance Program furthers our belief that our activities should benefit patients, enhance the practice of medicine, comply with all applicable legal standards, and not interfere with the independent judgment of HCPs.

To further encourage open lines of communication, Globus has established the Globus Medical Compliance Hotline available both via telephone (**U.S. 855-688-1728**) and via a dedicated website (www.globusmedical.ethicspoint.com). For international dialing, please visit www.globusmedical.ethicspoint.com to determine the appropriate phone number to call based on your location. Individuals who choose to do so may report concerns through the hotline anonymously (in the U.S. and most other countries).

Globus’ employees, distributors and agents are required to maintain the highest levels of professionalism at all times and are required to comply with all applicable laws, regulations and industry guidelines that apply to each employee’s respective position.

An employee, distributor or agent who fails to comply with this Code of Ethics (“the Code”) shall be subject to disciplinary action up to and including termination. Any interpretation of the

provisions of this Code, as well as interactions with HCPs not enumerated within this Code should be made with the following principle in mind: Globus requires ethical business practices and socially responsible conduct. Its employees, distributors and agents shall not use any unlawful inducement to sell, lease, recommend or arrange for the sale, lease or recommendation of Globus products.

II. The *AdvaMed Code* – Interactions with U.S. Health Care Professionals

Health care professionals' first and highest duty is to act in the best interests of their patients. Medical technology companies can help HCPs meet this duty through necessary and valuable collaborative interactions. To ensure these collaborative relationships meet the highest ethical standards, the *AdvaMed Code of Ethics on Integrations with Health Care Professionals* ("*AdvaMed Code*") provides medical technology companies, such as Globus, guidance based on the Code's Six Cornerstone Values: Innovation, Education, Integrity, Respect, Responsibility and Transparency. Globus has adopted the *AdvaMed Code* as company policy for U.S. interactions with the healthcare industry. Accordingly, Globus requires its US employees, distributors and agents to fully comply with the provisions set forth in the *AdvaMed Code*.

III. The *MedTech Code* – Interactions with International Health Care Professionals

The *MedTech Code of Ethical Business Practice* ("*MedTech Code*") sets minimum ethical standards and principles for the medical device industry across Europe. These guidelines set out the standards appropriate to various types of relationships with HCPs. These guidelines are not intended to supersede national laws or regulations or professional codes that may impose more stringent requirements upon HCPs who engage in certain activities in those countries. Globus has adopted the *MedTech Code* as Company policy for all international business.

Accordingly, Globus requires its International employees, agents and subsidiaries to fully comply with the provisions set forth in the *MedTech Code*.

IV. Government Inquiries

It is Globus policy to fully cooperate with any and all government investigations. Accordingly, employees should never alter or destroy any documents, nor should they provide false or misleading statements to a government investigator or cause / attempt to cause another employee to do the same. If a Globus employee, distributor or agent receives an inquiry or

request (e.g. subpoena, letter, telephone call, email, in person visit) from any governmental agency, the individual is required to immediately notify their supervisor and the Chief Compliance Officer. Globus documents should not be provided to any governmental agency without the prior review by and approval of the Chief Compliance Officer and other relevant legal counsel due to privacy laws and ethical concerns.

V. Conflicts of Interest

All employees, distributors and agents shall avoid circumstances in which there may be an actual or perceived conflict between personal and professional relationships. A conflict of interest is a situation in which a person has a private or personal interest sufficient to appear to influence the objective exercise of his or her official duties as an employee. Should any question arise regarding a possible conflict of interest, the individual shall report the transaction or action to their supervisor and the Chief Compliance Officer immediately.

Examples of areas of conflict include, but are not limited to:

- **Personal Decisions:** A persons own individual interests or relationships must not influence personnel decisions.
- **Business Relationships with Third Parties:** Business relationships with third parties must be formed on the basis of objective criteria (price, quality, reliability, technological standard, product suitability, existence of a long-standing and trouble-free business relationship). The execution of a contract or continuation or termination of a business relationship with a third party shall not be influenced by personal relationships, personal interests, or tangible or intangible personal advantages. The supply of products or provision of services to Globus by companies that are controlled by Globus employees or their close relatives must be subject to close scrutiny.
- **Contracting of Suppliers or Other Business Partners of Globus for Personal Purposes:** If an employee wishes to place a personal supply or other business contract with a person or entity that also has a pre-existing business relationship with Globus and that employee is in a position to directly or indirectly influence Globus' business relationship with the supplier or business partner in question, the employee must notify his or her supervisor in advance and receive the supervisor's permission before placing the contract.
- **Using the Services of Globus Employees for Personal Purposes:** Supervisors and managers are not permitted to avail themselves of the services of Globus employees for

personal purposes.

- **Gifts:** Gifts can create a real or perceived conflict of interest in our interactions with third parties. While there may be appropriate business reasons for accepting business courtesies, such as a meal, we must use sound judgment in order to avoid a real or perceived conflict of interest. It is never permissible to solicit gifts or entertainment for personal use. If an appropriate business courtesy is offered to you, it may only be accepted under limited circumstances and approved by your manager.

VI. Fair Dealing and Antitrust

Globus' Code of Ethics requires all employees to compete fairly and honestly and comply with the antitrust and competition laws of all countries in which Globus conducts business. Employees must compete solely on the merits of our products, services and reputation, and managers are responsible for ensuring compliance with the Code. Any activity that may be considered to be an illegal, anticompetitive act is expressly prohibited. If a business matter runs into difficulties through no fault of the employee, resorting to unlawful agreements with competitors is not acceptable. Compliance is the only permissible course of action, even in a crisis.

The major types of antitrust violations include: price fixing, allocating market shares agreements on production capacities, allocating geographical markets, allocating customers, and dictating or controlling a customer's resale price.

Any kind of concerted actions, informal talks, or "informal agreements" that are intended to restrict competition or may have the effect of doing so are prohibited. Employees shall not give the appearance of being a part of any such activities.

VII. Media Communications

To ensure accuracy regarding the organization or its actions the CEO, or their designee, will serve as the only authorized media spokesperson for the organization. No other employee may grant an interview concerning company business to any form of media without written permission from the CEO, or their designee.

VIII. Confidential / Proprietary Information / Press Releases

Employees are expected at all times to act in good faith, to act with confidence and trust to respect the sensitive nature of confidential, proprietary and trade secret information to the benefit of the company and to take all necessary steps to prevent unauthorized access to said information. No employee shall use, disclose, remove (whether physically or electronically), or make copies of any confidential, proprietary or trade secret information except as required to fulfill their responsibilities as a Globus employee. Employees shall take all reasonable measures to protect the confidentiality of non-public information about Globus.

“Confidential information” means any nonpublic information pertaining to Globus business. Examples of confidential information include but are not limited to:

- Corporate strategies
- Trade secrets
- Specifications
- Customer lists
- Research data
- Pricing information

Employees are expected to exercise significant caution when transmitting proprietary and confidential information over an electronic communication as others who are unauthorized to view the information may be able to intercept the communication. Any such message should begin with a warning that such information is confidential and proprietary to Globus Medical.

IX. Privacy

The Health Insurance Portability Act (“HIPAA”) governs how we are permitted to use, store, and destroy patient information. Under the terms of our business associate agreements with healthcare systems, and per company policy, we have a legal and ethical obligation to ensure that we protect patient health information (“PHI”). At Globus, we require that our employees, distributors and agents apply the “minimum necessary” rule as defined under HIPAA. The “minimum necessary” rule seeks to limit the use or disclosure of, and request for, patient’s PHI. Individuals are permitted to access and use only the minimum necessary patient information needed to perform their job duties.

PHI is defined as individually identifiable health information (including demographic information), in any format, that is received or transmitted by Globus relating to the individual’s “past, present,

or future physical or mental health or condition of an individual; the provision of health care to an individual; or the past, present, or future payment for the provision of health care to an individual” and/or for which there is a “reasonable basis to believe the information can be used to identify the individual.”

To the extent they are consistent with Globus policy, employees, distributors and agents shall make themselves familiar with and shall adhere to the policies of the establishments with which they do business (e.g. hospitals, medical centers, HCP offices). Globus employees shall not use, disclose or request PHI in a manner that violates this policy, the policy of the other establishment, or state or federal laws. Globus employees who may view PHI in the regular course of their employment (i.e. during a clinical trial) shall not use or disclose the PHI to third parties absent express written consent. Any Globus employee who receives PHI in the regular course of their employment must ensure that the PHI shall not be made visible to other employees and shall be redacted to ensure compliance with the minimum necessary standard. All PHI must be stored in a secure area and all documents containing PHI shall be shredded when the information is no longer needed.

X. Social Media

The use of social media should be responsible, ethical, and appropriate. When using social media, always consider any information posted online as permanent. It is important to carefully consider any message before posting it. We have a legal obligation to never disclose an individuals PHI or information regarding Globus that could be deemed “inside information”.

XI. Education and Training for Health Care Professionals

Globus supports the advancement and improvement of patient care through training and education of HCPs in the following three forms: (A) training and education on Globus products; (B) general medical/scientific training and education developed and conducted by Globus; and (C) supporting independent medical education through a third party provider. All of these activities must be conducted in a manner that is compliant with the *AdvaMed Code* (U.S.) and the *MedTech Code* (International).

A. Training and Education on Globus Products

Globus makes product education and training available to HCPs. In fact, the U.S. Food

and Drug Administration (“FDA”) mandates training and education to facilitate the safe and effective use of certain medical technology. Such programs often occur at centralized locations, necessitating out-of-town travel for some participants, and may extend more than one day. Product specific programs are focused on the safe and effective use of Globus products. This training is consistent with indications approved or cleared by the FDA for U.S. based HCPs. For HCPs based outside of the U.S., the training is consistent with indications as approved or cleared by the relevant regulatory authority. Off-label product training and education is strictly prohibited. The training staff shall have the proper qualifications and expertise to conduct such training.

The venue of product training should be a clinical, educational, conference, or other setting, including hotels or other commercially available meeting facilities, conducive to the effective transmission of knowledge. The venue must be modest and reasonable. Resort locations are not permitted. Globus may provide attendees with hospitality only in the form of modest meals and refreshments in connection with these programs. Any such meals and refreshments should be modest in value and subordinate in time and focus to the educational or training purpose of the meeting.

In order to efficiently deliver product training at appropriate facilities, it may be necessary for attendees to travel to a central location. In such circumstances, Globus will pay for reasonable travel and modest lodging costs incurred by attending HCPs to attend the training. Globus will not pay for the meals, hospitality, travel, or other expenses for guests of HCPs or for any other person who does not have a bona fide professional interest in the information being shared at the meeting.

B. General Medical Training and Education

Globus may conduct general training sessions to educate HCPs on a medical or scientific topic based on an identified need in the community. General medical education training sessions that are conducted by Globus will be consistent with indications approved or cleared by the FDA for U.S. based HCPs. For HCPs based outside of the U.S., the training will be consistent with indications as approved or cleared by the relevant regulatory authority. All training and education will be consistent with the *AdvaMed Code* or the *MedTech Code*, where applicable.

C. Independent Medical Education

Bona fide independent, educational, scientific, or policymaking conferences promote scientific knowledge, medical advancement, and the delivery of effective health care. These include conferences sponsored by national, regional, or specialty medical associations; conferences sponsored by accredited continuing medical education providers; and grand rounds. Globus may elect to support these conferences in the following ways; educational grants provided either directly to the conference sponsor to reduce conference costs, to a training institution, or to the conference sponsor to allow attendance by health care professionals such as medical students, residents, fellows and others who are HCPs in training. The grant must meet all other requirements set forth within this Code of Ethics as well as Globus Medical's Grants and Donations Policy, as applicable. Globus may make grants to support the genuine medical education of health care professionals subsequent to the guidelines of the *AdvaMed Code* and the *MedTech Code*.

Globus Medical may not select faculty or attendees for third-party educational conferences; however, Globus may recommend a knowledgeable faculty member if such recommendation is consistent with the guidelines set forth by the conference.

All education and training programs shall meet the standards set forth by either the *AdvaMed Code* or the *MedTech Code*, based on the location.

XII. Marketing

The Regulatory Department, the Compliance Office and the appropriate Product Development personnel must approve all Globus marketing materials. Using any materials that have not been approved as described above for the promotion of Globus products is strictly prohibited. All marketing materials shall be consistent with indications approved or cleared by the regulatory authority governing our ability to sell products in a given country. Off-label promotion, and including off label-information in marketing material, is strictly prohibited.

All marketing activities must also be consistent with the *AdvaMed Code* or *MedTech Code*, respectively. Sales, promotional and other business meetings with HCPs should occur close to the HCPs place of business when possible. It is appropriate to pay for reasonable travel costs of attendees when necessary and/or to provide occasional modest meals and refreshments in

connection with such meetings. However, it is not appropriate to pay for meals, refreshments, travel, or lodging of guests of HCPs or any other person who does not have a bona fide professional interest in the information being shared at the meeting.

Prohibition on Entertainment and Recreation - Interactions with HCPs should be professional in nature and should facilitate the exchange of medical and/or scientific information that will benefit patient care. To ensure the appropriate focus on an educational and/or informational exchange and to avoid the appearance of impropriety, Globus shall not provide or pay for any entertainment or recreational event or activity for any non-employee HCP. Such activities include, for example, theater tickets, sporting events, golf, skiing, hunting, the purchase or lease of sporting equipment, and leisure or vacation trips. Such entertainment or recreational events, activities, or items should not be provided, regardless of: (1) their value; (2) whether the Company engages the HCP as a speaker or consultant; or (3) whether the entertainment or recreation is secondary to an educational purpose.

Business Meals - Business interactions with HCPs may involve the presentation of scientific, educational, or business information. Such exchanges may be productive and efficient when conducted in conjunction with meals. Accordingly, modest meals may be provided as an occasional business courtesy. The meal should be incidental to the bona fide presentation of scientific, educational, or business information and provided in a manner conducive to the presentation of such information. The meal should not be part of an entertainment or recreational event. Meals should be in a setting that is conducive to bona fide scientific, educational, or business discussions. Meals may occur at the HCP's place of business. In some cases, the place of business may be a patient care setting that is not available for, nor conducive to, such scientific, educational, or business discussions. In other cases, it may be impractical or inappropriate to provide meals at the HCP's place of business, such as (1) where the medical technology cannot easily be transported to the HCP's location, (2) when it is necessary to discuss confidential product development or improvement information, or (3) where a private space cannot be obtained onsite.

Meals may only be provided to HCPs who actually attend the meeting. Providing a meal for an entire office staff where everyone does not attend the meeting is not permitted. It is also not permitted to provide a meal where a Globus representative is not present. Paying for meals for guests of HCPs (e.g. a spouse) or for any other person who does not have a bona fide professional interest in the information being shared at the meeting is prohibited.

XIII. Grants & Charitable Donations

Globus' educational grants are provided to foster the increased understanding of scientific, clinical or health care issues that contribute to the improvement of patient care. Funds granted by Globus pursuant to an educational grant request shall be used only to support educational purposes. An HCP is free to use products from any company in the practice of medicine; a grant of funds pursuant to this request is not intended to impact in any way an HCP's choice of products. Similarly, grants and donations may not be linked directly or indirectly to the purchase of Globus products. All grants and donations must comply with all applicable laws, regulations, industry guidelines and Globus Medical standards.

Grants and donation requests shall be in writing and shall state with particularity the purpose for the funds. All grants and donations must be approved by the appropriate committee within Globus. All grants and charitable donations shall meet the standards set forth by the *AdvaMed Code* or the *MedTech Code*, respectively.

XIV. Consultants

A. Globus' Philosophy on Consultants

Health care professionals provide essential services to Globus in the research, design, testing, modification and education activities related to our products. As such, it is appropriate to compensate HCP consultants ("consultants") for consulting or advisory services to Globus. Prior to engaging a consultant, Globus shall identify a legitimate need for consultant services, as defined below, and any/all payments must be fair market value for the services provided. Using a consultant arrangement to unlawfully induce or reward an HCP to purchase, lease, recommend, use or arrange for the purchase, lease, or recommending of Globus products is strictly prohibited.

Despite the legitimate need to collaborate with HCPs, Globus recognizes that such relationships can create the potential for an appearance of impropriety. The scope of Globus' product development, research and educational activities necessitates a certain number of consultant work hours annually ("body of work") in order to carry out its business in an optimal manner. The total body of work encompasses initiatives such as product development, HCP and employee training on the safe and effective use

of Globus' products, and bona fide scientific research. Consultants provide essential input to these activities. Their expertise and unique qualifications provide contributions to our initiatives that cannot be supplied internally.

The total body of work can be accomplished by several or few consultants. The fewer the number of consultants used to fulfill the need, the greater the average compensation per consultant will be. Globus actively strives to avoid a concentration of these work hours toward a small group of consultants, and accordingly works to ensure that the amount of compensation paid per consultant is limited. The rationale behind this philosophy is that any potential appearance of impropriety is reduced if the amount paid to an individual consultant is a relatively insignificant amount in comparison to the consultant's overall income level.

B. Engagements with Consultants

Globus selects consultants based solely on the consultant's qualifications and expertise to provide the service or advice needed by Globus. The volume or value of business generated by the consultant shall not be considered. Consulting agreements with HCPs shall be in writing and state with particularity all services to be performed and all objectives to be met and shall be approved in advance by the Senior Vice President of Professional Affairs.

C. Payments to Consultants

Consultants who provide bona fide services to Globus will receive fair market value payment for those services and reimbursement for reasonable travel, lodging, and other expenses directly related to the services for which they are retained. The following five steps must be completed prior to a consultant receiving payment for services: (a) Prior to the services being performed, Globus must provide the consultant with a statement of work ("SOW") identifying the specific services to be performed and the specific payment to be made to the consultant for those services; (b) Prior to the services being performed, the consultant must verify in writing that he is in agreement with the details and terms of the SOW; (c) The consultant performs the services detailed in the SOW; (d) After the services described in the SOW have been completed, the consultant must provide written verification confirming that the services have been completed, how much time the consultant spent on the services, and if travel was involved, the locations to and from

which the consultant travelled; and (e) If a Globus employee was present for the services, that employee also will provide written verification that the services have been completed and the time spent on the services.

Any hospitality (i.e. meals), travel and lodging provided to consultants must be compliant with the *AdvaMed Code* or the *MedTech Code*, where applicable, and the Globus Travel and Expense policy. Globus shall not invite or pay for spouses or guests of participants to attend consultant activities. All consultant Agreements shall meet the standards set forth by the *AdvaMed Code* or the *MedTech Code*, where applicable.

XV. Auditing & Monitoring

Globus' accounting records and reports shall be maintained in a fair and accurate manner in accordance with all applicable laws and with all generally accepted accounting principles. Globus' Corporate Compliance Program includes efforts to monitor, audit, and evaluate compliance with the company's compliance policies and procedures, including efforts to monitor the activities of the field sales force.

XVI. Enforcement / Non-Retaliation Policy / Corrective Action Procedures

Any employee who deviates from this Code of Ethics or any Globus policy shall be subject to corrective action, up to and including termination of employment.

As part of the Corporate Compliance Program, Globus has established a hotline (**U.S. 855-688-1728**) and website (www.globusmedical.ethicspoint.com) that can be used to report compliance concerns. For international dialing, please visit www.globusmedical.ethicspoint.com to determine the appropriate phone number based on your location. Individuals who choose to do so may report concerns through the hotline anonymously (in the U.S. and most other countries). Compliance is everyone's responsibility. The hotline and website are essential elements of the Corporate Compliance Program. They are important resources for anyone with a question or concern about a Globus policy or practice, or for anyone who wants to report a suspected violation of the law or Globus policy. If employees have questions or concerns, they should inform their supervisor, another manager, or the Human Resources department. If the situation has not been resolved for any reason, employees may also call the Globus Medical Compliance Hotline (**U.S. 855-688-1728**) or visit www.globusmedical.ethicspoint.com 24 hours/day, 7 days/week.

Anyone may use the Globus Medical Compliance Hotline and website to report a compliance concern including, but not limited to, concerns in the following areas:

- Violations of applicable laws and regulations
- Violations of the *AdvaMed Code of Ethics*
- Violations of the *MedTech Code*
- Violations of Globus' Code of Ethics
- Violations of Globus' Policies
- Concerns about Globus accounting, internal control or auditing practices
- Other general compliance concerns

The hotline and website are available as a means for you to get answers to questions or report concerns about suspected illegal or unethical conduct. When calling the hotline, a trained specialist from the third-party company providing the service, Global Compliance, (**not** an employee of Globus) will take your call, listen, and ask questions about your concern. You will receive a unique case number and date so you may follow up on your concern and receive updates as to the resolution of the matter. A report of your call is forwarded to the Compliance Office for action. If you use the website, you will follow a similar process. Reports of improper conduct are thoroughly investigated. We act promptly to respond to each reported matter. In the U.S. and most other countries, you are able to report anonymously. All reports, regardless of content, may be made without fear of retaliation and with complete assurance that it will be investigated.

Employees are **required** to report potential violations of all Globus policies as well as of local, state or federal laws to the Compliance Office via one of the available methods

XVII. Payments to Government Personnel / Foreign Corrupt Practices Act

Those engaged in international activities need to be aware of and understand the laws that address interactions with others, particularly considering the complexities of legal and cultural differences in the many countries in which we do business. All countries prohibit bribery of their public officials. The U.S. and many other countries also prohibit bribery of officials of other countries. The Foreign Corrupt Practices Act ("FCPA") is a law that, among other things, prohibits the payment of any type of kickback to a foreign official or political party to secure or maintain a business advantage. The FCPA applies to Globus' international business transactions, since "foreign officials" include employees of government-owned health care entities (common in foreign countries), representatives of international entities such as the World Health

Organization, and many European Union healthcare oversight bodies. In simple terms, it is a violation of the FCPA to make or offer a bribe to government officials, employees, or others engaged in commercial transactions. It is also a violation to offer money or anything of value to a third party while knowing that some or all of the payment will be passed on to a foreign official for an improper purpose. Compliance with the FCPA is part of Globus' commitment to good business ethics and compliant practices.

In addition to its anti-bribery provisions, the FCPA also imposes certain accounting requirements on companies. Specifically, the FCPA requires that a company maintain books, records and accounts that, in reasonable detail, accurately reflect the transactions and dispositions of that company. In order to comply with these requirements, Globus employees, agents and others acting on its behalf must maintain complete and accurate records with respect to all transactions undertaken on behalf of Globus. "Records" includes all forms of business documentation, including accounts, correspondence, memorandums, tapes, discs, papers, books, and other documents or transcribed information of any type. This applies to all payments, not just sums that would be "material" in the traditional financial sense.

Globus maintains a corporate policy prohibiting all improper or unethical payments to government officials anywhere in the world in accordance with the FCPA. No Globus officer, employee, agent, or person acting on behalf of Globus has authority to offer, promise, make or facilitate the making of payments to a foreign official to induce that official to affect any government act or decision in a manner that will assist Globus or any of its affiliates, subsidiaries or divisions to obtain or retain business, or influence. Furthermore, every officer, employee and agent is obligated by both Globus policy and federal law to keep books, records, and accounts that accurately and fairly reflect all transactions and disposition of Globus assets.

The following rules have been established for all employees, directors, agents and shareholders acting on behalf of Globus and its affiliates:

- A.** Except as expressly provided elsewhere in this policy statement, no payment or gift of any kind whatsoever may be promised, offered or made to any foreign official, regardless of rank; or to any person, while knowing or being aware of a high probability that all or a portion of any payment will be offered, given or promised, directly or indirectly, to a foreign official.

- B. Notwithstanding the foregoing, expenditures for meals, entertainment and other normal social amenities with respect to foreign officials are generally permitted provided they are not extravagant and otherwise conform to the laws and customs of the country in which the expenditures are incurred. All such hospitality must be reasonable in amount, must be offered in good faith only in connection with the promotion, demonstration or explanation of company products or services or the execution or performance of a contract with a foreign government or agency thereof, and must be lawful under applicable local law. In no event may any hospitality be offered or provided in return for any favor or benefit to Globus or to influence improperly any official decision.
- C. Similarly, gifts may be provided to foreign officials only if the gifts are consistent with all Globus policies, not in cash, of nominal value and conform to laws and normal social customs in the official country.
- D. The making of improper charitable contributions on behalf of foreign officials may also have severe consequences under the FCPA for Globus and involved employees. In no instance may an employee or a business unit make a donation payment at the behest of a foreign official or to an organization affiliated with a foreign official or his close relatives without first obtaining approval from the Chief Compliance Officer and the Globus Cares Committee.
- E. Complete and accurate records sufficient to show compliance with the above rules, the FCPA generally and any other policies of Globus must be maintained at all times.

XVIII. The United Kingdom's Bribery Act

Due to the wide jurisdictional reach the United Kingdom's Bribery Act ("Bribery Act") affords their enforcing authority, violations of the Bribery Act that take place anywhere in the world can be prosecuted. A company can be found liable for offenses taking place in any country, even if the company is not incorporated in the United Kingdom. Globus can be liable for acts committed by any employee, agent or subsidiary that violates this law for offenses taking place in any country. Therefore, the Bribery Act is applicable to all Globus U.S. and international employees, agents and subsidiaries. Globus Medical maintains a corporate policy prohibiting all improper or unethical payments to foreign public officials, as well as individuals in the private and public sectors, anywhere in the world in accordance with the Bribery Act.

XIX. Conflict of Laws

In the event that Globus Medical's Code of Ethics conflicts with a local, state or federal law, the local, state or federal law must be followed. Also, to the extent that any law is more restrictive than this Code of Ethics, that law must be followed.

If an employee believes that any such conflict exists, he/she must notify the Compliance Office immediately at **610-930-1800** or compliance@globusmedical.com.