

Tissue Repair Ltd

Code of Conduct

Tissue Repair Ltd (**Tissue Repair or Company**) is committed to and strives for the highest standard of ethical and professional conduct. We insist on honesty, integrity and trust in all our operations.

This Code of Conduct (**Code**) sets out the ground rules for every director, employee (including senior executives), consultants, contractors and other persons when carrying out their roles and duties for or on behalf of Tissue Repair.

This Code supplements the legal and regulatory requirements which apply to that person's role. This Code also operates alongside Tissue Repair's other policies and procedures.

This Code does not contain a comprehensive list of acceptable behaviour, but will help us to make decisions in our day-to-day work. For more information about the Code, Tissue Repair's values, or about Tissue Repair's expectations in relation to this Code, contact your manager or the Company Secretary.

1. Statement of Values

Each representative of Tissue Repair is responsible for our own behaviour and we are individually accountable for our choices. In making informed choices, we must act in accordance with Tissue Repair's values and in Tissue Repair's best interests:

1. We act honestly and with integrity.
2. We act morally and comply with all laws and regulations.
3. We treat everyone with respect.
4. We avoid and appropriately address conflicts of interest.
5. We protect confidentiality and privacy.
6. We respect and use Tissue Repair's assets for proper purposes.
7. We are good corporate citizens.
8. We are committed to a culture of excellence.
9. We are committed to developing our people.

2. We act honestly and with integrity

Our shareholders, stakeholders and the community expect everyone working for or at Tissue Repair to act professionally, honestly and with integrity. We support our people to meet these expectations and do not tolerate dishonest behaviour from anyone within the organisation, or with whom we deal. We deal fairly with each other and with third parties.

3. We act morally and comply with all laws and regulations

Tissue Repair stays up-to-date and complies with applicable laws and regulations in the locations where we operate.

In particular, Tissue Repair complies with Australian anti-bribery legislation. We do not engage in bribery of any public official, government or other individual – regardless of local custom – including to secure any concession, contract or favourable treatment for Tissue Repair or the individual. Bribery includes kickbacks, facilitation payments and other unlawful payments.

Dealings with politicians and government officials which relate to Tissue Repair and its operations are to be at arms-length and with utmost professionalism, to avoid creating any perception of attempts to improperly influence an official decision.

We refuse any improper payments, benefits or gains offered. We take steps to avoid doing anything that may suggest we are giving preferential treatment to a person or organisation offering a gift or incentive.

We respect the customs and business practices of the countries where we operate while not compromising the values and principles in this Code or relevant laws.

For further details, refer to Tissue Repair's Anti-Bribery and Corruption Policy which applies to all Tissue Repair's representatives (available on our website).

We act ethically and responsibly, by undertaking our duties with care and diligence and in accordance with the law as well as Tissue Repair's policies and procedures. All directors, employees, consultants and contractors should familiarise themselves with Tissue Repair's policies and processes relevant to their duties and comply with them at all times. Any actual or potential breaches of laws or Tissue Repair's policies should be reported immediately to your manager or the Company Secretary.

4. We treat all people with respect

We value inclusion and diversity, and treat everyone with dignity and respect. We do not tolerate or condone any bullying, harassment, discrimination or intimidation under any circumstances. We do not accept any discrimination based on race, colour, religion, gender, age, marital status, disability or other factors.

Our directors, employees, consultants and contractors must not engage in any bullying, harassing or discriminatory behaviour towards any other director, employee, consultant, contractor or other person with whom they interact as part of acting for or on behalf of Tissue Repair. Any such behaviour may face disciplinary action, including dismissal.

Tissue Repair's employment and promotion decision-making processes are based on merit, qualifications, competence and Tissue Repair's operational needs. They are not to be influenced by unlawful discrimination, including on grounds of gender, sex, age, marital status, sexuality, parental status, pregnancy, physical features, disability or impairment, ethnicity, religion or political beliefs.

For further details, refer to Tissue Repair's Diversity and Inclusion Policy which applies to all Tissue Repair's representatives (available on our website).

We create a safe working environment for our employees, consultants, contractors and visitors to our workplaces. We comply with health and safety laws, regulations, policies and record-keeping requirements to minimise workplace risks and injuries. We speak up if we notice something unsafe or risky.

5. We avoid and appropriately address conflicts of interest

We take steps to ensure our individual interests do not conflict with Tissue Repair's interests. We must immediately disclose to our managers or to the Company Secretary any personal or business dealings that might impact or appear to impact Tissue Repair and its decision-making. Individuals must not participate in decisions and activities which may conflict (or be perceived to conflict) or interfere with their duties and responsibilities to Tissue Repair. The perception of a conflict of interest can be as damaging to Tissue Repair's reputation as an actual conflict, so we must always keep an arms-length relationship when dealing with stakeholders, suppliers and partners.

We will not be involved in any other business, organisation or company as a director, employee, consultant or contractor, whether paid or unpaid, if there is a possibility of conflicts

of interest or perceived conflicts of interest, without prior approval from the manager, the Company Secretary or the Board (where appropriate for that individual).

Tissue Repair deals with stakeholders including customers and suppliers fairly, and makes decisions based on merit and commerciality. We comply with applicable anti-trust and competition laws and strive to perform through fair and honest competition.

6. We protect confidentiality and privacy

Tissue Repair works with health and other data that is private and confidential. We respect that this data is sensitive, and misuse of this data could have significant consequences for those whose data is misused. We protect all private and confidential information entrusted to us and will not misuse this information, in accordance with the *Privacy Act 1988* (Cth), any other privacy and data protection laws that may apply, and Tissue Repair's privacy policy (available on our website).

7. We respect and use Tissue Repair's assets for proper purposes

We must not take advantage of our positions with Tissue Repair, or the opportunities arising, for personal gain. We must not use Tissue Repair's assets, including goods, money, intellectual property or products or services of Tissue Repair employees, contractors and consultants, for personal gain or to cause detriment to Tissue Repair or its customers. This includes:

- improper use of Tissue Repair's intellectual property, such as trade secrets and logo, and company information;
- improper use of Tissue Repair's customers' information; and
- improper or fraudulent use of corporate cards, expense accounts or Tissue Repair's finances or other accounts.

Any suspected theft or fraud should be reported to your manager or the Company Secretary.

8. We are good corporate citizens

Tissue Repair is committed to providing value to its shareholders and customers and the broader community. We have policies for the timely provision of information to shareholders and other stakeholders, including publication of public information on its website as required by the ASX Listing Rules, and we have processes to ensure financial information represents a true and fair view of Tissue Repair's financial performance and position in accordance with the relevant accounting standards.

We comply with applicable environmental laws and commit to minimising the impact of our operations of the environment, by employing processes that are environmentally friendly.

9. We are committed to a culture of excellence

We foster a culture of excellence, with the intention to deliver quality of product that meets our customer's expectations, relevant regulatory requirements, and is continuously improving. We ensure our products comply with rigorous testing and can address the needs identified, with significant patient outcomes.

Tissue Repair may undertake various research projects, database reviews, and pre-clinical and clinical trials from time to time. All studies must be scientifically valid and likely to produce data relevant to specified product development or other clinical or business needs. Studies should be designed to:

- protect the health, safety and rights of study subjects;
- maintain the integrity of research data; and

- comply with regulatory requirements and standards in respect of clinical and research activities.

You should avoid and discourage any deviation from research protocol that has not received prior approval by Tissue Repair or an independent review board (where required). This may include:

- inaccurate or false reporting of study data or reports;
- inappropriate use of funds or product; or
- failure to obtain appropriate independent approval, where required.

10. We are committed to developing our people

We are committed to the growth and development of our employees, to ensure you are best placed to achieve Tissue Repair's aims and strategic plans. We are invested in your learning and wellbeing, and encourage you to have conversations with your manager about how we can support your professional development and preferred working arrangements.

11. Reporting breaches of the Code

We are all responsible for complying with this Code and its principles. We should be conscious of the actions of Tissue Repair representatives around us, and honestly report all actual or suspected breaches to management or the Company Secretary. Any breaches of the Code will be reported to the Chair of the board of directors. Material breaches of the Code will be reported to the board of directors.

Any person who breaches this Code may face disciplinary action, including training, coaching and counselling, formal warnings, termination or dismissal. No action will be taken against a person reporting a suspected breach (including where it does not turn out to be a breach) in good faith.

12. Review of the Code

This Code will be reviewed at least every two years by the board of directors to assess its effective operation, and to consider any appropriate changes required.

This Code may be amended from time to time by resolution of the board of directors.

A copy of this Code is available on the Tissue Repair website and is distributed to all directors, employees and other persons as relevant.