



# STERIS

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## Code of Business Conduct

## Global Ethics and Compliance Policy

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STERIS plc (“STERIS” or the “Company”) requires all employees within the STERIS plc group of companies to be lawful and ethically responsible in all business practices. STERIS expects all employees to learn and comply with all Company Policies, applicable laws, and the principles outlined in this Code of Business Conduct. This Code of Business Conduct applies to STERIS plc and all of its subsidiaries and affiliates.

## Fundamental Ethical Values

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Certain values are fundamental to our business activities:

- **Integrity** – We embrace truthfulness and trust. We say what we mean and deliver what and when we promise.
- **Mutual respect** – We value and respect our Customers, suppliers, fellow employees and communities.
- **Responsibility** – We strive for excellence in everything we do. We adhere to established legal and ethical standards. We are responsible for our actions.
- **Corporate Citizenship** – We operate our businesses in a manner that respects and obeys all applicable laws.

## The STERIS Workplace

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An environment that supports honesty, integrity, respect, trust, diversity, and responsibility allows us to achieve performance excellence in our workplace.

The Company is committed to an environment free from unlawful harassment and discrimination. STERIS employees are expected to conduct themselves in a manner appropriate for the work environment and that is consistent with our values. All employees are expected to perform their responsibilities and conduct themselves and interact with others in a professional manner.

## Health, Safety and the Environment

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STERIS is committed to conducting operations in compliance with all applicable laws protecting human health and the environment.

Employees are required to comply with all applicable environmental laws, health and safety laws, and Company policies. Environmental and health and safety laws are complex, subject to frequent changes, and vary from country to country. Employees should seek the advice of designated Environmental Compliance and Health and Safety Department employees, or the STERIS Legal Department about the application of these laws.

## Third Party Relationships

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STERIS requires ethical relationships with Customers, suppliers, agents, distributors, regulatory agencies, and others with whom we deal. Employees with the designated responsibility must comply with all applicable product regulatory approvals, good manufacturing practice requirements, design controls, labeling and advertising controls, and other applicable product regulations and controls of the Company or governmental agencies.

Relationships with third parties, as well as all business decisions, must be based on what is required by law and in the best interests of STERIS, and must not be motivated or influenced by personal considerations.

Employees should discuss, with their supervisor or the STERIS Legal Department, any activity that might create a conflict of interest. Examples of potential conflicts include:

- Personal financial interests that might reasonably affect business judgment on behalf of STERIS.
- Personal use of Company confidential information.
- Other employment or business interests that adversely affects work performance for STERIS.
- Gifts or entertainment that could reasonably be considered to improperly influence STERIS's business relationship with, or create an obligation to another employee, Customer, supplier, or contractor.

Inquiries from third parties such as the media or the financial community must be forwarded to the appropriate Communications, Finance, Investor Relations, or Legal Department representative for appropriate handling.

STERIS employees have access to private, confidential, or proprietary information owned by and/or about the Company. Confidential information is information that is not generally known or readily available to others. This information includes technical know-how and data, trade secrets, business plans, marketing and sales programs, and sales figures, as well as information relating to mergers and acquisitions, stock splits, divestitures, licensing activities, and changes in senior management. Confidential information also includes personal information about STERIS employees, such as salaries, benefits, and information contained in personnel files. Such confidential information must not be disclosed to third parties without appropriate approvals.

With the rise of social media and communications tools, the way in which STERIS employees can communicate internally and externally continues to evolve. These emerging media tools include: video, blogs, wikis, podcasts, virtual worlds, and social networking. Employees must understand that the same policies and requirements about communicating STERIS information 'offline', also apply in the 'online' world, especially with respect to the disclosure of proprietary information, the use of STERIS intellectual property, and professionalism.

## **Political Activity / Dealing with the Government**

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Most political contributions to candidates by corporations are restricted or prohibited in the United Kingdom, the United States and many other countries. Employees may make political contributions on a personal or individual basis where they are permitted to do so under applicable law and U.S. employees may also participate in the STERIS Corporation PAC (U.S.) on a voluntary basis. Employees may not, however, commit Company resources to political campaigns without STERIS Legal Department and CEO approval.

STERIS Customers include governmental entities. The laws and regulations governing transactions with governmental entities impose special rules and requirements not usually found in transactions with private parties. Consult the STERIS Legal Department concerning potential commercial transactions with government entities.

The recruitment and employment of former or current government employees is subject to special rules and possible restrictions. These rules may also apply to family members of the government employee. Contact the STERIS Legal Department concerning potential hires of government employees.

## Competition Law and Trade Practices

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STERIS employees must engage **ONLY** in lawful and ethical competitive practices. The laws governing commercial competitive practices are very complex. Generally, competitors may not agree or have an arrangement:

- On prices they charge, or other terms of sales, for goods or services, regardless of the economic impact;
- On production volumes;
- To avoid competing on bids or projects;
- To refuse to deal or transact with particular Customers or suppliers; or
- To divide or allocate Customers, territories, or markets.

Contact the STERIS Legal Department if these issues are confronted or whenever any arrangement with a competitor is contemplated.

The United Kingdom, the United States and other countries regulate international trade of certain commodities, technologies, and services through import and export restrictions, trade embargoes, and economic sanctions. Imports or exports may be subject to laws and regulations that require prior approval, licensing, or reporting requirements. If in doubt about these laws, contact the STERIS Legal Department.

Employees of STERIS and its affiliates (even those residing outside of the United Kingdom) must comply with the U.K. Bribery Act 2010 and the U.S. Foreign Corrupt Practices Act of 1987, irrespective of whether or not these statutes are applicable to them, and they must also comply with all other applicable laws for the prevention of anti-bribery and corruption. In general, these laws make it unlawful to bribe, or offer to bribe, any person in connection with any commercial arrangement, including both government officials and private persons. They also make it unlawful for any STERIS employee to accept or request a bribe in connection with any commercial transaction.

The same restrictions apply to all distributors and agents engaged by STERIS. So-called grease or facilitation payments are strictly prohibited.

All employees must be familiar with and comply with their obligations as described above, and in particular the STERIS anti-bribery and corruption policies and procedures applicable to them. Contact the STERIS Legal Department if you have questions concerning the application of these laws and/or your compliance with STERIS's policies and procedures.

## Information and Records

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Accuracy and reliability in the preparation of all financial documents, government filings, and other business records is required by law and STERIS Company Policy. All Company accounting records, as well as reports produced from these records, must be kept and presented in accordance with the laws of each applicable jurisdiction, and must accurately and fairly reflect the Company's assets, liabilities, revenues and expenses. All transactions shall be supported by accurate documentation in reasonable detail and recorded in the proper account and in the proper accounting period. Compliance with Generally Accepted Accounting Principles and the Company's system of internal accounting controls is required at all times.

Financial and other information that the Company considers private or proprietary must be kept confidential. Such information may relate to new plans, products or processes; mergers, acquisitions or divestments of businesses; sales; profitability; negotiations related to significant contracts; significant litigation; or other material information. Because this information is a valuable Company asset, it may not be:

- Disclosed to third parties without appropriate authorization,
- Used for personal gain, or
- Acted upon in violation of the STERIS Insider Trading Policy.

## **STERIS Resources**

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STERIS entrusts employees with numerous Company assets, including the information that resides on Company computer systems and networks. Every employee has a responsibility to obtain and use Company and customer assets appropriately and in accordance with Company Policy. Employees are responsible for the proper use of e-mail, internet access, computer programs and related copyright licenses, and other Company assets including Company-licensed products and services utilized in the performance of their job.

STERIS employees recognize that STERIS resources (e.g., e-mail, voice mail, computers and documents) are the property of the Company and may be monitored at any time in compliance with applicable laws. While the Company will take measures as required by law to respect the privacy of private communications stored on STERIS resources, the privacy of these communications cannot be guaranteed. Employees should not use the STERIS resources for any private communications which they would not wish STERIS to review.

STERIS resources are monitored by STERIS for system security, legal, compliance and ethics purposes, including the conduct of internal investigations and the disclosure of information as a result of legal proceedings in which STERIS is involved. In using the STERIS resources you consent to this monitoring and to the processing and disclosure of all materials containing information identifying you which are stored on the STERIS resources. While STERIS will take reasonable precautions to avoid review and disclosure of any personal materials you may have created using STERIS resources, it is possible that such materials will be reviewed and disclosed in connection with corporate investigations and legal proceedings involving STERIS. This is another reason that employees should not use the STERIS resources for any private communications which they do not wish STERIS to review.

If you are employed by STERIS in the European Union, please note that for the above purposes your personal data may be transferred by STERIS from within the European Union to jurisdictions outside of the European Economic Area. In such circumstances, STERIS will take all legally required measures to provide adequate protection to the personal data that is transferred.

## **Code and Policy Violations**

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A failure by any employee to comply with laws or regulations governing the Company's business, this Code or any other Company Policy or requirement, may result in disciplinary action, termination, and if warranted, legal proceedings. Nothing in this Code or other Company Policies constitutes a contract of employment with any individual or assurance of any duration of employment.

## Questions about Compliance and Reporting Violations

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If you have any questions or concerns about compliance with the subjects described in this Code, or are unsure of “the right thing” to do, talk with:

- Your Supervisor,
- Your location or Corporate Human Resources,
- Internal Audit Department,
- The STERIS Legal Department (especially when dealing with any law or regulation),
- The STERIS Integrity Helpline, or
- The STERIS Integrity Webline.

The STERIS Integrity Helpline and Webline do not replace traditional communication channels already in place. However, if you have an issue regarding an ethics or compliance related matter, or you have observed something that may be a violation of the Company’s Policies, and you feel you cannot communicate effectively using existing internal Company channels, call the STERIS Integrity Helpline or report online through the STERIS Integrity Webline. Reports on the STERIS Integrity Helpline and Webline are made without reprisals for matters reported in good faith. In order to fully investigate a reported matter accurately and quickly, you are encouraged to provide your details so that those investigating your report can obtain further information from you. However, you may also make reports on an anonymous basis.

## Conclusion

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This Code is only a summary of the Company’s expectations for ethical and appropriate business conduct. The Company has detailed policies which support this summary. In the event of any questions, concerns or needs for clarification about appropriate employee behavior, STERIS management is willing and able to provide guidance and counsel.

## Integrity Helpline Reporting

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To report unethical or compliance related issues over the phone, please use the STERIS Integrity Helpline by dialing the phone numbers for the country in which you are located.

## Integrity Webline Reporting

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To report unethical or compliance related issues online, please use the STERIS Integrity Webline at:

Within the United States: [www.reportlineweb.com/Steris](http://www.reportlineweb.com/Steris)

International: <https://iwf.tnwgrc.com/steris>

## Integrity Helpline Reporting

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To report unethical or compliance related issues over the phone, please use the STERIS Integrity Helpline by dialing the following phone numbers and access codes for the country which you are located:

## International Phone Numbers

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<b>Belgium</b> 08-008-1992(*)	<b>Czech Republic</b> 080-005-0195	<b>India</b> 855-607-8702 Access Code: 000-117	<b>Netherlands</b> 800-020-0849	<b>Spain</b> 90-082-2590
<b>Brazil</b> 800-047-4167	<b>Finland</b> 80-077-4282	<b>Ireland</b> 180-080-0725	<b>Singapore</b> 1-800-622-7295	<b>Switzerland</b> 080-000-1311
<b>Canada</b> 855-326-9721	<b>France</b> 80-554-2477	<b>Italy</b> 80-090-2931	<b>Slovak Republic</b> 0-800-141-665	<b>Thailand</b> 1-800-01-1569
<b>Costa Rica</b> 855-607-8702 Access Code: 0-800-011-4114	<b>Germany</b> 800-724-3728	<b>Malaysia</b> 1-800-885-782	<b>Slovenia</b> 080828025	<b>United Kingdom</b> 800-028-3391
<b>China</b> 400-990-6644	<b>Hungary</b> 06-800-21-501	<b>Mexico</b> 01-800-253-0492	<b>South Africa</b> 0-800-16-7452	<b>United States</b> 855-326-9721

NOTE(\*) – If the caller is using the Ktno, Dolphin, Movistar, or Proximus service providers in Belgium, the caller will need to dial with international access enabled or will need to report through the STERIS web line.

## International Dialing Instructions

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NAVEX Global, our third party administrator of the STERIS Integrity Helpline, uses an International Toll-Free Service for our calls. There are two exceptions: Costa Rica and India, where an AT&T Direct System is utilized and dialing is a two step process using an access code. Both methods are described below:

### International Toll-Free Service:

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1. Dial your country/carrier specific telephone number. This is a free call.
2. You will be given the option to make your report in English or your own language. You will hear a recorded message in your own language explaining the call process.
3. The first person who speaks to you will be an English speaking interviewer. He or she will bring into the conference call a translator who speaks your language to assist you in reporting your concern.

### AT&T Direct Service (Costa Rica and India):

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1. Dial your country specific access code to reach AT&T.
2. When prompted, enter the 855-607-8702 telephone number to connect to NAVEX Global.
3. You will be given the option to make your report in English or your own language. You will hear a recorded message in your own language explaining the call process.
4. The first person who speaks to you will be an English speaking interviewer. He or she will bring into the conference call a translator who speaks your language to assist you in reporting your concern.

## STERIS MISSION, VISION, AND VALUES

### MISSION:

**AT STERIS, WE HELP OUR CUSTOMERS CREATE A HEALTHIER AND SAFER WORLD** by providing innovative healthcare and life science product and service solutions around the globe.

### VISION:

Inspired by our Customers' efforts to create a healthier and safer world, and guided by our legacy of leadership and innovation, we strive to be a Great Company. To STERIS, this means we will make a difference by providing world-class product and service solutions for our Customers, safe and rewarding work for our People, and superior returns for our Shareholders.

### VALUES:

**1. CUSTOMERS FIRST – ALWAYS.** Our Customer is the most important person in our business, to be treated with the utmost respect. No business activity, other than safety, is more important than listening, learning and providing superior product and service solutions to our Customers.

**2. PEOPLE – the foundation.** We are committed to the safety and success of our people. We expect the performance of every person to continually improve with personal initiative and proper support. We treat each other with mutual respect and have fun in our work.

**3. INNOVATION – the best.** We are leaders not followers. Our company is built on a collection of innovative ideas and a passion for continuous improvement. We challenge the status quo and take measured risks, exploring big and small ideas that improve our performance daily. We provide innovative product and service solutions to our Customers.

**4. TEAMWORK – winning together.** We believe unity of purpose and teamwork enables us to do far more than we could individually. We draw strength from each other and communicate with fairness, candor, respect and courage – respectfully stating what we think even if it is unpopular. Our collaboration turns interesting ideas into great product and service solutions.

**5. ACCOUNTABILITY – right now.** We say what we mean and we honor our commitments. We hold ourselves and each other accountable for our results. We prefer action today versus tomorrow. We understand that value is created in our product development centers, our factories, and at our Customer's sites.

**6. INTEGRITY – stewardship commitment.** We are stewards of the long-term success of our business and our people. We are trustworthy and honest, and carry out our work in a professional, ethical, and legal manner. We challenge actions inconsistent with our values.

*This Code of Business Conduct is not a contract and may be changed from time to time.  
Please regularly review this site for updates.*