



Effective Date: Nov. 1, 2024

Owner: Compliance

CORPORATE COMPLIANCE PROGRAM CHARTER

I. CORPORATE COMPLIANCE PROGRAM MISSION STATEMENT:

Teleflex Incorporated and its worldwide subsidiaries (collectively, "Teleflex" or the "Company") is committed to conducting its business in compliance with all applicable national, state and local laws, and regulations wherever the Company conducts business. Teleflex's Corporate Compliance Program ("Compliance Program") has been designed to address applicable law, regulation, and recommendations from government, including the U.S. Department of Justice, and the Office of Inspector General of the U.S. Health and Human Services ("OIG") Compliance Program Guidance. The Corporate Compliance Program is intended to aid Teleflex in preventing, detecting, and resolving compliance issues. The Compliance Program requires that all Teleflex employees timely report any good faith (*i.e.*, not fabricated or malicious) concern regarding suspected non-compliance in the course of Teleflex's business. All such concerns are thoroughly investigated and resolved in a timely manner in accordance with this Compliance Program. The Compliance Program is designed to assist Teleflex in maintaining a reputation of good corporate citizenship and the high levels of trust the Company has established in the market. In an increasingly competitive marketplace, Teleflex can thrive and prosper only by maintaining a reputation for high ethical standards that support our products and services.

The Compliance Program gives Teleflex employees specific direction in preventing, detecting, and resolving compliance challenges. Teleflex is committed to ensuring that Teleflex employees are trained comprehensively and understand their duties under the Compliance Program. Failure to abide by the expectations established within the Compliance Program will be considered in Teleflex employee performance evaluations and may be grounds for termination of employment or contract.

Teleflex will ensure broad access to the Compliance Program by having multiple access points for reporting and discussing compliance issues -- including an Ethics Line that allows reporting by phone or website (monitored by a third party to permit anonymity) by which suspected compliance concerns may be reported. Teleflex regularly will remind its employees of these various access points and their continuing responsibility to report all compliance issues.

II. OVERVIEW OF CORPORATE COMPLIANCE PROGRAM STRUCTURE:

The Compliance Program requires the active participation of employees at all levels of Teleflex, including the Board of Directors ("Board of Directors"), the Chief Executive Officer ("CEO"), Teleflex's Chief Compliance Officer ("CCO"), and Teleflex managers.

A. BOARD OF DIRECTORS

The Board of Directors provides oversight of the Compliance Program. Primarily through its Audit Committee, the Board of Directors seeks to ensure that the Compliance Program provides corporate information and reporting systems adequate to timely and appropriately inform the Board of Directors regarding organizational compliance and material Compliance Concerns.¹

In general, a Compliance Concern is deemed “material” if the Board of Directors would reasonably need to know about it to oversee the Company’s Compliance Program. The following matters shall be deemed to meet the materiality threshold in all cases and must be reported by the CCO² to the Audit Committee:

1. Any matter coming to the attention of the CCO involving substantial risk of criminal prosecution of the Company or any individual employed by the Company;
2. Any matter the CCO deems necessary to conduct an investigation in which findings of suspected non-compliance could precipitate penalties, fines, or damages equal to or exceeding the materiality threshold set by Teleflex’s Chief Accounting Officer in accordance with applicable U.S. securities laws and regulations; or
3. Any other significant or extraordinary compliance matter that the CEO deems to be material for the purpose of reporting to the Board of Directors.

B. CHIEF EXECUTIVE OFFICER

The CEO oversees the managerial responsibilities of the CCO, providing guidance and review to support the effectiveness of the CCO’s role within the Company. The CEO appoints the CCO with the approval of the Board of Directors. Generally,³ the CCO reports compliance concerns to the CEO based on the same materiality threshold as established for the Audit Committee of the Board of Directors.

C. CHIEF COMPLIANCE OFFICER

The CCO manages and oversees the day-to-day operations of the Compliance Program, including:

1. General Compliance Program training for all Teleflex employees and Governance (including training to the Board of Directors at least every two years) and ensuring that all necessary specialized training for high-risk areas is provided by the department or management with the expertise to address the area;
2. Compliance Program monitoring and auditing;

¹ A Compliance Concern is a good faith, *i.e.* not fabricated or malicious, belief that the Company, or one of its employees, contractors, sales agents, distributors, or temporary agency personnel may be engaging in behavior or failing to engage in behavior that is in violation of Teleflex’s codes, policies, procedures or applicable law or regulation.

² All material financial matters will be communicated to the Audit Committee by the Vice President of Internal Audit, Chief Financial Officer, CEO, the Company’s external audit partner or a combination thereof.

³ The CEO in his/her sole discretion can independently set different expectations for the CCO related to escalation to the CEO or Executive Management.

3. Compliance Program communications (including the Ethics Line); and
4. Response to identified or reported compliance concerns or suspected non-compliance (including necessary investigation and oversight of any remediation and/or self-report), and ethical concerns related to clinical trials conducted by the Company.

The CCO is a member of the Executive Committee, reports directly to the CEO, and also reports directly to the Chair of the Audit Committee of the Board of Directors:

1. Regarding any and all Compliance Concerns that meet the materiality threshold described in II. A, above; and
2. When any other Compliance Concern as determined by the CCO or the Business and Ethics Compliance Committee (the "BECC") should be communicated to the Audit Committee.

In addition, he or she will provide quarterly summaries to the Audit Committee regarding operations of the Compliance Program, including summary data on compliance training, monitoring, and investigations. The CCO shall report to the full Board of Directors at least annually for the purpose of providing an overview regarding the status of compliance diligence at Teleflex, noting any areas where additional work or resources are indicated.

In response to good faith reports or other identification of suspected non-compliance received by the Compliance Department, the CCO is responsible for ensuring timely and appropriate investigation and to oversee and assist with documentation of any necessary remediation efforts. The CCO must immediately refer for investigation by Internal Audit any issues, concerns, or allegations that could implicate fraud or affect the Company's financial records or internal controls environment. Additionally, the CCO is authorized to investigate reported Compliance Concerns by:

1. Performing or overseeing the investigation directly, referring any concern that could implicate fraud or otherwise affect the Company's financial outcomes, accounting or revenue recognitions to Internal Audit and Teleflex's external auditors;
2. Referring appropriate elements of the investigation internally to employees with relevant expertise; or
3. Retaining outside counsel to direct a Special Investigation when necessary, upon consultation with the CEO, Teleflex's General Counsel, and the Chair of the Audit Committee, including working with Teleflex's General Counsel to assess the scope, applicability, and need to preserve the attorney-client privilege and attorney work product doctrines, as or if applicable.

The CCO periodically shall review the Compliance Program and obtain an audit of the Compliance Program (internal or external, in the discretion of the CCO) in order to benchmark the Compliance Program with others in the medical device industry and make recommendations to the CEO and the Board of Directors regarding changes or updates that may be necessary.

D. BUSINESS AND ETHICS COMPLIANCE COMMITTEE

The BECC meets at least every quarter to review the Compliance Program and advise the CCO regarding its operations and the implementation of the Compliance Program. Minutes of the BECC will be submitted to the Audit Committee Chair following each meeting. The CCO may receive advice from the BECC as a whole, through designated subcommittees, or from individual members. The standing members of the BECC are the:

- (a) CEO
- (b) CCO – BECC Chair
- (c) Chief Financial Officer
- (d) Corporate Vice President of Commercial Finance
- (e) Corporate Vice President of Clinical and Medical Affairs
- (f) General Counsel, Corporate Vice President and Secretary
- (g) Corporate Vice President of Human Resources
- (h) Corporate Vice President and Chief Accounting Officer
- (i) Vice President of Internal Audit (non-voting member to preserve auditing independence);
and
- (j) Corporate Vice President of Quality Assurance and Regulatory Affairs⁴

The BECC may also include one or more *ex officio* members. Members of the BECC serve at the appointment of the CCO, and the CCO may replace any member at any time for any reason.

E. MANAGERS

Managers, meaning all personnel of Teleflex who supervise other personnel, are an integral contact point for Teleflex employees to train personnel on Teleflex compliance policies and expectations, to monitor compliance with Teleflex compliance policies, and to report actual or suspected compliance issues. Managers are responsible for conveying to the CCO all Compliance Concerns brought to their attention within forty-eight (48) hours.

F. TELEFLEX EMPLOYEES

Teleflex employees are responsible for reading, understanding, and asking questions about all Teleflex compliance policies, engaging in ethical behavior, complying with all aspects of the Compliance Program, and reporting any suspected Compliance Concern to their supervisor, their supervisor's supervisor, the CCO, Teleflex's General Counsel, or through the Ethics Line, as soon as practical.

III. COMPLIANCE PROGRAM ELEMENTS:

A. STANDARDS OF CONDUCT; POLICIES AND PROCEDURES

1. Code of Ethics. The Company has established a Code of Ethics (the "Code of Ethics"). The Code of Ethics describes the Company's commitment to operate in

⁴ See HHS OIG General Compliance Program Guidance, Nov. 2023, Sec. V. A., at p. 77, "The Compliance Committee should include members responsible for quality assurance and patient safety."

accordance with accepted standards of business integrity, Company policies, and applicable laws and regulations. Teleflex's Compliance and Legal Departments review the Code of Ethics annually and present to the CEO and Audit Committee of the Board of Directors recommended revisions as necessary. As part of general compliance training, Teleflex employees must annually acknowledge and document that they have reviewed the Code of Ethics and will carry out their responsibilities in accordance with applicable law and Company policies and procedures. The Code of Ethics is available in multiple languages and is accessible through the Teleflex Intranet.

2. Integrity Code. To support the integrity of its relationships with customers and other health care professionals, Teleflex established its Integrity Code, which includes Integrity Policies and Procedures and is intended to supplement the Teleflex Anticorruption Policy. From time to time the Integrity Code and the Integrity Policies and Procedures will be updated to incorporate new or revised guidance from applicable government authorities.

B. OVERSIGHT

To facilitate the Compliance Program, Teleflex has established the position of CCO as an executive level employee with independent discretion and authority to establish and maintain the Compliance Program to help ensure its operation as an effective "check and balance" with management. The Board of Directors must ensure that the CCO appointed by the CEO has the requisite training and experience and demonstrates the ethical leadership necessary to establish and maintain an effective Compliance Program. Coordination and communication with other appropriate individuals or business units are the key functions of the CCO with regard to planning, implementing or enhancing, and monitoring the Compliance Program.

C. COMPLIANCE TRAINING

1. General Compliance Training. The CCO, in consultation with the Compliance Committee, shall establish, and revise from time to time, as necessary, courses of compliance training for employees ("General Compliance Training"), which will include a discussion of the Teleflex Compliance Program, written standards and codes of conduct and ethics, and applicable legal and regulatory requirements. General Compliance Training, either live or electronic, must be undertaken by each employee no less than once per calendar year.
2. Specific Compliance Training. Teleflex provides targeted training in key risk areas to those employees whose job functions implicate those risk areas, such as employees in medical affairs, marketing and sales. In addition, training is provided to direct distributors acting on behalf of Teleflex. The CCO, in conjunction with applicable Committee Members, will determine if specific training is necessary for certain Teleflex employees based on their responsibilities and will oversee the development of training materials to address those specific needs.

D. MULTIPLE REPORTING MECHANISMS

Multiple methods for reporting compliance concerns or suspected non-compliance are made available and publicized by Teleflex to its employees. The availability of these reporting means, including the Ethics Line, is provided through the Code of Ethics, periodic employee newsletters, office posters, Compliance SharePoint sites, the Teleflex Intranet, and on Teleflex.com.

Employees may report concerns through the Compliance Department, the Teleflex's General Counsel, the Internal Audit Department, the Human Resources Department or Teleflex's Ethics Line (which allows for anonymity upon request). Teleflex employees have a duty to report compliance concerns or suspected non-compliance of which they become directly aware, and Teleflex prohibits retaliation against anyone who in a good faith reports suspected non-compliance or other compliance concerns. The Ethics Line is staffed twenty-four (24) hours a day, seven (7) days a week, through a contract with an independent hotline response firm. Ethics Line reports are received immediately by the CCO, the General Counsel, the Vice President of Internal Audit, the Vice President of Human Resources, and the Business Practices Officer. The CCO is responsible for timely investigating all reported Compliance Concerns and must immediately forward to the Internal Audit Department for its investigation and recommendations with regard to any matters implicating financial fraud or affecting the Company's financial records or internal controls environment.

E. INVESTIGATIONS AND REMEDIATION

The CCO will have responsibility for timely and appropriately investigating suspected non-compliance or other compliance concerns, enlisting assistance from internal expertise or direction by outside counsel upon consultation with Teleflex's General Counsel as deemed necessary within the discretion of the CCO. The CCO immediately shall refer for investigation by Internal Audit any compliance concerns that implicate financial fraud or could affect the financial performance, accounting, or revenue recognition practices of the Company. The CCO shall work with the Internal Audit department to coordinate the respective findings and recommendations of Internal Audit (regarding financial matters) and the CCO (regarding non-financial matters) with respect to any necessary remediation and/or preventive action.

While employees are permitted to report Compliance Concerns anonymously, employees are encouraged to provide as much information as possible to allow the Teleflex Compliance Program to appropriately investigate and remediate any Compliance Concerns.

F. DISCIPLINE AND SCREENING

To implement and reinforce the standards and expectations of Teleflex employees with regard to compliance with Teleflex's codes, policies and procedures, and with applicable law and regulation, Teleflex establishes appropriate disciplinary consequences in response to actions or omissions that substantiate significant evidence of non-compliance. Disciplinary action in response to behavior implicating non-compliance is assessed

commensurate with the behavior, regardless of the employee's position or responsibilities within the Company.

Teleflex does not intend to employ or otherwise engage, with or without payment, or contract with any individual whom Teleflex knows has been convicted of a criminal offense related to health care or listed by a governmental agency of any country as debarred, excluded, or otherwise ineligible for governmental health care program participation. In order to carry out this requirement, Teleflex makes annual inquiries into the status of any potential employee, agent, or contractor, including review of the United States General Services Administration's List of Parties Excluded from Federal Programs (available on the Internet), the OIG's Cumulative Sanction Report (also available on the Internet) and equivalent databases applicable to governmental programs outside of the United States. The CCO and appropriate functional units, such as Human Resources or Finance, are responsible for ensuring that appropriate screening is timely accomplished.

G. AUDITING AND MONITORING

The CCO is responsible for overseeing the performance of routine monitoring and periodic testing of the operations of Teleflex with regard to compliance. Compliance auditors will be independent of Teleflex management and shall have access to all existing audit resources, all relevant information and knowledgeable Teleflex employees, shall be permitted to review all relevant areas of Teleflex operations, and have access to and support from Teleflex management and governance. Audits will include, at a minimum, review of systems and documentation. As necessary, an audit may include on-site visits and interviews of relevant Teleflex employees and/or other persons with knowledge of facts relevant to the subject of the audit.

The CCO will annually submit to the BECC, for review and approval, its monitoring and auditing plan for the calendar year.

Revision Number	Issue Date	Description	Owner
01	February 5, 2019	New Policy	Compliance
02	November 1, 2024	General Updates	Compliance