

Code of Conduct

Introduction

Employees of Biocare Medical, LLC and its subsidiaries and controlled affiliates ("Biocare Medical") should do the right thing – follow the law, act honorably, and treat co-workers with courtesy and respect.

Biocare Medical also requires its resellers, advisors, original equipment manufacturers, and distributors, suppliers, vendors, consultants, lobbyists, and any other third-party representative ("Partners") to comply with this Policy.

We expect all of our employees and Partners to know and follow this Code of Conduct. Failure to do so can result in disciplinary action, including termination of employment, terminations of contract and legal action. Any waivers of this Code for directors or executive officers must be approved by our Board of Directors.

Biocare has a zero-tolerance policy for retaliation. Anyone who retaliates against someone who reports or participates in an investigation of a possible violation of the Code of Conduct Policy will face disciplinary action, including termination, termination of their contract or business relationship with Biocare, or legal action.

I. Avoid Conflicts of Interest

When you are in a business situation, in which competing loyalties could cause you to pursue a personal benefit for you, your friends, or your family, at the expense of Biocare Medical or our customers, you may be faced with a conflict of interest. All of us should avoid conflicts of interest and circumstances that reasonably present the appearance of a conflict.

When considering a course of action, ask yourself whether the action you're considering could create an incentive for you, or appear to others to create an incentive for you, to benefit yourself, your friends or family, or an associated business at the expense of Biocare Medical. If the answer is "yes," the action you're considering is likely to create a conflict-of-interest situation, and you should avoid it.

II. Ensure Financial Integrity and Responsibility

Ensure that money is appropriately spent, our financial records are complete and accurate, and our internal controls are honored.

If your job involves the financial recording of our transactions, make sure that you're familiar with all relevant policies, including those relating to revenue recognition.

Never interfere with the auditing of financial records. Similarly, never falsify any company record or account.

If you suspect or observe any irregularities relating to financial integrity or fiscal responsibility, no matter how small, immediately report them.

III. Obey the Law

Comply with all applicable legal requirements and understand the major laws and regulations that apply to your work. A few specific laws are easy to violate unintentionally and so are worth pointing out here. If you have any questions about these laws or other laws governing our work, please consult the Chief Compliance Officer.

Trade Controls

Various trade laws control where we can send or receive our products and services. These laws are complex and apply to:

- importing and exporting goods to or from the United States and other countries
- exporting services or providing services to non-U.S. persons
- exporting data, especially data originating in the U.S.

If you are involved in sending or making available products, services, software, equipment, or technical data from one country to another, work with your manager to ensure that the transaction stays within the bounds of applicable laws.

Competition Laws

Be sure you follow all laws designed to promote free and fair competition and protect consumers. These laws generally prohibit 1) arrangements with competitors that restrain trade, 2) abuse of market power to unfairly disadvantage competitors, and 3) misleading or harming consumers. Some of these laws carry civil and criminal penalties for individuals and companies.

Anti-Bribery Laws

Various laws that prohibit bribery in different settings. Our rule is simple – don't bribe anybody, at any time, for any reason.

Non-government relationships. Be careful when you give gifts and pay for meals, entertainment or other business courtesies on behalf of Biocare Medical. Avoid the possibility that the gift, entertainment or other business courtesy could be perceived as a bribe. Provide such business courtesies infrequently and, when you do, to keep their value moderate.

Dealings with government officials. Various laws prohibit seeking to influence official action by offering or giving anything of value to government officials, candidates for public office, employees of government-owned or -controlled companies, public international organizations, or political parties. See Biocare Medical's FCPA Policy for further information on dealing with government officials.

IV. Conclusion

We rely on one another's good judgment to uphold a high standard of integrity for ourselves and our company. We expect all Partners and employees to be guided by both the letter and the spirit of this Code.

Report concerns.

There are several options for you to report concerns:

- Contact the Chief Compliance Officer
- Contact the Vice President of Quality and Regulatory
- Contact the Biocare Human Resources Department
- Use Biocare's EthicsPoint Hotline

You may report your concerns anonymously to our EthicsPoint Hotline; however, the Ethics Committee encourages you to provide your name and contact information so that we may contact you directly with questions if necessary.