

Code of Business Conduct



 **WRIGHT**[™]
FOCUSED EXCELLENCE



YOUR FIRST
CHOICE IN
EXTREMITIES
AND BIOLOGICS



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DEAR WRIGHT COLLEAGUES,

In 2011, I joined a Company with a tremendous amount of potential. As I reflect back on what has changed and what we've accomplished, I am confident that we are on a path that will motivate our employees, delight our customers and satisfy our shareholders. We have innovative and high quality products, an exciting pipeline, and a focused global growth strategy in extremities and biologics. More importantly, we have passionate people committed to making a difference.



Every publicly traded company has a Code of Business Conduct ("Code") in some form. Most companies of any size have mission and vision statements and a core set of values or principles. The distinguishing factor for any company is really its people. We live daily through our transformational values as well as our commitment to the highest standards of ethical conduct. We foster an environment that motivates our employees to love where they work and what they do every day.

This Code is our most fundamental document and statement to employees, agents, customers, and shareholders on the way we do business as it outlines our basic legal and ethical considerations for our daily business interactions. We are a publicly traded global orthopaedic company executing a growth strategy in competitive, complex, and highly regulated markets. Finding the correct or best answer in a given situation is not always straightforward or easy. While the Code does not address every legal topic or provide answers for every situation, the principles serve as guidance in making sound, ethical decisions in the best interests of Wright. When questions arise, you are expected to seek further clarity as explained in the Code.

A few things are always clear. We are committed to improving patient lives through high quality products used in a safe and effective manner. We foster an environment that demands treating each other with respect. We will be honest with ourselves, each other, our customers and our shareholders. At the end of the day, we do the right thing.

The ethical behavior required in this Code must be embodied by you each day. I thank you for your commitment in making Wright the first choice in extremities and biologics.

Sincerely,

Robert J. Palmisano
President and Chief Executive Officer
Wright Medical Group N.V.





"I AM CONFIDENT THAT
WE ARE ON A PATH THAT WILL
MOTIVATE OUR EMPLOYEES, DELIGHT
OUR CUSTOMERS, AND SATISFY
OUR SHAREHOLDERS."

Robert Palmisano, President & CEO

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OUR
TRANSFORMATIONAL
VALUES REFLECT OUR
ORGANIZATIONAL CULTURE

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INTRODUCTION

This Code of Business Conduct (“Code”) applies to all personnel of Wright Medical Group N.V. and its subsidiaries. We are committed to compliance and the highest standards of ethical conduct.

The most fundamental principle of the Code is that all business conducted by the people who represent the company must meet high standards of business and personal ethics, as well as comply with all applicable laws, regulations, and company policies. While the Code cannot provide definitive answers to all questions, it is intended to provide you with general guidance regarding common ethical and legal issues that are vital to maintaining Wright’s business reputation. Accordingly, we must ultimately rely on our own good sense to comply with these fundamental principles, including a sense of when it is proper to seek guidance on the appropriate course of conduct.

Our transformational values reflect our organizational culture. We are a values-focused organization that expects employees, affiliates, management, and directors to exhibit our transformational values every day.

This Code of Business Conduct emphasizes our business ethics, principles, and transformational values; defines individual and corporate responsibility; and supports our ongoing commitment to high ethical and professional standards. By understanding and conducting business in accordance with the Code, each representative of Wright can serve as a role model of integrity and excellence.



Directive Mission

We focus on Extremities and Biologics.

Through our team of passionate and dedicated people, we deliver innovative, value-added solutions improving quality of life for patients worldwide.

We are committed to compliance and the highest standards of ethical conduct.

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PERSONAL ACCOUNTABILITY

Company Representative Responsibility – Does the Code Apply to Me?

The Code applies to all employees (full-time, part-time and temporary), officers, and members of the Board of Directors of Wright, as well as agents, distributors, contractors and other third parties when acting on behalf of the Company; the Code refers to any person in one of these categories as a “Company Representative.” Nothing in the Code shall be construed to influence the independent professional judgment of a Health Care Professional in regard to patient care and treatment.

Every Company Representative bears personal responsibility for complying with all applicable laws and regulations and all provisions of the Code and the Company’s related policies and procedures. Those with supervisory responsibilities have the additional responsibility of monitoring, directing, and reinforcing such compliance by their subordinates, including but not limited to ensuring that those who report to them have received a copy of the Code and other compliance policies and have completed Compliance training. The Company will be vigilant in its efforts to prevent the occurrence of noncompliant conduct, to halt any such conduct that may occur as soon as reasonably possible after discovery, and to discipline those who violate the Code, relevant corporate policies, or applicable laws and regulations.

Questions Regarding the Code

Problems usually can be avoided or minimized if advice is obtained at the outset of business dealings, rather than at a later stage, when necessary changes may cause greater hardship. In all cases, uncertainties should be resolved by promptly consulting the Compliance Department. For any questions or concerns regarding the Code, or any other compliance-related questions that arise in a day-to-day business context, you should contact the Chief Compliance Officer or a member of the Compliance Department. Company Representatives may also utilize the **Ask Us** resource to ask questions or obtain guidance and additional information regarding any compliance-related issue. To reach a compliance professional via the **Ask Us** line, dial toll-free number +1 (800) 437-7056 or email askus@wright.com.



Where can I find company policies?

A number of key policies are accessible on the Compliance Department page of the corporate internet site at www.wright.com. Company policies are also available on the company intranet and extranet sites on the respective department pages. Copies of the Code and other corporate policies may be requested from Human Resources or the Compliance Department at any time.

What should I do if my manager asks me to perform a task that I believe might violate our Code or a law?

Address your concerns regarding the assignment with your manager in an open, honest, and professional manner. No one will be excused for misconduct because it was directed or requested by a supervisor or any other person. If you are not comfortable speaking to your manager or need additional guidance, contact the Chief Compliance Officer.



THINK CUSTOMER
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The Leadership Difference

Those with supervisory responsibilities have the additional responsibility of monitoring, directing, and reinforcing such compliance by their subordinates, including but not limited to ensuring that those who report to them have received a copy of the Code and other compliance policies and have completed compliance training.

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Responsibility for Reporting

If you learn of or suspect a violation of the Code or of any other aspect of the Compliance Program, you must report that information immediately. This may be accomplished by utilizing Wright’s **Tell Us** confidential disclosure program, which allows anyone to make confidential disclosures regarding any identified issues, questions, or suspected violations via the Company’s ethics reporting system, 24 hours a day, seven days a week.

- o For direct disclosures to Wright’s Chief Compliance Officer:
 - via telephone in the U.S.: (901) 867-4349; or
 - via email at **ethics@wright.com**.
- o For anonymous reporting to EthicsPoint:
 - via telephone in the U.S.: (888) 279-1924;
 - via direct link: **<https://secure.ethicspoint.com/domain/media/en/gui/22544/index.html>**.

Although you may make a report anonymously where permitted by local law, the Company prefers that you identify yourself when reporting violations in order to permit the Company to contact you in the event further information is needed to properly conduct a thorough investigation. Regardless of whether a report is made anonymously, reporting persons should maintain all information related to any report in strict confidence and not discuss such information except with Company officials conducting the investigation.

Non-retaliation

No individual reporting a violation will be subject to retaliation based on any good faith report he or she makes. Any Company Representative responsible for or associated with retaliating against individuals who in good faith report known or suspected violations will be subject to disciplinary action, including termination where appropriate.



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What do I do if my team member brings a policy violation to my attention?

Once you are made aware of a potential problem, you must escalate that concern to the Compliance department immediately. You must also instruct your team member to make a report using one of the avenues provided.

Ethics Quick Test

If you know that it’s wrong or suspect that it might be wrong, don’t do it! If you are not sure, ask.

Wright is committed to provide guidance to Company Representatives in making the right decisions. The following “ethics quick test” helps to make an assessment when there are doubts about the ethics of specific situations and behaviors by asking:

- Is the action legal?
- Does it comply with our values?
- If you do it, will you feel bad?
- Would you have any difficulty revealing your conduct to your spouse, child or family?

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INTEGRITY IN THE MARKETPLACE

Every Company Representative is expected to perform with integrity in the marketplace. This can be achieved by following applicable laws and regulations as well as the company policies set forth by Wright. As a Company Representative, you are expected to complete training and understand the relevant laws, policies, and compliance processes.

Each Company Representative is obligated to comply with the Code, and failing to do so can result in fines, penalties, and/or damage to the Company's reputation.

Relationships with Health Care Professionals

Wright's relationships with Health Care Professionals ("HCPs"), including customers and consultants, are very important to us and we are firmly committed to maintaining the highest ethical standards. Wright is a member of various global medical device associations which recognize the obligation to facilitate ethical interactions between companies and HCPs in order to ensure that medical decisions are based on the best interest of the patient.

HCPs are individuals or entities that are:

- involved in providing health care services and/or items to patients;
- in a position to purchase, lease, recommend, use, arrange for the purchase or lease of, or prescribe Wright's products;
- direct service providers and others who may be involved in the decision to purchase, lease, or recommend Wright's products; or
- purchasing agents, physician's practice managers, and management within group purchasing organizations.

Under no circumstances may Company Representatives engage in any conduct that unlawfully induces (or appears to unlawfully induce) anyone to purchase, lease, recommend, use, or arrange for the purchase, lease or use of, Wright products. To ensure these collaborative relationships meet high ethical standards, interactions with HCPs must be conducted with appropriate transparency and in compliance with applicable laws and regulations. The following sections provide additional guidance on some common interactions.

All training programs provided to Health Care Professionals are conducted in accordance with applicable laws, regulations, and codes of ethics.



Where can I get assistance with matters involving HCP relationships?

For additional guidance pertaining to interactions with Health Care Professionals, please refer to your regional FAQ document, or contact a Professional Affairs team member in Wright's Compliance Department.





ENABLE CHANGE
CHALLENGE THE STATUS QUO

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QUALITY

Quality Policy

Our commitment to Quality, product safety, and regulatory compliance makes us your first choice in extremities and biologics. We achieve this through continuous quality improvement, full compliance with all applicable regulatory standards, and passionate employees dedicated to high-quality products and processes. We strive to identify and mitigate risk in order to improve the quality of life for our customers.

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Clinical Testing

All clinical trials are conducted in accordance with applicable laws, regulations, codes of ethics, and medical standards (e.g., standards around the treatment of animals).

Meals

Company Representatives may occasionally offer modest meals as part of a legitimate business discussion. Individuals who do not have a bona fide professional interest should not attend the business meeting. Please refer to the regional Frequently Asked Questions (“FAQ”) documents for more guidance.

Gifts

Cash or cash equivalents are prohibited. Giving or offering gifts that are intended for a bona fide lawful purpose may be permissible only to the extent such gifts are allowed by local law and prevailing custom. In order to ensure that such exchanges are recognized in a company policy or procedure applicable to that region, and to discuss the legality of a gift, please contact the Compliance Department or refer to the regional FAQ documents for more guidance before offering or giving a gift.

Consulting Arrangements

The Company may compensate HCPs for consulting services, performing research, participating on advisory boards, or performing other bona fide services for which a legitimate need has been identified and for which the Company pays fair market value, provided such arrangements are made in writing and approved by members of Senior Management.

Political Contributions and Improper Payments

Wright encourages its Company Representatives to participate in community activities, which may be political in nature. Company funds or assets cannot be used as resources for political contributions, nor can reimbursements be made for contributions to political parties, candidates, or activities. In addition,



Can I create product marketing materials tailored for my customer?

Company Representatives are prohibited from independently developing or distributing marketing materials. All presentations, marketing materials, etc. involving the branding, labeling, or use of Wright products must be approved through the Legal and Regulatory departments to ensure compliance with product indications as approved by the FDA.

No one may alter, change, mark or revise approved promotional materials without Company approval. Additionally, no one may distribute or use outdated or obsolete promotional materials.

Unlawful inducements include the intent to influence or persuade HCPs to purchase, lease, recommend, use, arrange for the purchase of or lease of, or prescribe Wright’s products. Inducements can take the form of a pledge, kick-back or bribe. A pledge can be the promise to secure employment opportunities, consulting arrangements, or other methods of reimbursement to an HCP. Examples of kick-backs or bribes can take various other forms such as:

- *Cash or cash equivalents such as gift cards or gift certificates*
- *Vacation or leisure trips*
- *Entertainment such as lavish dinners, theater or sporting event tickets*
- *Free merchandise including logo promotional items*
- *Charitable donations not approved by Wright*
- *Business opportunities for friends or relatives*
- *Promises of future payments or employment*
- *Sham consulting agreements*



participation in all political activities must take place on personal time, not during working hours, and at personal expense.

The Company's commitment to integrity in all business relationships extends to interactions with government officials. Our Code requires all Company Representatives to make ethically sound business decisions which include identifying and managing activities that may create a conflict of interest or facilitate an improper payment. The term 'improper payment' means giving, offering, or promising to give or to offer, directly or indirectly, anything of tangible or intangible value to an HCP as an incentive to use Wright products or to otherwise induce the HCP to take (or to refrain from taking) action which would bestow a commercial benefit or advantage to the Company. "Anything of tangible or intangible value" includes but is not limited to cash, cash equivalents, entertainment, meals, donations or other services, or gifts.

Corporate funds, assets, or facilities may not be used for any improper payments such as bribes, kickbacks, or any other payments made to any person. In addition, Company Representatives are prohibited from utilizing personal funds to make improper payments with the intent to influence them to recommend, use or purchase our products; to influence official action; or for any other purpose that is improper or unlawful (based on local laws or ethical standards).

Anti-Bribery and Anti-Corruption Laws ("ABAC")

Globally, there are Anti-Bribery and Anti-Corruption laws in place to foster ethical behavior between government and business. The cornerstone of these laws prohibits any person (or corporation) from knowingly or willfully offering, paying, soliciting or receiving cash or anything of value with a purpose to create an unfair advantage. Anti-Bribery and Anti-Corruption Laws include but are not limited to:

- The US Foreign Corrupt Practices Act ("FCPA") anti-bribery provisions apply to corrupt payments made to 1) any foreign official; 2) any foreign political party of official thereof; 3) any candidate for foreign political office; or 4) any person, while knowing that all or a portion of the payment will be offered, given, or promised to an individual falling within one of these three categories.
- The UK Bribery Act contains two general offences covering the offering, promising or giving of a bribe (active bribery) and the requesting, agreeing to receive or accepting a bribe (passive bribery). This includes commercial bribery or the bribery of a foreign official. A foreign public official includes someone, whether elected or appointed, who holds a legislative, administrative or judicial position of any kind of a country or territory outside the UK.



Use and Protection of Confidential Patient and Prescriber Information

Company Representatives are obligated to comply with laws and rules relating to protecting confidential patient health information.

This protected information includes all individually identifiable information relating to:

Who is considered a foreign official according to the FCPA?

A foreign official is defined broadly and includes:

Any officer or employee of a foreign government or any department, agency or instrumentality thereof, or of a public international organization, or any person acting in an official capacity for or on behalf of any such government or department, agency, or instrumentality, or for or on behalf of any such public international organization.

For example, based on this definition HCPs who work at public hospitals are foreign government officials. Refer to the regional FAQ documents for more information.



- an individual's past, present, or future physical or mental health or condition;
- the provision of health care to an individual; or
- payment for providing health care to an individual.

Company Representatives must also adhere to laws and rules protecting prescriber information, such as data on the frequency of physicians' prescription of specific products to their patients. It should also be noted that patient and prescriber information is sensitive and should not be accessed beyond what is necessary to accomplish legitimate business objectives. Since restrictions on the use of these types of information vary by jurisdiction and are often quite strict, Company Representatives should ensure that they abide by the restrictions imposed on the use of such information in their jurisdictions.

Product Regulatory and Quality Compliance

Quality has been and continues to be the hallmark of Wright's products.

Wright conducts business in compliance with all applicable laws and regulations governing the approval, manufacture, labeling, and distribution of the Company's products. Accordingly, Company Representatives are required to conduct business in compliance with all applicable quality and safety standards, as well as adhere to established Company quality standards and control procedures. Any deviation from established quality standards and procedures, whether intentional or accidental, must be immediately reported to Global Regulatory and Quality department or the Chief Compliance Officer.

Advertising and Promotion

All advertising claims about the Company's products (including claims on packaging) must be truthful, balanced, and have a reasonable basis in fact. Fair and accurate advertising is essential to:

- preserving the integrity and reputation of the Company;
- complying with laws that prohibit deceptive advertising in the promotion and sale of the Company's products; and
- maintaining consistency in all marketing initiatives regarding the product indications approved by the Food and Drug Administration ("FDA").

It is imperative that all advertising and product claims be reviewed by the appropriate risk management functional areas (e.g., Regulatory and Legal Departments) to ensure compliance with company policy prior to being disseminated.

For additional guidance on Product Regulatory and Quality Compliance, please contact the Global Regulatory and Quality Department.



If the information identifies or provides a reasonable basis to believe it can be used to identify an individual, it is considered individually identifiable health information.



ETHICS IN BUSINESS

Global Conduct Standards under the Code

Wright’s business activities are conducted in a complex world of laws and regulations. As a company with global presence, such laws and regulations vary from one geographic region to another, and it is the responsibility of our Company Representatives to ensure that their business activities comply with all laws and regulations relative to their respective locations. In addition to local laws and regulations, Company Representatives must also ensure that they are engaging in business activities that are in compliance with the Company’s Code of Business Conduct and other applicable policies and procedures.

This Code does not provide an exhaustive discussion of the legal and ethical requirements Company Representatives must adhere to, but rather is intended to alert Company Representatives of many of the common issues they may confront from time to time in conducting the Company’s business in the U.S. and abroad. In many instances, the Company’s Compliance Program will include a global or regional policy and procedure that contains more detailed instructions concerning the issue. Some of these policies and procedures are referenced in the Code, but Company Representatives are responsible for determining when a more specific policy or procedure applies. If you have any doubt as to the lawfulness of any proposed activity, you should seek advice from the Chief Compliance Officer or a member of the Compliance Department before such action is undertaken.

Relationships with Suppliers

The Company deals fairly and honestly with its suppliers. This means that our relationships with suppliers are based on price, quality, service and reputation, among other factors. Employees dealing with suppliers should carefully guard their objectivity. Specifically, no employee should accept or solicit any personal benefit from a supplier or potential supplier that might compromise, or appear to compromise, their objective assessment of the supplier’s products and prices. Employees can give or accept promotional items of nominal value or moderately scaled entertainment within the limits of responsible and customary business practice.



Conflicts of Interest

Wright’s Conflict of Interest guidance is intended to establish an ethical framework within which the Company conducts business. All Company Representatives must manage business relationships (e.g., with suppliers or customers) in a manner consistent with the best interests of the Company, without granting favors or preferences based on personal considerations

A conflict of interest could exist, for example, if a member of your family is employed by or affiliated with suppliers of a product or service to Wright. A conflict may also arise with respect to any partnership, corporation or other firm of which you or a family member have an interest.



ALIGNMENT
ONE TEAM ONE DIRECTION

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Conflicts of Interest

Having a conflict of interest is not necessarily a Code of Business Conduct violation, but failing to disclose it is.

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and without the appearance of doing so. This guidance is also intended to provide general direction for Company Representatives in recognizing and managing circumstances that could result in a conflict of interest.

When a Company Representative's duty to give his or her undivided commercial loyalty to Wright can be prejudiced by an actual or potential benefit derived from another source, a conflict of interest can occur. The Company does not desire to discourage or limit your freedom to make investments and engage in outside interests, provided these activities do not interfere with the performance of your obligations to Wright. At the same time, you should avoid any kind of financial or personal interest that might affect (or appear to affect) your judgment when conducting business on behalf of Wright.

Every Company Representative should avoid any investment or association that has the potential to interfere with the independent exercise of sound judgment in the Company's best interest. Consideration should be given to, not only your own activities and interests, but also those of your family members or personal friends. Although it is not feasible to describe every situation that could give rise to a conflict of interest, the following illustrates some activities that should be avoided:

- holding a significant financial interest in a supplier, customer, or competitor;
- speculating or dealing in equipment, materials, or property purchased by Wright or in products sold by Wright;
- solicitation or acceptance of cash, gifts, entertainment, or other benefits (that are more than modest in value) from a supplier, customer, or competitor;
- solicitation or acceptance of any gift or other benefit when an obligation to the donor is stated or implied;
- consulting with or employment by a supplier, customer, or competitor, excluding volunteer activities wholly unrelated to Wright's business interests;
- use of Company resources, time, and facilities for personal gain; or
- exploiting a business opportunity to which the Company might reasonably be entitled to be interested without first making the opportunity available to the Company.

Not every situation is clear and conflicts of interest can occasionally be avoided with disclosure to and approval by appropriate Company personnel. Whenever there is any question about a possible conflict of interest you should consult the Chief Compliance Officer.

Antitrust and Competition

The Company's business activities in the marketplace must be conducted in accordance with all applicable antitrust, competition and trade practice laws, and regulations collectively referred to as the "antitrust laws."

Such laws are designed to ensure fair competition in the free market system and prohibit unfair trade practices such as monopolization or attempts to monopolize, and joint activity in restraint of trade.





Due to the complexity of these laws, the General Counsel or the Chief Compliance Officer should be consulted:

- whenever contact with competitors is involved;
- if special treatment of particular customers is being considered; or
- if you have any doubt as to whether a certain discussion or activity might violate the antitrust laws.

Violation of the Antitrust laws may result in serious consequences for Wright, as well as individual Company Representatives. Examples of prohibited conduct may include:

- agreements or understandings with competitors in restraint of trade (e.g., price fixing, division or allocation of markets, territories, or customers, and boycotting of third parties);
- agreements or understandings with customers as to the prices that they will charge for Wright's products or the prices that their customers will charge for resale;
- sales of similar products to competing customers at different prices with the effect of restraining competition;
- preference to one customer over another with respect to promotional payments or services;
- illegal tying arrangements (e.g., requiring purchase of one good as a condition of selling, licensing, or loaning another good);
- exchanging pricing or other confidential information with competitors; or
- abuse of a dominant position in the market.

Economic Sanctions, Boycotts, and Export Controls

As a global company, Wright complies with all economic sanctions, export control, anti-boycott, foreign currency exchange, other trade control laws of the United States, or any other country in which Wright does business. Company Representatives involved in the transfer of goods or services across national borders on behalf of Wright must comply with applicable laws, regardless of the geographical location.

Conflict Minerals

In our efforts to support the international community of which we are a part, Wright follows the applicable laws and regulations governing disclosure and conduct related to conflict minerals.

Supplier Standards and Human Rights

Wright and its direct suppliers are required to comply with applicable laws and regulations in providing us manufactured goods and products and particularly those laws regarding slavery and human trafficking.





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INTEGRITY IN THE WORKPLACE

Wright is committed to providing equal employment opportunity in all areas of the Company, as well as ensuring employees have a workplace where they are respected, satisfied and appreciated.

Equal Employment Opportunity

Equal employment opportunity relates to all phases of employment, including, but not limited to, recruitment, hiring, compensation, benefits, promotion, demotion, assignment, transfer, development, layoffs, training, tuition assistance, and social programs. Managers must ensure that discriminatory motives are not present in job related decisions and even the appearance of such motives should be steadfastly avoided.

The Company will not tolerate discrimination against a qualified employee or applicant on the grounds of any of the following:

- race, color, ethnicity, or national origin
- gender, gender identity, or sexual orientation
- age
- religion
- disability
- veteran status
- any other legally protected status

Employment decisions based on any of these characteristics is a violation of Wright’s policies and is illegal under the laws of certain countries. If you believe you have been subjected to unlawful employment discrimination, you should immediately notify your supervisor, Human Resources, or confidentially disclose the action through www.ethicspoint.com. For detailed ethics reporting contact information, refer to Section 1 of the Code - **Responsibility for Reporting**.

Freedom from Harassment

Wright’s goal is to create a working atmosphere free from conduct that interferes with an individual’s work performance. We hire, evaluate and promote employees, and engage contractors based on their skills, conduct and performance. With this in mind, we expect everyone to treat others with dignity and respect and will not tolerate certain behaviors. Unacceptable behaviors include harassment, violence, intimidation and discrimination of any kind.

Our Company complies with all applicable laws that prohibit harassment in the workplace including creating an intimidating, hostile or offensive working environment through unwelcome verbal, nonverbal or physical conduct. In particular, an atmosphere of tension created by ethnic or religious remarks or animosity, sexual



Who do I contact if I have questions regarding Wright’s Equal Employment Opportunity (“EEO”) policies?

Wright’s Human Resources (“HR”) Department can address your EEO questions. In addition, the HR Department page on the Company intranet has a number of resource documents.



Physical contact is an obvious form of sexual harassment, but what other types of conduct could be considered forms of sexual harassment?

Sexual harassment can take many forms and is not limited to physical contact. Other, less obvious actions include:

- explicit or degrading comments about appearance;
- display of sexually suggestive pictures; or
- sexually oriented jokes, pictures, text, or email messages.



EMPOWERMENT
OWN IT. DO IT RIGHT.

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advances, requests for sexual favors or other discriminatory conduct is prohibited in our workplace. Sexual harassment may include unwelcome sexual advances, requests for sexual favors, verbal or physical conduct. Conditions of a sexual nature that have the effect of unreasonably interfering with an employee's work performance or which creates an intimidating hostile or offensive work environment are also considered sexual harassment.

We urge employees who have been subject to any form of harassment to notify their supervisor. If the supervisor is involved, then the employee should report the situation to the supervisor's superior or the Human Resources Department so that Wright can investigate the matter. All inquiries regarding the matter will be held in strict confidence to the extent possible. Reports of harassment or other misconduct will be investigated and dealt with expeditiously. Where investigations confirm the allegations, appropriate corrective actions will be taken.

Social Media Policy

In light of the prevalence and use of social media today, please remember that public posts—even those made through your personal accounts—may be viewed as a reflection of Wright. Therefore, you should take care to be respectful, polite, and responsible in all of your interactions on any social media or networking site (including Facebook, Twitter, Instagram, and LinkedIn), blog, chat room, bulletin board or newsgroup on the Internet.

Please also be advised that as a Wright employee, you are prohibited from disclosing or discussing any information about Wright or its business over the Internet with any person, except as required in the performance of your regular corporate duties. Therefore, you may not participate in discussions regarding, or post any information about, Wright or its business on any social media or networking site, blog, chat room, bulletin board or newsgroup on the Internet. This is true even if your participation is solely for the purpose of attempting to defend Wright against false or misleading information. Reposting or sharing material from one of Wright's official social media sites is allowed under Company policy. Employees are prohibited from starting their own public sites or pages as a representative of the Company, expressed or implied.

Please immediately contact Wright's General Counsel or Chief Communications Officer if you become aware of any information regarding Wright being discussed or posted on chat rooms or anywhere on the Internet, so that Wright's Media Contacts can decide how to appropriately respond, if at all.

Substance Abuse

Wright believes that a working environment free of drug and alcohol abuse is healthier, safer and more productive for all employees and therefore has a policy of an alcohol-free and drug-free workplace. While on company time, company premises, or while operating company owned- or operated- equipment or vehicles, employees are expected to be free of the presence or effects of substances that may impair their ability to perform their work in a safe and productive manner. Employees may not perform work under the influence of any substance, including alcohol, illegal drugs, legal recreational drugs, and prescription medications that impair the employee's ability to work or that are not taken in accordance with a medical professional's directions. Employees also may not possess, sell, or offer to others such substances in the workplace.

Environment, Safety and Health

Wright is committed to safeguarding the health and safety of its employees by eliminating hazards from the workplace and complying with all applicable occupational safety and health laws. All



What department is responsible for occupational safety compliance at Wright?

The Department of Health, Safety and Environmental ("HSE") is responsible for promoting the health and safety of the Wright community through effective occupational and environmental management practices.

HSE provides services and leadership in the areas of medical surveillance and environmental monitoring, the treatment of occupational illness and injuries, fire safety, biological safety, chemical safety, laboratory safety, facility and equipment safety, and employee safety training programs.





employees are responsible for reporting unsafe work conditions, threats and actions or situations - including those relating to vendors or customers - that have the potential for workplace violence.

The Company also recognizes its obligation as a corporate citizen to carry out all of its activities in ways to preserve and promote a clean, safe, and healthy environment. We continuously seek ways to ensure that our business activities meet or exceed applicable environmental standards. The consequences of failure to adhere to our environmental policies can be serious for the Company and the individuals involved, as well as the Company's workforce and the communities in which we operate and live. If you learn from any source that material manufactured, processed, or distributed by Wright may present a risk of injury to health or the environment, you should report this to your superior immediately.

Asset Misappropriation

Employees should protect the Company's assets and ensure their efficient use for legitimate business purposes only. Theft, carelessness and waste have a direct impact on the Company's profitability. The use of Company funds or assets, whether or not for personal gain, for any unlawful or improper purpose is prohibited. To ensure the protection and proper use of the Company's assets, each employee should:

- exercise reasonable care to prevent theft, damage or misuse of Company property
- report the actual or suspected theft, damage or misuse of Company property to a supervisor
- use the Company's telephone system, other electronic communication services, written materials and other property primarily for business-related purposes
- safeguard all electronic programs, data, communications and written materials from inadvertent access by others

Employees should be aware that Company property includes, in addition to all written communications, all data and communications transmitted to or received by, or contained in, the Company's electronic or telephonic systems. Employees and other users of this property should have no expectation of privacy with respect to these communications and data. To the extent permitted by law, the Company has the ability, and reserves the right, to monitor all electronic and telephonic communication. These communications may also be subject to disclosure to law enforcement or government officials.

Fair Dealing Relating to Fair and Honest Negotiations

All employees are obligated to deal fairly with fellow employees and with the Company's customers, suppliers, competitors and other third parties. Employees should not take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation or any other unfair-dealing practice.

You must comply with the safety, health and environmental laws, regulations, and company policies that affect our business activities.





RESPONSIBILITY TO SHAREHOLDERS

Integrity and Preservation of Corporate Records

Wright's financial transactions must be accurately recorded such that the true nature of the transaction is evident. All accounting records must be recorded in such a manner that conforms to applicable laws and relevant accounting principles, rules and regulations. Under no circumstances may there be any unrecorded fund or asset, regardless of the purposes for which the fund or asset may have been intended, or any improper or inaccurate entry knowingly made in the books and records of the Company.

Business records must also be retained in accordance with the laws of certain jurisdictions. All such records must be accurate and properly maintained both to satisfy the legal requirements and to enable Wright to defend itself in the event a question is raised by the government or a private party. In addition, Company Representatives must comply with any Document Preservation Notice provided by the Company or its counsel. If you have a question as to whether a record relates to any Document Preservation Notice, you must contact the Legal Department before disposing of or altering such records.

Our Record Management Policy details the proper handling of corporate records, including retention period. If you are unsure whether a record is related to any Document Preservation Notice, contact the General Counsel in the Legal Department before disposing of or altering such record.

Public Filings and Communications

Our investors and customers count on us to provide accurate information regarding our products and financial condition. All submissions to regulatory authorities, as well as all public communications should be clear, complete, fair, accurate, and timely.

Additionally, Company Representatives should never make any false, misleading, or incomplete statements that may omit relevant facts necessary to ensure that such statements do not mislead anyone associated with:

- the examination of Wright's financial statements;
- the preparation of any report required to be filed with any governmental agency; or
- the preparation or dissemination of any public communication.

If you have information or knowledge of the dissemination of inaccurate information related to Wright's products or financial reporting, you must promptly report such matters to our Chief Financial Officer, General Counsel or Chief Compliance Officer.



What Company property is considered Intellectual Property?

Intellectual property includes our trademarks, brands, logos, copyrights, inventions, patents and trade secrets. Wright's intellectual property also includes the work product of Company Representatives.



SUSTAINABILITY
CONSISTENTLY PROFITABLE

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Legal Proceedings, Government and Media Inquiries

All governmental inquiries, requests for information, on-site visits, investigations, or notices and all civil or criminal summonses, complaints, subpoenas or other court papers related to the Company should be forwarded immediately to our General Counsel for appropriate handling. Individuals contacted by government authorities or lawyers outside the Company (whether formally or informally or orally or in writing), or served with any form of legal process, should immediately notify the General Counsel.

In no event should the recipient of any inquiry, notice or legal paper respond without first referring the matter to the General Counsel. In all cases, Company Representatives are expected to deal honestly and straightforwardly with governmental representatives.

It is possible that Company Representatives may receive inquiries from the media and financial analysts or investors related to the Company. To ensure that accurate factual information is provided in response to public requests, consistent with Wright's obligations to maintain the confidentiality of competitive and proprietary information and to prevent selective disclosure of market-sensitive financial and other information, all such inquiries from the media and financial analysts or investors should be immediately referred to the Chief Communications Officer or to Wright's designated Media Contacts (currently, Wright's CEO, CFO and Chief Communications Officer). Other than the Media Contacts, any officer, director, employee or agent who is asked a question regarding Wright or its business by a member of the media or a financial analyst or investor shall respond with "No comment" and forward the inquiry to the Chief Communications Officer or a Media Contact.

Misuse of Material Inside Information and Trading in Securities

In the course of performing regular job duties, you may have access to business information considered to be "material inside information," which is, nonpublic information about Wright or another company. The use of any "material inside information" for personal financial benefit, or the financial benefit of relatives, friends, brokers, or others is not only an ethical concern—it also may be a violation of law and could result in criminal sanctions, and substantial civil liability.

Wright has adopted a separate **Code of Conduct on Insider Trading and Confidentiality** to address these issues. A copy of the policy and guidelines is available on the Company's intranet website or may be obtained from the Legal Department.

Confidential or Proprietary Information

As Company Representatives of Wright, individuals may have access to confidential or proprietary Company information and its disclosure to competitors, to any other person or entity outside Wright, or to others within the Company having no legitimate business need to know, is **prohibited**. Documents containing competitive, proprietary or sensitive data should only be shared with employees and with external parties using standard IT solutions that ensure restricted access and encrypted data. Documents containing competitive, proprietary or sensitive data should be properly marked, password protected, and electronically stored in access limited network locations. The use of non-standard cloud storage solutions to store or share electronic information is strictly prohibited.

Company Representatives are also prohibited from bringing onto Company premises (either physically or electronically) any documents or materials of any other third-parties to whom they owe any obligation of confidentiality. Wright's policy also prohibits the improper use of proprietary information obtained from former employees or other third-parties.

Confidential or proprietary information includes information on any aspect of the business of Wright, its customers or suppliers not generally known to the public, such as trade secrets, confidential information of a technical, financial or business nature, or other "inside information."





Cybersecurity

You must take steps to guard against unauthorized access to Wright’s systems and data as even inadvertent disclosure may harm Wright’s interests, and under certain circumstances, may subject you to civil and criminal claims and liabilities.

At minimum, you should:

1. Develop a strong, unique password: The password that you use to access Wright’s system should not be used to access any other accounts and also should not be shared with anyone
2. Not open any suspicious links in or attachments to emails: Always type in a URL into a browser yourself
3. Be on the lookout for phishing scams: These are emails or links that are designed to get information from you
4. Employees should not share network passwords, employee information, contact information or other sensitive information to unverified phone callers or in-person visitors without verifying their need to know such information.

Intellectual Property

Wright owns and uses a number of trademarks, patents, copyrights, and trade secrets that are vital to the Company’s success. To protect the Company’s rights, the use of all such intellectual property by Company Representatives must be in accordance with all applicable laws.

Third-parties are not permitted to use our trademarks or other intellectual property without proper authorization prior to use. Wright’s Legal Department can provide further information regarding the authorization for intellectual property use. In addition, Company Representatives shall not make unauthorized copies of any written materials (e.g., books, articles, magazines, drawings, and logos), photographs, videotapes, or advertising and promotional material.

Our intellectual property is a valuable asset that must be protected at all times. All Company Representatives must be vigilant to use the Company’s trademarks correctly and notify the Legal Department of any unauthorized use of the Company’s trademarks or of confusingly similar trademarks by someone else. Similarly, the Company is committed to not infringing the trademark rights of others, by avoiding the use of trademarks confusingly similar to those of other companies.

Wright’s intellectual property also includes the work product of Company Representatives. Any work you create in connection with your duties, using company time, resources or information belongs to Wright. In addition, any invention conceived, or developed, by an employee and certain other Company Representatives must be disclosed to the Company (consistent with the disclosure form executed as a condition of employment) that will determine whether the invention will be treated as proprietary information or will be protected under the patent laws.

No invention, whether developed, licensed or purchased by the Company, is to be used or marketed, and no unpatented proprietary information is to be disclosed to third parties, without the prior written approval of the Legal Department.



ADMINISTRATION OF THE CODE

Compliance Program

The Code is the most essential element of Wright's Compliance Program and, from time to time, the Company will adopt other policies, standard operating procedures, and guidance. The combination of policies and procedures, applicable laws and regulations, corporate training and oversight of these components constitute Wright's Compliance Program.

Compliance Officer

Wright's Chief Compliance Officer has ultimate responsibility for overseeing the Company's Compliance Program. The Chief Compliance Officer, with the assistance of appropriate Company officials, is responsible for implementing training, review and oversight procedures designed to ensure compliance.

Investigations

All reports of violations and suspected violations of laws, regulations, the Code and related company policies/procedures will be promptly investigated and treated confidentially to the extent practicable. Investigations often involve complex legal issues and, as such, will be coordinated by the Chief Compliance Officer and/or the Nominating, Compliance and Governance Committee ("NCGC").

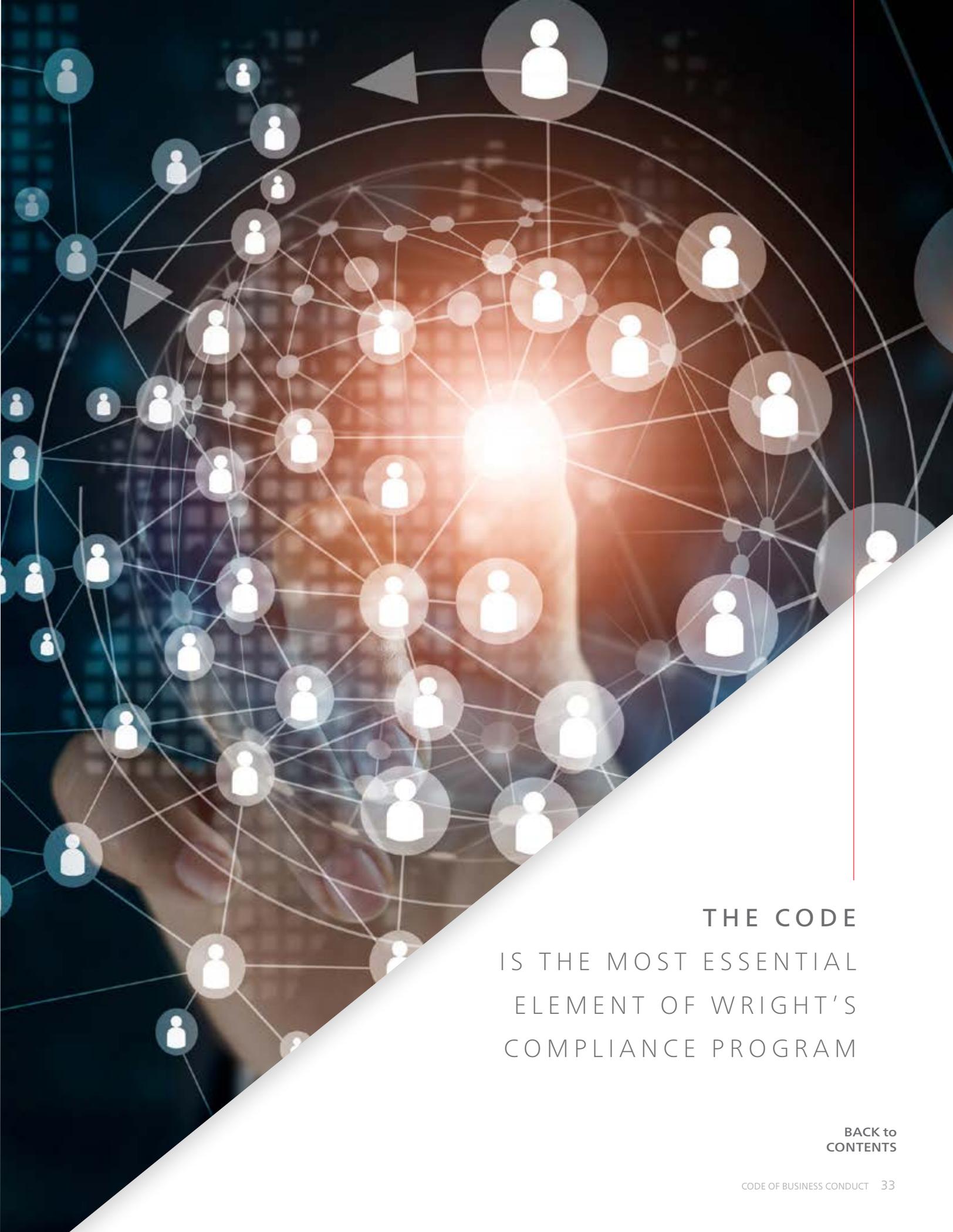
While investigation assistance may be provided by other appropriate Company officials or external third-parties, Company Representatives are expected to cooperate with investigators, but must not conduct their own investigations. As circumstances prompting investigations may involve complex legal issues, acting independently may adversely impact the Company or the integrity of the investigation.

In certain cases, an investigation may result in the need for corrective action and/or disciplinary measures. The Company will carry out such corrective measures in accordance with published Human Resources personal conduct guidance regarding progressive discipline.

Discipline for Violations

Wright intends to prevent the occurrence of noncompliant conduct, to halt any such conduct that may occur as soon as reasonably possible after discovery, and to discipline those who violate the Code, the Company's related policies and procedures, or applicable laws and regulations, including individuals who fail to exercise proper supervision and oversight to detect such violations.





THE CODE
IS THE MOST ESSENTIAL
ELEMENT OF WRIGHT'S
COMPLIANCE PROGRAM

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The Company will take appropriate disciplinary action against any Company Representative who:

- authorizes or participates directly, and in certain circumstances indirectly, in actions that are in violation of laws, regulations, the Code, or any related Company policies/procedures;
- fails to report a violation of applicable laws, regulations, the Code, or the Company's related policies and procedures or withholds information concerning a violation they either know about or should have known about;
- fails to provide proper supervision (to the violator) or exhibits a lack of diligence and awareness regarding conduct that would constitute a violation;
- attempts to retaliate, directly or indirectly (or encourage others to do so), against someone who in good faith reports a violation of laws, regulations, the Code, or any related Company policies/procedures; and
- knowingly files a false report of a violation of laws, regulations, the Code, or any related Company policies/procedures.

Disciplinary action is dependent upon the nature and severity of the violation, up to and including termination of employment or the business relationship with the Company.

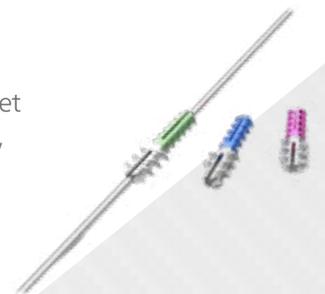
Amendment, Public Disclosure, and Waiver

Amendment

Wright's Board of Directors is responsible for approving the Code and, upon the recommendation of both the NCGC and the Chief Compliance Officer, may amend the Code as deemed appropriate. The Corporate Compliance Committee, upon the recommendation of the Chief Compliance Officer, may make technical, administrative, or other non-substantive amendments to the Code.

Public Disclosure

The current version of the Code is available on both Wright's intranet and on its internet website. Wright will publicly disclose any amendment to the Code (except a technical, administrative, or other non-substantive amendment) and any waiver of the Code in accordance with applicable laws, rules, regulations, and NASDAQ listing standards.



How do I obtain a waiver?

Anyone seeking a waiver should contact the Chief Compliance Officer.

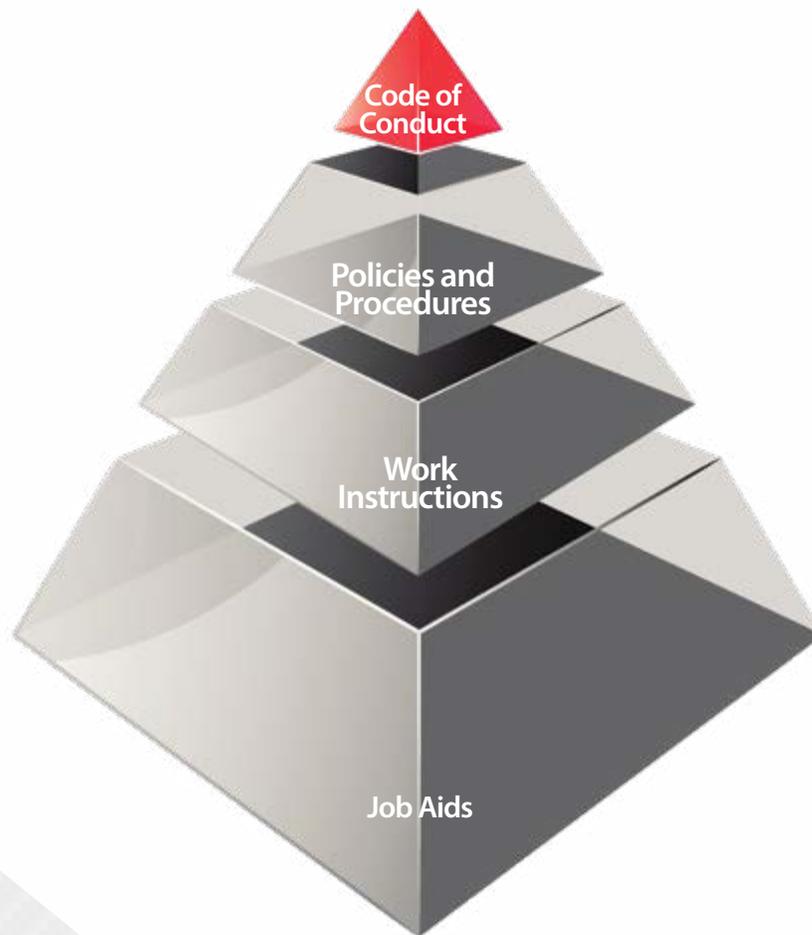
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Waiver

Wright expects Company Representatives to adhere to the Code at all times. Under limited and appropriate circumstances, Wright may waive provisions of the Code. Upon the recommendation of both the NCGC and the Chief Compliance Officer, waivers:

- for any member of the Company's Board of Directors or an Executive Officer may be made only by the Board of Directors;
- for any person who is not a Member of the Board of Directors or an Executive Officer may be made either by the Board of Directors, the Corporate Compliance Committee or by the Chief Executive Officer (upon recommendation of the Chief Compliance Officer).



**"WRIGHT IS
BUILT TO WIN."**

Robert Palmisano, President & CEO



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