

CODE OF CONDUCT

A Guide to Ethical Standards for Our Business



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A MESSAGE FROM THE CHIEF EXECUTIVE OFFICER

Always Looking Forward



HealthTronics, Inc. was formed more than 30 years ago by a group of urologists looking for a better way to provide the best possible care for their patients through improved access to medical technologies. Today, we continue to look for better ways to deliver exceptional therapies by offering a broad array of minimally invasive, mobile medical equipment for clinical applications that improve patient care and reduce the cost to the healthcare system. Central to our mission is our commitment to honest and ethical behavior

and to conducting our business with integrity while complying with all laws and regulations that impact our business.

At HealthTronics, ethics and integrity have been the foundation of our culture and core to our business success. Together, we are all accountable for honoring that past while building a stronger future. This starts with our Code of Conduct.

Our Code of Conduct is a road map to guide you in upholding your responsibilities. It provides guidance to ensure that our work is accomplished in an ethical and legal manner. HealthTronics depends on every team member to lead and make decisions based upon the principles established in our Code of Conduct.

I urge you to review our Code of Conduct thoroughly and be well-versed in its specific requirements and overall spirit. If you ever have a question or if you see a situation that just doesn't look right, please bring it to the attention of your supervisor or department manager, Human Resources, the Compliance Officer or our Compliance Hot Line at 844-TEL-HTRN / 844-835-4876.

Sincerely,

A handwritten signature in black ink that reads "Bill". The signature is written in a cursive, flowing style.

William T. Linder Jr.

At HealthTronics, ethics and integrity have been the foundation of our culture and core to our business success.



UNDERSTANDING OUR CODE

Why do we have a Code?

HealthTronics' Code of Conduct outlines our shared ethical standards for conducting our business and serves as a guide when you have questions or face dilemmas where the right choice is not clear.

The Code is the foundation that supports all of HealthTronics' corporate activity, along with our individual actions and decisions as HealthTronics' employees. It also summarizes key compliance policies, highlighting issues that can have significant legal and ethical consequences if handled improperly and provides guidelines for appropriate actions.

Who must follow our Code?

Our Code applies to all employees of HealthTronics and its affiliated companies nationwide. When HealthTronics standards differ from local requirements, always follow the higher standard.

What does the Code require from me?

Each of us is individually accountable for following our Code and exercising good judgment consistent with it. We are also responsible for reporting Code violations that we learn about or experience. Employees who fail to comply with our Code, Company policy or applicable laws may be subject to disciplinary action, up to and including termination.

What does the Code require from managers?

Managers set the tone for their team, and they are often the first place employees turn with questions. As a result, they are expected to:

- Set an example of ethical conduct,
- Ensure that their employees complete training and know how to access training and educational resources that support the Code and underlying policies,
- Encourage employees to speak up if they have any questions,
- Take reasonable steps to make sure that vendors and consultants act in a manner consistent with this Code, and
- Watch for and appropriately address misconduct in their teams.

SPEAKING UP

What should I do if I learn about or suspect misconduct?

HealthTronics depends on you to make a report if you become aware of a violation of the law, Company policy or this Code. We understand that asking questions or reporting concerns is necessary but not always comfortable, so we've provided a variety of resources for you to contact.

Reporting Resources

The following resources are available to you to obtain guidance and raise concerns:

- Your immediate manager, next level manager or a member of the regional or corporate leadership teams
- Corporate Compliance Officer
- Human Resources
- Legal Department

THE HEALTHTRONICS HOTLINE

Reports to the Hotline can be made by telephone or online on a confidential and anonymous basis. The Hotline is operated by an independent third-party and is available 24 hours a day, 7 days a week. We strongly encourage you to provide as much information as possible in your Hotline report to allow for a thorough investigation.

You can anonymously report an issue, concern or question in three ways:

1. Dial Toll-Free
844-TEL-HTRN (844-835-4876)
2. Send an e-mail to:
Tell-HealthTronics@GetInTouch.com
3. Via the web:
www.intouchwebsite.com/HealthTronics

The Company will not retaliate against you for making a report, for asking a question about this Code or for cooperating in an investigation. This means that no one can take disciplinary action against you or mistreat you for seeking guidance or raising a concern. Any person that is found to have retaliated in this way will be themselves subject to disciplinary action, up to and including termination of employment.

USING YOUR ETHICAL COMPASS AND SEEKING GUIDANCE



The right course of action is not always obvious. Reputations are maintained and built by everyday decisions.

Although the Code cannot anticipate every situation, it can and should serve as an ethical guide. If you have any doubts about a potential course of action, ask yourself the following questions:

- Is it legal?
- Is it ethical and consistent with our values?
- Is it consistent with our Code of Conduct?
- Am I being truthful and honest?
- Will it reflect positively on our reputation for integrity?
- Would I feel comfortable if it was reported in the news or to someone I respect?

If the answer to any of these questions is “no,” do not do it. If you still have questions, always seek additional guidance. You are not alone when faced with a tough ethical decision. It is never permissible to ignore our Code of Conduct to achieve a business objective.

RESOURCES FOR SEEKING ADDITIONAL GUIDANCE

Our Code of Conduct is not a substitute for understanding and following the policies applicable to your role. Other policy and compliance documents that should be reviewed for guidance include:

- AdvaMed Code of Ethics on Interactions with U.S. Health Care Professionals,
- HealthTronics Compliance Plan Relating to Physician-Owned Entities (applicable to any employees whose job responsibilities relate to physician-owned entities),
- HealthTronics Employee Handbook,
- HealthTronics HIPAA Privacy Manual
- HealthTronics HIPAA Security Manual
- HealthTronics Records Retention Policies, and
- Our compliance policies.

OUR RELATIONSHIPS WITH HEALTHCARE PROFESSIONALS AND HEALTHCARE PROVIDERS MATTER

A good relationship is built on trust and commitment

Business arrangements with our physicians and healthcare providers must generally be pursuant to signed, written contracts and appropriately structured to comply with legal requirements.

- Services must be provided under contract terms and at fair market value cost.
- A healthcare facility cannot be pressured to accept contract terms in order to obtain or maintain referrals.
- Physicians are not permitted to engage in negotiations with hospitals or other facilities for new contracts or contract renewals involving HealthTronics or its affiliated companies, including any physician-owned entities that we manage.

We carefully review financial relationships with physicians and other healthcare providers for compliance with the Anti-Kickback Statute and Stark Law.

Things of value may take many forms and include kickbacks, bribes and rebates made either directly or indirectly.

Anti-Kickback Statute and Stark Law

Under the federal Anti-Kickback Statute and similar state laws, it is a crime to knowingly and willfully offer, pay, solicit or receive anything of value (called “remuneration”) to induce or reward referrals of any item or service paid under federal and state healthcare programs, including Medicare and Medicaid. Things of value may take many forms and include kickbacks, bribes and rebates made either directly or indirectly.

Some examples of kickbacks, bribes and rebates may include, but are not limited to:

- Making payments to referral sources (physicians or other healthcare providers) that exceed fair market value,
- Providing to referral sources any free or discounted goods or services,
- Establishing payment arrangements with referral sources based on the volume or value of referrals rather than the value of the products or services provided, and
- Making payments or providing courtesies in exchange for referrals.

Stark Law

The federal Physician Self-Referral Law, or Stark Law, prohibits physicians from making Medicare and Medicaid referrals to a provider for designated health services when the physician or an immediate family member of the physician has a financial relationship with the provider. A financial relationship can mean ownership of, investment in or compensation from a provider.

There are “safe harbors” under the Anti-Kickback Statute and “exceptions” under the Stark Law that allow certain activities that could otherwise be construed as a violation of these statutes. You should consult with the Legal Department if you have any questions regarding these statutes or their implementing regulations.

This is a highly complex area of law and a number of states have their own anti-kickback and self-referral laws.

INTERACTING WITH HEALTHCARE PROFESSIONALS AND HEALTHCARE PROVIDERS

Laws and regulations that govern interactions with healthcare professionals are broad and complex. It is HealthTronics' intent to comply with all laws governing its activities, including those that address fraud and abuse in the health care industry. Under the law, no one may offer, give, solicit or receive anything of value as an inducement or reward for referrals. "Anything of value" is a broad term that encompasses, but is not limited to, payments, gifts, discounts and rebates.

For guidance regarding interactions with healthcare professionals, we look to the AdvaMed Code of Ethics on Interactions with U.S. Health Care Professionals. Any employees who interact with healthcare professionals and providers in a sales or product promotion capacity relating to Endocare are required to understand and follow the AdvaMed Code on Interactions with Healthcare Professionals.

In addition, any employees whose job responsibilities relate to physician-owned entities are required to understand and follow the HealthTronics Compliance Plan Relating to Physician-Owned Entities.

HealthTronics educates healthcare professionals and healthcare providers about our products and services, collaborates on research, relies on their expertise as advisers and trains them on the use of our devices and other products. Our interactions must always reflect our commitment to integrity, accuracy and transparency and adhere to our standards on prohibiting bribery and corruption.

HealthTronics also promotes scientific integrity and does not allow business pressures to influence in any way this valuable collaboration that advances scientific and medical understanding, including the appropriate use of our products and services, the management of diseases and patient care.

Interacting with Integrity

- For guidance regarding interactions with healthcare professionals, we look to the AdvaMed Code of Ethics on Interactions with U.S. Health Care Professionals. If you have any questions about those requirements it is your responsibility to ask the Compliance Officer.
- Engage healthcare professionals only when there is a bona fide need and always pay a fair market value fee consistent with our Healthcare Professional Engagement and Fair Market Value policies and applicable local law whenever a fee is to be paid. Never attempt to buy business or provide anything of value to influence any healthcare provider's judgment to choose a HealthTronics product or service or create any misperception that HealthTronics is doing so.
- Provide appropriate instruction, education and training on the safe and effective use of our products and services.
- Maintain transparency regarding all your interactions with healthcare professionals and providers, institutions and others in the healthcare community.
- Do not accept, pay for or otherwise promote or encourage patient referrals in exchange, or as an improper inducement for, the purchase, lease, recommendation or use of any HealthTronics product or service.

Our interactions must always reflect our commitment to integrity, accuracy and transparency and adhere to our standards on prohibiting bribery and corruption.

EXCLUDED PARTIES

The federal government may impose civil monetary penalties and take other adverse action against healthcare providers and entities that employ or enter into contracts with individuals who have been excluded from participation in federal or state healthcare programs or who have been convicted of a criminal offense related to the provision of healthcare items or services but have not yet been excluded. Therefore, HealthTronics shall not engage in business relationships with any “ineligible individual or entity.” “Ineligible individual or entity” is defined as anyone who:

- is excluded, debarred, suspended or otherwise ineligible to participate in federal healthcare programs or in federal procurement or non-procurement programs;
- has been convicted of program-related crimes, patient abuse or healthcare fraud or has been convicted of a criminal offense for which the individual or entity may be, but has not yet been, excluded, debarred, suspended or otherwise declared ineligible to participate in federal healthcare programs or in federal procurement or non-procurement programs;
- is listed on the System for Award Management (SAM) exclusion records (or any successor exclusion records), which include information regarding entities debarred, suspended, proposed for debarment, excluded or disqualified under the non-procurement common rule, or otherwise declared ineligible from receiving federal contracts, certain subcontracts and certain federal assistance and benefits;
- is listed on the Office of the Inspector General’s Exclusions Database (or any successor database) which includes information regarding individuals and entities who are excluded from participating in federally-funded healthcare programs due to violations of the Social Security Act of 1935, as amended (the “Social Security Act”), including convictions for program-related fraud and patient abuse, licensing board actions and loan default under the Federal Health Education Assistance Loan Program;
- controls a Sanctioned Entity under the Social Security Act, whether through the ownership or control of five (5%) percent or more of the outstanding voting interest of such Sanctioned Entity, as an officer or managing employee of the Sanctioned Entity, or otherwise. A “Sanctioned Entity” is an entity that has been convicted of program-related crimes, patient abuse or healthcare fraud or that has been excluded from participation in a federal healthcare program; or
- controls an entity that is itself an ineligible entity, whether through the ownership or control of five percent (5%) or more of the outstanding voting interest of such entity, as an officer or managing employee of such entity, or otherwise.

All individuals applying for employment with HealthTronics as well as all physicians credentialed by HealthTronics are required to disclose any criminal conviction or exclusion action or criminal offense related to the provision of healthcare items or services.

Initially, and thereafter at least on a monthly basis, all employees, credentialed physicians, independent contractors, vendors and physician investors in Company-managed physician-owned entities are screened against the OIG Exclusions Database and the SAM exclusion records.

HealthTronics shall not engage in business relationships with any “ineligible individual or entity.”

GOOD OPERATING PRACTICES

Maintaining the quality of our products and services is critical to patient safety and to our success.

Quality is what patients and the healthcare community expect of us. We meet these expectations by embedding quality principles into our operational activities and by adhering to applicable laws and practices.

HealthTronics is committed to continuous quality and process improvement across our business segments.

MONITORING THE SAFETY, PERFORMANCE AND QUALITY OF OUR PRODUCTS AND SERVICES

Patient health and safety are our top priorities. Maintaining the quality of our services and the continued monitoring of our performance is paramount to protecting the safety of patients. We have a responsibility to detect and report adverse events and quality complaints associated with our services, including unfavorable side effects, misuse, malfunctions and concerns about performance or efficacy of a device or procedure.

Due to our diversified business segments, HealthTronics operates across multiple industries with timing and reporting procedures that vary based on whether an adverse event is associated with a service or device. We conduct periodic reviews and analyses of safety information and always take responsible and appropriate actions to improve the safety profile of our services.

- Report all adverse events and complaints that you become aware of for any HealthTronics service or device in accordance with our Product Complaint Reporting policy by contacting the HealthTronics Complaint Handling Unit at productcomplaints@healthtronics.com or 877-367-4873.
- Follow the instructions that are provided to you and are standard in your business unit for reporting safety information.
- Provide prompt notification, in accordance with the requirements of Company policy, to your business unit of any potential safety issue or incident.
- If you are unsure whether an adverse event has occurred or whether an incident is reportable, report it through the designated channels and allow our experts to make that determination.

HEALTHTRONICS COMPLAINT HANDLING UNIT
productcomplaints@healthtronics.com
877-367-4873

PROMOTING OUR SERVICES

We welcome opportunities to share our mission of meeting today's healthcare needs. HealthTronics is committed to promoting its services based on patient needs and the merits of each service in a transparent and accurate manner.

Our interactions with healthcare professionals should be focused on educating them about our services and supporting their medical education and training needs to lead to improved patient care. We encourage truthful and ethical communications that will help healthcare professionals make informed and independent decisions about how they can best use our services on label for their patients. The ideal location for discussing HealthTronics services is in a physician's office, a hospital or a clinical setting. Local law or industry codes may allow for certain discussions outside of those settings in specific circumstances.

Always follow the Company policy applicable to your business unit. If you have any questions, contact your manager or the Compliance Officer.

- Only use promotional materials and communications that are on label, accurate, not misleading and comply with applicable regulatory and local standards.
- Do not promote the use of any product beyond its approved labeling and authorization.
- Promotional materials must be previously approved by the Company's review committee, consistent with approved labeling information and be supported, as appropriate, by scientific evidence.
- Provide fair balance by presenting the full picture, including any relevant risk information.
- Do not mischaracterize or make unfair comments about competitors' services.

PHYSICIAN PAYMENTS SUNSHINE ACT

The Physician Payments Sunshine Act requires applicable manufacturers (which includes distributors) of drugs, devices, biological or medical supplies to report annually certain payments or other transfers of value to physicians, teaching hospitals and certain other recipients like physician assistants and nurse practitioners. The purpose of the law is to provide patients with enhanced transparency into the relationships that healthcare providers have with manufacturers. There are specific requirements related to the reporting of different types of payments or other transfers of value, such as food and beverage, consulting fees, travel and lodging, education, etc. All employees who make any such payments or other transfers of value are required to submit accurate and timely expense reports in accordance with the Company's policies.

GOVERNMENT INSPECTIONS AND REQUESTS

We operate in a complex and dynamic regulatory environment. Our facilities and activities are routinely inspected by healthcare and other regulators in the U.S. At all times, HealthTronics cooperates with regulatory authorities. Effective engagement with regulators is critical to our reputation and our ability to deliver safe, effective and high quality products, services and solutions. In the event of a non-routine request for information or a facility visit, the Legal Department must be notified immediately. The Legal Department represents the Company on all legal matters and determines the appropriate information to be provided and will facilitate our cooperation with investigative authorities.

- Cooperate with and be courteous to government inspectors and coordinate with our quality, safety and regulatory experts in response to regulatory inspections and requests.
- Always provide regulators with honest, accurate, responsive and timely information.
- Be familiar with your site's procedures for complying with a request to access the premises.
- Contact the Legal Department immediately in the event of a non-routine or legal inquiry, such as a subpoena.



COMMITMENT TO CUSTOMER SERVICE AND EXCELLENCE

QUALITY OF CARE

Certain affiliates of HealthTronics own and operate healthcare facilities that provide urological services. HealthTronics is committed to providing its patients and their families the highest quality of care. In providing services at our fixed sites, as well as to the extent applicable to our mobile service, employees are required to observe the following requirements.

- Treat all patients with respect and dignity.
- All treatment recommended and provided to patients will be medically necessary.
- Provide quality care at a medically appropriate level and without regard to race, color, religion, national origin or any other legally-protected class.
- Make no distinction in the care provided based on ability to pay except as medically, legally and ethically appropriate. Each patient, no matter what the payment source or level of reimbursement, shall be provided with superior care and cost-effective treatment.
- Obtain informed consent for all treatment, as appropriate and required under the circumstances.
- Patients and their representatives will be accorded appropriate confidentiality, privacy, counseling and opportunities for resolution of complaints.
- All employees and affiliates will be licensed, credentialed and skilled at the services they perform, as appropriate and as required by law.
- Address any outcome of care, including any unanticipated outcomes, by reporting these to a manager or supervisor who can assess the problem, take appropriate action and follow the problem to resolution.
- On a periodic basis, HealthTronics, through its Quality Assurance Committee, will review and evaluate its procedures, standards and treatment results in an effort to ensure that our care remains of superior quality.
- Disclosure of physician ownership will be provided to patients treated at our physician-owned fixed site centers.

PATIENT INFORMATION AND PRIVACY

Federal law known as “HIPAA” regulates the protection of individually identifiable protected health information (PHI). The HIPAA requirements are broad and dictate that such information may be used, in general, only for specific authorized purposes. The regulations further dictate that security standards be maintained to protect against unauthorized access to PHI.

HealthTronics has established HIPAA Policies and Procedures that govern its treatment of patient information.

- Avoid collecting, using or accessing personal information unless you have a legitimate business purpose and are authorized to obtain the information.
- Collect the minimum necessary information and whenever possible do not collect information that identifies a specific person.
- Do not share personal information with unauthorized individuals or entities.
- Respect the privacy preferences of individuals about how their personal information may be used.
- Third parties and agents to whom we legitimately disclose personal information should have policies and appropriate safeguards in place.
- Take steps to reasonably ensure that personal information—particularly sensitive personal information such as health information—is appropriately secured in accordance with Company policies and applicable laws.
- In the event of an actual or potential loss or unauthorized disclosure of personal information, immediately report the incident to your supervisor and contact Clint Davis, the Company’s Privacy Officer 512-721-4748 or privacy@healthtronics.com.

Every employee, particularly those who deal with patient information, is expected to abide by the HealthTronics HIPAA Policies and Procedures.

CLINT DAVIS, THE COMPANY’S PRIVACY OFFICER
512-721-4748 or privacy@healthtronics.com



OUR CUSTOMERS, SUPPLIERS AND GOVERNMENT OFFICIALS

HealthTronics interacts with many types of individuals and entities including patients, healthcare professionals, hospitals, surgery centers, governments, regulatory authorities, business partners, customers, suppliers and vendors. These interactions may arise in our sales and marketing, research and development and repair and maintenance operations, as well as our import/export activities. In all business dealings, HealthTronics will be fair and honest and will comply with applicable law and Company policies.

- Adhere to competition and antitrust laws.
- Comply with anti-bribery laws and do not offer or make illegal payments to government officials or business partners either directly or indirectly through intermediaries.
- Do not enter into contracts with individuals or entities who have been excluded from participation in Federal or State healthcare programs or who have been convicted of a criminal offense related to the provision of healthcare items or services.
- Provide transparent and accurate pricing information to governments, private payers and healthcare providers.
- Gather competitive intelligence in an ethical and lawful manner.
- Conduct political activity responsibly and in compliance with applicable law.
- Follow global trade laws.

COMPETITION AND ANTITRUST

Many countries including the United States have fair competition laws. These laws generally prohibit anti-competitive practices, such as price-fixing, boycotting suppliers or customers and the exchange of information that may harm competition.

Mergers, acquisitions and other types of transactions may require prior review or even clearance. These laws are complex and vary by country, so it is critical that you consult with the Legal Department.

- Do not discuss, exchange information or enter into agreements with competitors about prices, strategic plans, terms or conditions of sale, production or distribution, allocation of products, territories, markets or customers.
- Do not discuss or plan joint behavior (such as boycotts) towards customers, suppliers or competitors.
- Do not make false comments about competitors or their products or services or steal or misuse competitor trade secrets.
- Do not manipulate a competitive bidding process.

ANTI-BRIBERY

As described in more detail on pages 7 and 8, the federal Anti-Kickback Statute prohibits inducing someone to recommend or purchase a healthcare product or service covered by U.S. federal healthcare programs. The intent of this law is to prohibit the impermissible influence of money or things of value in selection of products or services that are reimbursed by U.S. federal healthcare programs.

Most countries also forbid making, offering or promising anything of value either directly or indirectly to a government official when the exchange is intended to influence an official act or a decision to obtain or retain an unfair business advantage. The federal Foreign Corrupt Practices Act (“FCPA”) and similar laws in other countries govern our interactions with government officials.

Payments, gifts or services should not be given to government employees or healthcare providers that are intended to or appear to influence or reward their actions. In short, HealthTronics does not permit bribery of any kind.

- Do not make, offer or promise anything of value, including cash, services, gifts, entertainment or other business courtesies in an attempt to influence a person’s actions, obtain a regulatory advantage or enhance the commercial interests of HealthTronics.
- Business courtesies and gifts offered or received must be of modest value by local standards and may only be offered or received under circumstances that comply with Company policies and local law and industry codes.
- Be aware that in countries with nationalized or public healthcare systems, healthcare professionals may be considered government officials.
- Adhere to Company policies when interacting with government officials and be conscious of whether you are interacting directly or indirectly (such as through a distributor or other third party) with government officials.
- Maintain your knowledge and complete training on Company policies and applicable laws.

CONTRACTING

HealthTronics is committed to ensuring that its contracting practices comply with federal and state laws, regulations, guidelines and policies. The contracting process must be conducted in accordance with all federal and state regulatory requirements, including the federal Anti-Kickback Statute and the Stark Law. Services must be provided under contract terms. A healthcare facility cannot



be pressured to accept contract terms in order to obtain or maintain referrals. A fundamental tenant of both the federal Anti-Kickback Statute and the Stark Law is that items and services are provided at fair market value.

Negotiators shall not tie referrals to a contract. Physicians are not permitted to engage in negotiations with hospitals or other facilities for new contracts or renewals. Facilities shall be billed according to the services contract. Any overpayments must be returned promptly. Facilities should also be alerted promptly of any underpayments.

CODING AND BILLING FOR SERVICES

We have implemented policies, procedures and systems to facilitate accurate billing to governmental payers, commercial payers and patients. These policies, procedures and systems conform to pertinent federal and state laws and regulations. We prohibit the submission of any claim for payment or approval which is false, fictitious or fraudulent. We take reasonable steps to ensure that claims for reimbursement are accurate and complete, including periodic audits of claims against supporting medical documentation.

- Claim forms will be submitted in a timely manner taking all reasonable steps to ensure the accuracy of the date of service, the nature of the service, the persons or entities that provided the service and all other information, including the signatures used.
- Order forms, billing instruction sheets and other forms will not be designed in any way that inappropriately steers practitioners towards higher level procedure codes or diagnoses codes that will support third party payer coverage.
- Except in connection with coordination of benefits, duplicate bills shall not be submitted to a third party payer unless marked as a “duplicate” or until such time as the payer has indicated that the prior bill is lost or otherwise unavailable. The third party payer’s statements regarding the status of the prior bill should be documented and maintained.
- Claims for services, items and for the administration of drugs shall not be issued until the service, item or drug is actually provided or dispensed.
- No payment shall be sought for pharmaceuticals provided to the Company as a free sample not intended for resale.
- Federal law prohibits HealthTronics from offering anything of value (other than items such as medical literature) to a Medicare or Medicaid patient or family member of a patient to influence their selection of a medical service provider. In its efforts to comply with this law and to help ensure that patients choose HealthTronics-affiliated facilities based upon the quality of care rendered, HealthTronics will not offer any prohibited benefits to patients or clients to induce patients to utilize HealthTronics’ services. Any question regarding whether an item or service is an appropriate patient benefit should be directed to the Compliance Officer.
- The regular and/or routine waiver or reduction of fees may implicate federal and state anti-kickback statutes and fraud laws. Similarly, the waiving of all or part of a fee for medical services provided to HealthTronics employees, physicians and their family members may also implicate the federal and state anti-kickback statutes. The Company does not extend professional courtesy to or from any person in a position to refer or to influence referrals.
- The Company will waive or discount a patient fee for patient financial need if the patient meets guidelines established in our written financial assistance policy.
- Subject to any additional requirements imposed by law, the Company will refund any known overpayments that the Company is not entitled to retain within sixty days (60) days of the date that they are confirmed with the payer/insurance company, patient, etc. unless mutually agreed upon time parameters have been established on overpayment disputes directly with the insurance carrier.

We prohibit the submission of any claim for payment or approval which is false, fictitious or fraudulent.

COMPETITIVE INTELLIGENCE

Employees are encouraged to appropriately collect, share and use information about our competitors (“competitive intelligence”). However, just as we value our own non-public information, we respect the non-public nature of certain information about our competitors. We use only ethical and legal means to gather competitive intelligence.

It is always acceptable to gather competitive intelligence through publicly available information. Publicly available filings, presentations, news, journal articles and publications are legitimate sources of competitive intelligence. You may also ask third parties about competitors or accept competitive intelligence offered by third parties as long as there is no reason to believe the third party is under a contractual or legal obligation to not disclose the information or has gathered the information illegally or unethically.

- Never attempt to acquire or ask a third party to acquire information through unethical or unlawful means, such as misrepresentation, deception, theft, spying, bribery or by breaching a nondisclosure agreement.
- If there is any indication that information you obtained was not lawfully or ethically received or gathered, refuse to accept it.
- If you receive competitive intelligence anonymously or information that is marked confidential, do not review it and contact the Legal Department immediately.

POLITICAL ACTIVITIES AND POLITICAL DONATIONS

Gifts of any value, including meals or products, should not be provided to Members of the U.S. Congress, their staffs or state and other government officials. Many other countries also regulate the political activities of corporations. You should consult with our Compliance Officer on potential company political activities outside of the U.S.

HealthTronics recognizes and encourages the right of our employees to participate in the political process as individuals. However, you may only participate on your own time and at your own expense. Company funds, facilities or assets may not be used for personal political activities.

- No corporate contributions for a candidate for any office should be made by or on behalf of HealthTronics, unless approved by HealthTronics’ Chief Executive Officer, the Compliance Officer and the Legal Department.
- Consult with the Compliance Officer about U.S. and international restrictions on corporate political activities prior to contacting public officials.
- Do not use HealthTronics funds or other assets, such as telephones, e-mail accounts, conference rooms or stationary, to assist a candidate, public official or political committee.
- In personal civic affairs, clearly indicate that your views and actions are your own, not HealthTronics’.

TRADE RESTRICTIONS

Most countries regulate the flow of materials, information, services and funds into and out of their territories. As a U.S. company, certain U.S. trade control laws apply to our dealings around the globe. HealthTronics complies with all domestic and international trade regulations. These regulations may affect a range of our activities, such as sales, research, clinical trials, manufacturing and regulatory authorizations, as well as our import/ export activities.

Certain countries, entities and individuals are subject to trade sanctions that severely limit or prohibit our ability to interact with them. HealthTronics will not engage in business with countries or parties subject to such trade sanctions unless lawful and properly authorized. We also



comply with export licensing, clearance requirements and customs laws for the countries in which we do business. HealthTronics will not cooperate with any requests to participate in international boycotts as prohibited by U.S. and other laws.

- Maintain and complete accurate import declarations and review the export classification of materials prior to export to determine if a special authorization is required.
- Know your customer and supplier and screen your transactions against all applicable rules that prohibit improperly dealing with sanctioned countries, persons or entities.
- Do not cooperate with illegal restrictive trade practices or boycotts.
- If your responsibilities involve international dealings, maintain your knowledge of current import/export controls and trade restrictions, which change frequently due to political and security threats.



OUR WORKPLACE AND OUR COMMUNITIES

Our workplace environment and commitment to our communities reflects our values. Through our giving, we also strive to improve treatment outcomes.

All employees are provided with a copy of the HealthTronics Employee Handbook and are required to acknowledge that they have received, read and understand its provisions. It is a requirement of this Code of Conduct that all employees abide by the Employee Handbook. Failure to do so, and any breach of the Employee Handbook, will be considered a breach of this Code of Conduct as well.

OUR WORK ENVIRONMENT

Each of us is responsible for maintaining a work environment that is free from harassment in any form and recognizes and values a diverse workforce. Employees should exhibit the highest standards of professionalism and integrity. Any behavior that constitutes unlawful harassment or discrimination will not be permitted.

HealthTronics is an equal employment opportunity employer and recruits, hires, trains and promotes our employees without regard to their race, color, religion, gender, age, national origin, citizenship, marital status, sexual orientation or identity, genetic information, disability, veteran status or any other protected characteristic recognized by applicable law.

- Discourage and report comments or physical acts that are inappropriate, offensive or derogatory to others.
- Jokes, slurs and other remarks about characteristics that are protected by federal, state or local law, or that are of a sexual nature, are not appropriate.
- Remarks or physical conduct that interfere with another person's work or creates an intimidating, hostile or offensive work environment are not tolerated.
- Follow Company policies and applicable federal, state and local laws on unlawful discrimination.

PROTECTING EMPLOYEE SAFETY AND THE ENVIRONMENT

HealthTronics' employees are one of our most valuable assets. We have a responsibility to each other to maintain the safety and security of our work areas. HealthTronics is committed to maintaining a work environment free from the influence of any substance that could impair our ability to safely and professionally execute our job responsibilities. Violence in the workplace will not be tolerated.

HealthTronics strives to act in an environmentally responsible way. All employees are responsible for compliance with applicable legal and regulatory requirements on environment matters.

- Participate in safety training and adhere to Company safety and security policies.
- Promptly report safety concerns or threatening or violent behavior.
- Never use alcohol, illegal drugs, controlled substances or medication in a way that might harm your ability to perform HealthTronics business safely and successfully.
- Selling, purchasing, possessing or using any illegal drug on HealthTronics property or while conducting HealthTronics business is prohibited.
- Comply with all applicable environmental laws and report any environment incidents.
- Take appropriate measures to reduce or eliminate the creation of waste and conserve resources.

SOLICITATION

Solicitation of employees, physicians and patients on Company property is prohibited. Unauthorized sales and solicitations of orders for any type of product or service to anyone on Company property is prohibited as stated below.

Solicitation of employees by other employees and the distribution of associated literature between employees are prohibited during working hours. The term "working hours" means the time when the person doing the solicitation or the person being solicited should be working.

Distribution of literature, pamphlets and other materials between employees is prohibited in work areas at all times. For this purpose, the term "work area" includes all places where employees regularly work, confer or conduct business. "Work area" does not include break rooms or any other area specifically set aside for non-work purposes.

Any notices or other materials to be posted in or on Company premises must have prior approval of the Company supervisor ultimately responsible for that area.

SUPPORTING THE COMMUNITY

HealthTronics is committed to supporting initiatives that improve our communities, provide better access to care for patients and improve treatment outcomes. We support appropriate education for healthcare professionals and research that will advance scientific knowledge about our services and develop new products and services.

Our grants, donations and charitable contributions take the form of healthcare partnerships, community partnerships and disaster relief, as well as support for local non-profits. We fund high quality, educationally-appropriate and timely medical education. HealthTronics-supported education must provide fair, balanced and independent content to healthcare professionals and be delivered in accordance with applicable local law and relevant industry standards.



- Support non-profit organizations that facilitate involvement with and assistance to our local communities.
- Support disaster relief as well as non-profit and global initiatives in a manner that is consistent with our mission and policies.
- Foster partnerships through the support of state, local or regional public health policy efforts to protect and improve the quality of care for patients.
- Support medical education and clinical training to help advance improvements in patient care in HealthTronics' areas of therapeutic interest consistent with industry standards and Company policies.



OUR COMPANY

We are responsible for making ethical business decisions and conducting our operations in the best interest of our Company.

We are all required to operate in the best interests of the Company, be forthright about our operations and performance and exercise care in the use and protection of our assets and resources.

- Avoid conflicts of interest.
- Do not disclose inside information and never trade public securities based on inside information.
- Protect patents, trademarks, trade secrets and other intellectual property and safeguard confidential information.
- Respect privacy and appropriately safeguard personal information, including personal health information.
- Maintain and retain accurate books and records consistent with applicable law and Company policy.
- Maintain an effective system of controls over financial reporting.
- Use Company resources and systems appropriately.

CONFLICTS OF INTEREST

Nothing you do in your professional life or during your free time should conflict with your responsibilities to HealthTronics. A conflict of interest arises when the prospect of personal gain may improperly influence your ability to conduct HealthTronics' business. Examples may include using your position for personal gain, outside employment interfering or competing with your HealthTronics employment, referral of HealthTronics business to a firm with which you have a personal relationship or soliciting or receiving gratuities from suppliers or vendors.

HealthTronics deals with suppliers and others doing business with us in a fair and objective manner without favor or preference. A conflict of interest or potential conflict of interest may often be resolved or avoided if disclosed and approved. In other instances, disclosure may not be sufficient. It is important that you use available resources to discuss and resolve any potential conflicts of interest.

- Disclose to your Manager and VP of Human Resources outside activities and employment relationships, financial interests or relationships that may present an actual or potential conflict prior to engaging in the activity or relationship.
- Obtain approval from your manager and the VP of Human Resources before accepting an officer or director position with an outside business or serving on a non-profit board.
- Do not seek or accept, directly or indirectly, any payments, fees, loans or services from any person or firm as a condition for their doing business with HealthTronics.
- Do not seek or solicit any gifts, entertainment or benefits from those doing business or seeking to do business with HealthTronics.
- Do not accept gifts, entertainment or benefits greater than modest value by local standards from those doing business or seeking to do business with HealthTronics and avoid any perception of a potential conflict of interest. Gifts that have a market value greater than \$100 may not be accepted unless management approval is obtained.
- Do not use or misuse HealthTronics resources, intellectual property or facilities for personal gain.
- Avoid personal relationships that may conflict with your responsibilities.
- Avoid hiring, promoting or directly supervising a family member or close friend.

INSIDER TRADING

Many countries have laws regarding insider trading. Even though HealthTronics is not a public company or part of a public company, as a HealthTronics employee, you may learn of inside information relating to other companies that are public — information that is not known to the general public and that an average investor might consider important when deciding whether to buy, sell or hold securities. You may not disclose this information to others. No HealthTronics employee may engage in any transaction in a company's securities while he or she is aware of inside information regarding the company.

Illustrative examples of potentially inside information are information about a potential business acquisition, internal information about revenues, earnings or other aspects of financial performance that depart from what the market would expect based upon prior disclosures, important business developments (including regulatory approval or non-approval of a product), the acquisition or loss of a major customer or an important transaction.

- Never purchase or sell or direct anyone else to purchase or sell any type of security while you are aware of inside information relating to the company that issued the security.
- Do not directly or indirectly disclose ("tip") inside information to anyone, including family members, even if you do not intend for the tpee to use the information to buy or sell securities.
- Contact our Chief Financial Officer or Compliance Officer if you have any questions.

INTELLECTUAL PROPERTY AND CONFIDENTIAL INFORMATION

Some of our most valued assets are our intellectual property and confidential information. Protecting these assets is critical to our growth. This includes our patents, trade secrets, trademarks, copyrights, know-how, data, processes, experience and technical and business knowledge. A few examples are sales and marketing databases, marketing strategies and plans, pricing information, manufacturing techniques and research and technical data.

Every HealthTronics employee must protect our intellectual property and maintain the secrecy of our confidential information. Even after employees leave HealthTronics, they must continue to respect our intellectual property and confidential information. Unauthorized use of the intellectual property or confidential information of others is also prohibited.

- Identify and protect HealthTronics' intellectual property.
- Respect valid patents, copyright materials and the intellectual property rights of others.
- Consult with the Legal Department before soliciting, accepting or using confidential information or disclosing HealthTronics' confidential information or permitting use of our intellectual property.
- Understand your responsibilities regarding new inventions and ideas that you develop as a HealthTronics employee.
- Do not develop new products or software with a third party without a written agreement that properly addresses ownership and other intellectual property rights.
- Do not discuss confidential information in public places.

FINANCIAL INTEGRITY

To fulfill our commitment to our owner, creditors and government agencies, our books and records must fairly represent in all material respects the financial condition, operational results and cash flow of the Company. Employees are responsible for being aware of and adhering to our system of internal financial controls and Company policies.

Our internal controls are designed to provide reasonable assurance regarding the effectiveness and efficiency of our operations, the reliability of our financial reporting and our compliance with applicable laws and regulations. You should always assist in taking corrective actions in the case of a control failure, reporting any policies or procedures that are not being followed and identifying any control weaknesses.

- Prepare and maintain accurate and complete Company records.
- Only sign records you believe to be accurate and complete after appropriate review.
- Financial transactions must be appropriately authorized, be recorded in the accounting period in which they were incurred and be in the appropriate accounts with supporting documentation.
- Be transparent and do not withhold information from our independent or internal auditors.
- Never falsify records, misrepresent facts or circumvent our controls.



Protect intellectual property and confidential information.

USE OF COMPANY SYSTEMS AND RESOURCES

Each of us is entrusted with the proper use of Company systems and resources. Although the incidental and occasional personal use of our systems subject to certain restrictions is permitted, these systems and resources should be used for legitimate business purposes. Except where required by law, the privacy of information stored on or sent to or from Company systems is not guaranteed. HealthTronics may inspect your e-mails and other files at any time and without prior notice.

- Do not use any HealthTronics system or device to send or access inappropriate, discriminatory, sexually explicit or disruptive material.
- Safeguard your system passwords and do not share them.
- Do not record communications without proper authorization and only as otherwise permitted under local law.
- Do not leave HealthTronics computers or devices unattended in places where they could be stolen, accessed or misused by unauthorized persons.
- Maintain the confidentiality of all confidential information.

COMPANY RECORDS AND INFORMATION MANAGEMENT

HealthTronics employees must maintain, store and, when appropriate, destroy Company records and information in a manner that complies with our records retention policies. Effective records management facilitates sound decision-making, promotes operational efficiency and is integral to addressing our legal, financial, regulatory and contractual obligations.

Company records are viewed broadly and include records in all mediums such as paper (including handwritten notes), audio or video recordings and computer-based information, such as e-mails and electronic files. You should comply with the Company records retention policies. Requests by third parties (such as governmental agencies), lawsuits or other inquiries may necessitate the need to hold records beyond normal retention schedules. It is HealthTronics' policy to preserve any records relevant to a "Legal Hold" or any other "Hold Order" issued.

- Be knowledgeable of how Company records retention policies apply to your job responsibilities.
- Retain records for the time period specified by applicable laws, Company policies and retention schedules.
- If you receive a "Hold Order," take special care to retain all documents or other records relevant to the "Hold Order."
- Never conceal, alter or destroy records relating to any pending or imminent litigation or governmental investigation or audit involving the Company.
- Never leave Company documents unattended in public places and report any theft, accidental loss or destruction of documents.

CORPORATE AFFAIRS AND MEDIA RELATIONS

HealthTronics is committed to delivering accurate, reliable, timely and fact based information to the media and members of the public. To facilitate the appropriate provision of information, outside media inquiries related to HealthTronics or our business units should be directed to Jose Martinez or David Soler-Rosado 512-314-4525 or 512-987-5717. If an employee is contacted by a representative of a government agency, an attorney or a representative of an attorney seeking an interview or making a non-routine request for documents, the Legal Department should be contacted immediately.

- Do not provide any information about HealthTronics or its businesses to outside sources, including the media, financial analysts, governmental officials, attorneys or their representatives without appropriate authorization.
- If you are asked for information about current or former employees, refer the request to Human Resources.
- If contacted by a government agency related to an inquiry, politely inform the government representative that as a matter of Company policy you are required to refrain from providing information until you have contacted the Legal Department.



COMPLIANCE AT HEALTHTRONICS

Our Board of Directors oversees our Company's compliance program, which is founded on our Company's values and our commitment to ethics and compliance. The Compliance Officer maintains an effective enterprise-wide compliance program by establishing clear rules of business conduct, educating and training our employees and conducting ongoing monitoring to maintain a program that operates as intended as well as to enhance its effectiveness.

The Compliance Officer strives to establish relationships founded on trust, collaboration and mutual respect that are the basis for a proactive and sustainable approach to ethics and compliance.

- Our Board of Directors receives regular (at least quarterly) updates on HealthTronics' compliance program.
- Our Compliance Officer reports directly to our Chief Executive Officer and may also report compliance matters directly to the Board of Directors.
- We operate in accordance with written standards, such as this Code of Conduct, company compliance policies, and the AdvaMed Code of Ethics on Interactions with U.S. Health Care Professionals.
- We promote and support ongoing education and training of our Employees on this Code, Company policies and applicable laws.
- We oversee the monitoring and auditing of our compliance with Company policies and procedures.
- We conduct fair, objective and timely investigations of potential compliance violations.
- We respond appropriately to violations and adopt corrective and preventative measures, where appropriate.



CODE OF CONDUCT

A Guide to Ethical Standards for Our Business

CODE OF CONDUCT ACKNOWLEDGMENT

I certify that I have received, read and understand the HealthTronics Code of Conduct and shall abide by all provisions contained therein.

(Signature)

(Print Name)

(Date)





888-252-6575 / www.HealthTronics.com

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