

**U.S. POLICY ON PROPER INTERACTIONS
WITH HEALTH CARE PROFESSIONALS
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I. BACKGROUND AND POLICY STATEMENT

Symmetry Medical, Inc. (“Symmetry”) is committed to collaborative processes with *Healthcare Professionals (HCP)* to develop innovative and beneficial medical devices and technologies. Symmetry is also committed to providing programs designed to educate and train *Healthcare Professionals* in the safe and effective use of Symmetry products, including education and training, allowing *Healthcare Professionals* to provide the highest quality medical care and to bring devices that both enhance and save lives, to patients worldwide. Compliance with prevailing laws and acting with the highest ethical standards is critical to Symmetry's continued collaboration with *Healthcare Professionals*. With these considerations in mind, we are committed to making medical device and treatment choices free of improper financial inducements.

II. SCOPE

This Policy applies to all Symmetry Employees, agents or contractors of Symmetry (collectively, "Symmetry Representatives"). The general construct of this Policy is that no Symmetry Representative may offer or give anything of value to any *Healthcare Professional* with an explicit or implicit requirement to use or purchase Symmetry products or as a reward for prior use or purchase of Symmetry products. To ensure that all *Healthcare Professional Relationships* are legal and ethical, they must be consistent with the standards described in this policy.

III. COMPLIANCE WITH POLICY

Compliance with these standards is mandatory for all Symmetry Employees involved in *Healthcare Professional Relationships*. If you are unsure about the legality of a *Healthcare Professional Relationship* or if the proposed *Healthcare Professional Relationship* is not specifically allowed by these standards, before entering into it, you must consult with Symmetry's Chief Compliance Officer or Legal Department. All employees and all *Agents*, to the extent relevant to their activities on behalf of Symmetry, must comply with these standards, the Symmetry Code of Business Conduct and Ethics, Symmetry policies and procedures, and applicable laws including antitrust, securities, FDA, and export control laws, and any policies and procedures adopted by their *Business Group*, including policies and procedures that may be more restrictive than these standards.

IV. SEEKING ADVICE AND HOW TO REPORT A CONCERN

You are required to report known or suspected violations of this Policy. A report can be made to the Symmetry Chief Compliance Officer, or by calling the Hotline at 1-877-856-2091 or via e-mail at Ombudsman@Symmetrymedical.com.

If you need assistance in determining whether an activity is consistent with this policy, you should seek advice from your supervisor, the Symmetry Chief Compliance Officer or the Legal Department.

Symmetry will not tolerate any form of retaliation against a Symmetry Representative or third party for reporting a known or suspected violation of Symmetry policy, law or regulation, or other compliance related concern.

V. EXPENSE ATTRIBUTION AND APPROVAL PROCESS

Payments and other benefits must be attributed to a particular individual, and not to an institution or medical practice. Payments or other benefits given to persons employed by a *Healthcare Professional* are attributed to the *Healthcare Professional*. Likewise, payments or other benefits that are given in the name of the *Healthcare Professional* to an organization *Affiliated* with a *Healthcare Professional* are attributed to the *Healthcare Professional*. Symmetry Employees are expected to adhere to this Policy, industry standards and the Company's business expense policies relative to providing hospitality, meals, or other benefits to *Healthcare Professionals*.

Where an approval process is required by this Policy no Symmetry Representative may enter into or authorize an arrangement before obtaining all required approvals.

VI. PRINCIPLES OF BEHAVIOR

A. Restrictions on Entertainment

1. **General.** Interactions with *Healthcare Professionals* should always be professional in nature and facilitate the exchange of medical or scientific information that will benefit patient care. To ensure the appropriate focus on an educational and/or informational exchange and to avoid the appearance of impropriety, one should not provide or pay for any entertainment or recreational event or activity for any non-employee *Healthcare Professionals*. Such activities include, for example, theatre, sporting events, golf, skiing, hunting, sporting equipment, and leisure or vacation trips. Such entertainment or recreational events, activities, or items should not be provided, regardless of: (1) their value; (2) whether the Symmetry engages the *Healthcare Professional* as a speaker or consultant; or (3) whether the entertainment or recreation is secondary to an educational purpose.
2. **Setting.** Sales calls and meetings with *Healthcare Professionals* are limited to appropriate settings conducive to the exchange of information related to Symmetry and its products and development services.

B. Gifts

1. **Branded Items.** No Symmetry Representative may ever provide to any *Healthcare Professionals* any type of non-educational branded promotional items, even if the item is of minimal value and related to the *Healthcare Professional's* work or for the benefit of patients. Examples of non-educational branded promotional items include pens, notepads, mugs, and other items that have Symmetry's name, logo, or the name or logo of one of its medical devices.
2. **NonBranded Items.** No Symmetry Representative may provide *Healthcare Professionals* with gifts such as cookies, wine, flowers, chocolates, gift baskets, holiday gifts or cash or cash equivalents.
3. **Educational Items.** Where permitted by state law, it is permissible for a Symmetry Representative to offer an item designed primarily for the

education of patients or healthcare professionals if the item is not of substantial value (less than \$100 US), is relative to their practice of medicine and does not have value to the *Healthcare Professional* outside of his or her professional responsibilities. Symmetry Representatives may not provide items that are capable of use by the *Healthcare Professional* (or his or her family members, office staff or friends) for non-educational or non-patient-related purposes, for example, a DVD player or MP3 player/I-Pod. *Cash or cash-equivalent gifts (such as gift certificates) are always prohibited.*

4. **State Code Disclosure Requirement.** There are disclosure requirements and some restrictions associated with such educational gifts provided by Symmetry Representatives to institutions or *Healthcare Professionals* licensed in certain states. Consult with the Chief Compliance Officer or Legal Department for guidance on the state tracking and disclosure requirements.
- C. **Consulting Arrangements with Healthcare Professionals**
1. **General.** Symmetry may compensate *HCP Consultants* for consulting, research, advisory services, collaboration on product development, including reasonable costs incurred in providing such services, where the services have a proven, bona fide value to Symmetry and are paid at no more than fair market value. Such arrangements must be in writing, in a form approved by the Symmetry Chief Compliance Officer and comply with local business conduct standards. Consistent with Symmetry expense policies, Symmetry may provide *Travel Expenses*, meals, entertainment, and recreation to *HCP Consultants* in connection with *HCP Consultant Meetings*.
 2. **Requirement for legitimate need.** Agreements with *HCP Consultants* may be entered into only for services for which there is a legitimate and demonstrable Symmetry need. These needs should correlate directly with those identified in the Company's documented Needs Assessment for consulting services. Services required beyond those outlined in the HCP Consultant Services Needs Assessment must be approved by Symmetry's Chief Compliance Officer.
 3. **Requirements regarding consulting agreements.** *HCP Consulting Agreements* entered into with respect to clinical trials - including post-market or outcomes studies - must be based on a legitimate and demonstrable need for data (e.g., for product approval, reimbursement, or supplemental efficacy claims). Payments to support studies sponsored by *HCP Consultants* are permissible if results of the study or access to data from the proposed study is likely useful to Symmetry. *HCP Consultants* who contract with Symmetry must be well qualified for the desired service. *HCP Consultants* must affirmatively and completely disclose their affiliation with Symmetry when interacting with third parties on behalf of Symmetry or when using any Symmetry product. All new *HCP*

Consulting Agreements and renewals must require consultants to disclose their financial arrangements with Symmetry to their patients and affiliated hospitals.

4. **Limits on utilization of consultants.** *HCP Consultants* shall not be paid to endorse or otherwise recommend the sale, lease, or use of any of Symmetry's products. Subject to these limitations, Symmetry may retain *HCP Consultants* to speak, write and provide ***Training and Education*** to groups, including other healthcare professionals, on topics related to Symmetry products. Symmetry may not pay *HCP Consultants* for their appearance at or in preparation for a third-party conference presentation. *HCP Consultants* may also provide technical expertise on behalf of Symmetry; for example, they may be involved in demonstrating or discussing their results from use of various Symmetry products. *HCP Consultants* may not be paid to speak at a ***Co-Marketing Event*** at which the *HCP Consultant* promotes his or her own practice.
5. **Compensation.** Symmetry Representatives may make payments to *HCP Consultants* at a fair market value rate of no more than \$600 per hour for time actually expended by the *HCP Consultant*. These consultants may also receive royalty payments with regard to the product developed. Compensation may not exceed the fair market value of services provided, and may not be extended to the *HCP Consultant* as a reward for prior business or as an incentive for future business. Compensation must be structured on a measurable basis, such as payment based on a daily, hourly or per-project rate, deliverables, or milestones. The fee may not be related to the quantity or base value of any product sold by Symmetry. As allowed by State laws, Symmetry may reimburse *HCP Consultants* for authorized reasonable expenses if supported by appropriate documentation. Payment made for services provided under *HCP Consulting Agreements* may be made after the Symmetry Chief Compliance Officer has determined the existence of an approved written, executed agreement, and that there is evidence of performance of the agreement prior to payment for services. Payments must be made by check or wire transfer to the official name and address or account of the *HCP Consultant* contracting with Symmetry.
6. **Consulting Agreement Approval Process.** If a Symmetry Representative desires to engage a *HCP Consultant* he/she must first complete a *Consulting Services Request Form* to initiate the consulting proposal review process. Each potential *HCP Consulting Agreement* must be reviewed and approved by the Symmetry Consulting Committee and Legal Counsel prior to any consultative work by the *HCP Consultant*. Arrangements must be consistent with regulations of the country or state where the *HCP Consultant* is licensed to practice.

Sales personnel may be involved in the Consulting Agreement approval process only to the extent necessary to supply information about *HCP Consultant* qualifications or relevance. Consulting agreement budgeting

with *HCP Consultants* may not be located in the sales department. Members of the sales organization may not distribute compensation to *HCP Consultants*.

7. **Form of agreements.** Agreements with *HCP Consultants* must: 1) be entered into prior to initiation of any services or payment; 2) be in writing; 3) be signed by both parties; and 4) specify the services to be provided, the term of the agreement, the method of payment, and any obligation for reimbursement of *Travel Expenses* and other related expenses. Each agreement must specify a mechanism to verify that required services are performed (e.g., periodic progress reports or a final written review). Agreements providing for services on an as-needed basis with payment prior to receipt of services are not permitted.
8. **Required HCP Consultation service documentation.** Each Symmetry *Business Group* must develop an effective procedure for substantiation and documentation that contracted services were provided. This procedure must be administered by a business person outside of the sales department. Files on all *HCP Consulting Agreements* must be maintained by the *Business Group* and must include the written agreement, compensation rate, basis for *HCP Consultant's* selection (including the *HCP Consultant's* qualifications), and justification for the services (completed copies of the *Consulting Services Request Form* will be sufficient to address this issue). *HCP Consultants* must demonstrate and acknowledge in writing that they have properly notified, and have received all necessary permissions from, all required parties (e.g., hospital, employer, and regulators) if those parties are not signatories to the agreement.
9. **HCP Consultant Meetings.** All *HCP Consultants* who are invited to *HCP Consultant Meetings* must have written *HCP Consulting Agreements* in effect detailing services to be provided at *HCP Consultant Meetings*. Symmetry personnel with a bona fide interest in, and in a position to use, the advice given by the *HCP Consultants* must be in attendance at each *HCP Consultant Meeting*. Copies of the agenda and minutes of any *HCP Consultant Meeting* must be maintained in each of the attending *HCP Consultant's* files (referenced above) and the agenda for a particular *HCP Consultant Meeting* must be reviewed by the Chief Compliance Officer or the Legal Department prior to extending a meeting invitation.

Subject to Expense Standards described above, Symmetry may provide *HCP Consultants* with meals, and may pay for *Travel Expenses* in connection with *HCP Consultant Meetings*.

The locations of *HCP Consultant Meetings* must meet the criteria set out in the Expense Standards described above. Symmetry may pay reasonable *Travel Expenses* for *HCP Consultants* in connection with *HCP Consultant Meetings*, which may exceed coach class if necessary to secure *HCP Consultant's* services. Symmetry may not pay for the travel

or other expenses (including the cost of meals, receptions, recreation or entertainment) of guests of *HCP Consultants*, or of any other person who is not a bona fide contributor to the meeting.

D. Training & Education for Symmetry Products.

Symmetry has a responsibility to make available instruction, education, and training on the safe and effective use of its products to *Healthcare Professionals* who have a bona fide interest in the use of these products. Consistent with specifics of the Expense Standards set out above, and as allowed by State laws, Symmetry may provide *Travel Expenses* and meals to participants in connection with *Training and Education*. Symmetry may provide *Training and Education* to *Healthcare Professionals* who are in a position to benefit from it. To qualify as a *Training and Education* program for which Symmetry may provide meals or *Travel Expenses*, *Training and Education* must be the program's objective. Meals and receptions should not supersede the objective of the educational program. *Travel Expenses* may not be provided in connection with a *Training and Education* program, unless, other than on a travel day, the program involves *Training and Education* of not less than four hours for each program day. All *Training and Education* must be sufficiently documented, including agenda and a report on the costs, participants, and faculty.

1. **Oversight responsibilities.** Each *Business Group* must receive the approval of the Chief Compliance Officer or Legal Department for any *Training and Education* programs it wishes to sponsor. The request for approval must include a description of the course content, agenda (covering all events from arrival to departure), location and faculty. Payments to faculty may only be made with respect to *HCP Consulting Agreements* entered into consistent with policies and standards described above.
2. **Location of meetings.** The locations for *Training and Education* should be conducted at clinical facilities, conference centers, educational centers, or other appropriate settings, including hotels and other commercially available facilities which are conducive to the effective conveyance of knowledge.
3. **Medical Conferences and Meetings sponsored by organizations other than Symmetry.** Symmetry is committed to providing programs designed to educate and train *Healthcare Professionals* in the safe and effective use of Symmetry products. Symmetry therefore has an interest in creating awareness and understanding of its various products and their use through support for third-party scientific research forums. For these purposes, Symmetry may underwrite the cost of such third-party conferences or meetings and may subsidize the attendance of health care professionals-in-training.
4. **Meetings with Healthcare Professionals in Connection with Conferences.** A Medical Meeting or Conference can be an optimal place to interact with *Healthcare Professionals*. Subject to the Expense

Standards above, and as allowed by State laws, Symmetry may provide modest meals to *Healthcare Professionals* in connection with a Medical Meeting or Conference by hosting, for example, Business Meetings and *Training and Education* seminars or conferences. Any Symmetry-sponsored *Training and Education* provided immediately before or after a Medical Meeting or Conference must be approved in advance in writing by a Symmetry Corporate Officer.

VII. Standards for Reduced-Charge and Free Products. Provided that the respective discounts comply with this standard and are supplied in the ordinary course of business, reduced-charge and/or free products are permitted. The following standard addresses Discounts, Samples, Demos, trial-period loans, product Donations for the use of Medical Charities, and products given pursuant to Symmetry warranties, as well as other instances in which product may be provided to Healthcare Professionals without, or at a reduced, charge.

- A. Product Discounts and Rebates.** The following *Discounts* are not permitted in the process of conducting business with a *Healthcare Professional*:
1. Rebates which are paid in cash rather than by check;
 2. Signing or conversion bonuses;
 3. *Discounts* earned on products covered by federal health care programs, but applied to products not covered by the program;
 4. *Discounts* available when a product is covered by private payers, but not available when it is covered by a federal health care program;
 5. Credits earned on trade-ins, in excess of the fair market value of the item that is traded; and
 6. The supply of product to a *Healthcare Professional* without charge, except in accordance with other approval processes outlined herein.
- B. Further Considerations.** Prior review and approval by a Symmetry Corporate Officer or Symmetry Legal Counsel is required for *Discount* programs in the process of conducting business with *Healthcare Professionals* that:
1. Result in the reduction of the product price below cost;
 2. Are based on the purchase of a package or bundle containing products that are all different;
 3. Involve several items which have variable *Discount* rates;
 4. Involve *Discounts* paid prior to the purchase of the products on which they are earned;
 5. Are in a form, other than a *Discount* taken at the time of sale, as a reduction of the invoice price, or a *Discount* paid later as a “rebate,” or as a credit for the same type of item;
 6. Are extended for more than one year;

7. Request the payment of expenses not reimbursed beyond a Symmetry warranty obligation;
 8. Free product is provided for analysis by *HCP Consultant(s)*, or as part of a clinical trial or research project, to ensure that the underlying arrangement is consistent with other standards. Proper consideration of fair market value of the free product must be made as well;
 9. Involve an agreement with any purchasing group or similar organization;
or
 10. Giving, loaning or consigning Symmetry products without charge except when the product is provided:
 - (ii) Relative to a Symmetry warranty;
 - (iii) Temporarily, while equivalent Symmetry product is being repaired;
 - (iv) As a replacement due to result of regulatory action, to mitigate the risk of failure, or for product that has been accidentally damaged;
or
 - (v) Consistent with the requirements outlined below for *Samples* or *Demos*.
- C. **Samples.** A limited number (per evaluating physician) of *Samples* may be given to permit evaluation of products by *Healthcare Professionals* who are unfamiliar with the product. No-charge loaners may also be provided as *Samples*, but only for a reasonable evaluation period. *Samples* with a list price of over \$2,500, other than no-charge loaners, require prior written approval by the Chief Compliance Officer or Legal Department.
- D. **Demos.** *Demos* may be given free of charge, but must be returned.
- E. **Documentation.** Any product sold or given to a *Healthcare Professional* with more than a nominal price (less than \$100 US), other than *Demos*, must be invoiced. There must be:
1. **Disclosure.** *Discount* terms must be set at the time of sale and detailed in a written agreement. When the amount of the *Discount* is known at the time of sale, the net price of each discounted item or information sufficient for the *Healthcare Professional* to reasonably determine the net price of each item must be fully disclosed in writing to the *Healthcare Professional* on the invoice. Otherwise, the invoice must clearly reference another document provided to the *Healthcare Professional* containing this information. Each invoice for discounted product must include the notation that the price is net of any *Discount*, except that when the actual *Discount* is not known at the time of sale (e.g., in the case of a volume rebate), the invoice should include a statement that the purchase price may be subject to a *Discount* and, when the *Discount* becomes known, a written statement should be issued to the *Healthcare Professional* noting the *Discount* and relating the *Discount* back to the

original invoice(s). Additional disclosures may be required in connection with *Discount* programs designated above as requiring legal review.

2. **Medicare reporting notification.** The invoice must state that the *Healthcare Professional* may be obligated to report the *Discount* to Medicare, Medicaid or other federal health care programs. Similar requirements should be considered and included for health care programs in other countries. *Healthcare Professionals* may have reporting obligations to third parties, including Medicare and similar health care agencies that require the allocation or classification of *Discounts* in accordance with particular reporting principles. *Healthcare Professionals* should be given written notice that they are solely responsible for the accurate reporting and allocating of *Discounts* in accordance with any pertinent requirements, and that they should contact Symmetry in the event that they need additional information to enable them to report accurately.
 3. **Requirements for Samples.** Invoices for *Samples* must indicate that the product is provided at “no charge.” When *Samples* are separately reimbursable, Symmetry must advise *Healthcare Professionals* in writing not to bill or collect from anyone for the product.
- F. **Requirements related to Warranties.** The invoice must accurately report the price decrease of an item provided under a Symmetry warranty and inform the *Healthcare Professional* that it may have reporting obligations under federal or country-specific laws. In circumstances where Symmetry is aware that eligibility for a price decrease under a Symmetry warranty may be determined after the time of sale (at which time a warranty credit is issued), the invoice must accurately report the potential that additional price decreases may generate and inform the *Healthcare Professional* that it may have reporting obligations. When the value of the warranty credit becomes known, Symmetry must provide the *Healthcare Professional* with documentation of the warranty credit.
1. **Leasing.** Any product leased or loaned to a *Healthcare Professional*, with or without charge, with more than a nominal price (less than \$100 US) must be the subject of a written lease agreement accurately stating all material terms of the lease.
 2. **Finance Group responsibilities.** The Symmetry Finance Group responsible for the applicable Symmetry *Business Group* must ensure that invoicing and documentation of any *Discounts* or other arrangements described in this standard are in accordance with these requirements and Symmetry financial policies.
- G. **Donations Made to Healthcare Professionals or Their Closely Affiliated Organizations.**
1. **General.** *Donations* to *Healthcare Professionals* or closely *affiliated* organizations are allowable only if the *Donation* is intended to benefit

society and promote improved health care, demonstrate good corporate citizenship, or serve a genuine educational function, and, except in rare instances, only where the recipient is a tax-exempt charity.

2. **Purpose of Donations.** *Donations* are contributions to a charity for charitable purposes, or in rare instances, to individuals engaged in a genuine charitable mission. *Donations* may not be linked, implicitly or explicitly, to an agreement to use, order, recommend or make a referral for Symmetry products or used to reward prior purchases. *Donations* may not result in personal gain or benefit to a *Healthcare Professional*. Product *Donations* for use outside of the U.S. must comply with applicable export control laws.
3. **Educational Support.** *Donations* that may meet the requirements of this standard may be made for educational objectives, including:
 - (i) Supporting an endowed chair at an academic institution;
 - (ii) Subsidizing the education of fellows participating in accredited fellowship programs, provided there is evidence that the funds will be dedicated to fund educational activities, or in fellowship programs with an academic affiliation;
 - (iii) Subsidizing medical congresses and conferences; and
 - (iv) Educating the public on relevant health care topics.
4. **Support of research.** All *Donations* meeting the specific requirements of this standard may be made to support specific scientific research projects. These might include, for example, *Donations* to support basic scientific research.
5. **Other permissible purposes.** *Donations* that meet all other requirements of this standard may be made for other genuine philanthropic and charitable purposes that demonstrate good corporate citizenship and represent a benefit to society; for example, support of activities directed at providing services or products to indigent patients or public services whose mission it is to serve indigent populations.
6. **Form of payment.** Except as otherwise permitted by these standards, *Donations* may be made only by wire transfer to the recipient's official bank account or by a Symmetry check payable to the official name of the charity. Sales personnel may not deliver *Donations*, other than product donations, to *Healthcare Professionals*.
7. **Transmittal letter and Delivery of Donation.** Except as provided otherwise in this standard, a transmittal letter from Symmetry clearly detailing the purpose of the *Donation* must be sent prior to or with the *Donation*. The transmittal letter must be approved by a Symmetry Corporate Officer or, if the payment is less than \$15,000, be in a form that has been approved by a Symmetry Corporate Officer and used without

material modification. No transmittal letter is required for employee purchases of tickets to charity fundraising events.

8. **Process for Donation Approvals.** All *Donations* are subject to prior written approval through the Chief Compliance Officer or Legal Department, except for product donations for the benefit of *Medical Charities* as described above (see Product Donations for the Benefit of Medical Charities) and purchases of tickets to certain fundraisers. Except with respect to product *Donations* for the benefit of *Medical Charities*, sales personnel may not be involved in the approval process, except to respond to a *Healthcare Professional's* questions about where to submit an application for a *Donation*; however, sales personnel may advise regarding the suitability of a proposed recipient or program, so long as that advice is not related to gaining or maintaining a *Healthcare Professional's* business. Budgets for *Donations* may not reside in the sales organization.

All *Donations* in excess of \$1,000 US, the equivalent fair market value or, in the case of a Symmetry product, the equivalent list price, other than the tickets purchased by employees discussed above, must have prior written approval of the Chief Compliance Officer or Legal Department.

9. **Documentation required.** The nature of each *Donation* request must be adequately documented. All *Donations*, whether monetary or non-monetary items such as products or equipment, must be supported by documentation demonstrating that: 1) the recipient is a charity (this will typically require evidence of the entity's tax-exempt status); 2) the *Donation* will be used for an appropriate purpose as described above; 3) the amount of the *Donation* is appropriate for the proposed purpose (e.g., not in excess of the anticipated costs of a proposed project or event); and 4) the *Donation* has been received by the charity (i.e., a receipt or acknowledgment from the recipient, or, if specified in the transmittal letter stating the purpose of the *Donation*, or in the case of an employee purchase, a canceled check or a receipt).

Research grant requests must be accompanied by an explanation of the objective of the research, a detailed research protocol or other appropriate documentation, and a detailed budget or description of how the requested funds will be applied. Educational grant requests must be accompanied by a detailed explanation of the pertinent educational program involved, including date, place, and program description, and a detailed budget or description of how the requested funds will be applied.

VIII. DEFINITIONS

An organization is **Affiliated** with a *Healthcare Professional* if it is controlled by or under common control with the *Healthcare Professional*, or if the *Healthcare Professional* is on the governing Board of the organization, receives material compensation from, or has a significant investment interest in the organization.

Agents are persons, including independent sales representatives, acting within the scope of their engagement, expressly authorized to act on behalf of Symmetry under a contract or relationship of agency to sell or market Symmetry products and services, and who are subject to the control and consent of Symmetry to act on its behalf.

Business Group refers to Symmetry Medical and any of its subsidiaries or related corporate entities.

Co-Marketing Events are any planned advertising or promotional events or activities jointly planned by Symmetry and a ***Healthcare Professional*** with the primary purpose of building equity and awareness for both participants.

Demos are products used for demonstration purposes (functional or mock-up) and are labeled “Not for Human Use” or “Prototype”.

A **Discount** is any decrease from list price of the amount charged for the purchase, lease or loan of any Symmetry product, including items provided or leased or loaned free of charge, credits and rebates. ***Demos*** and items provided as in-kind payment for items or services or as consideration for a release are not ***Discounts***.

A **Donation** means a contribution made by Symmetry to a charity to support a charitable purpose.

HCP Consultants are ***Healthcare Professionals*** who Symmetry retains for any personal or professional services or compensates or remunerates in any way, directly or indirectly, for or in anticipation of personal or professional services (e.g., training, educating, consulting, research, clinical study, focus group and physician advisory board service).

HCP Consultant Meetings are meetings arranged for the purpose of obtaining previously contracted services from ***HCP Consultants***.

An **HCP Consulting Agreement** includes all contracts with ***HCP Consultants*** for services to be performed on behalf of Symmetry. This includes but is not limited to, agreements for compensation, payments, remuneration, honoraria, fellowships, professional meetings, speaking engagements, teaching, publication, clinical studies, fee-for-service consulting, product development and license agreements, research, and professional services agreements. These agreements also include agreements to provide grants, donations, sponsorships, and other forms of payment to medical educational organizations, medical societies, and training institutions.

Healthcare Professional (HCP) is any person, other than an individual patient, including, without limitation, any medical or health care professional or entity in a position to purchase, lease, recommend, use, influence or arrange for the purchase or lease of, or prescribe Symmetry products.

Healthcare Professional Immediate Family means the ***Healthcare Professional***, the ***Healthcare Professional's*** spouse or life partner, their children and the parents of the ***Healthcare Professional***, the ***Healthcare Professional's*** spouse or life partner.

Healthcare Professional Relationships are all interactions involving a transfer of anything of value from Symmetry to a ***Healthcare Professional***.

Medical Charities are tax-exempt organizations and individuals engaged in genuine charitable missions. In addition, state-owned institutions with state tax exemptions may qualify as ***Medical Charities***.

Samples are products that are given or loaned to ***Healthcare Professionals*** free of charge to permit evaluation of products by ***Healthcare Professionals*** who are unfamiliar with the products.

A Symmetry **Training and Education** program is any structured program, meeting, or conference that makes available instruction, education, and training on the safe and effective use of Symmetry products

Travel Expenses are modest expenses incurred by a ***Healthcare Professional*** for lodging, meals or transportation.