

# Dentsply Sirona

## Code of Ethics & Business Conduct



Dentsply Sirona demonstrates an unwavering commitment to performance with integrity. We are a leader in the dental and medical device industry and this comes with increased responsibility. Each DentsplySirona employee needs to make good ethical decisions that lead to positive action and the most suitable healthcare solution for our customers. Dentsply Sirona must earn the trust of our customers and investors every day, through the actions of our employees.

Every person in the Dentsply Sirona community helps preserve our solid reputation by making a personal commitment to follow our Code of Ethics and Business Conduct. Built upon our Core Values, these policies guide us in upholding our ethical commitment to our customers, our employees, our shareholders, our industry, and to the global community. We ask that all members of the Dentsply Sirona community – employees, officers, directors and business partners – comply not only with these policies, but also use good judgment and integrity in all situations that may not be specifically addressed in the Dentsply Sirona Code. Ultimately, the spirit and intent of Dentsply Sirona’s Core Values and the Dentsply Sirona Code should guide your actions and behaviors.

As members of the Dentsply Sirona community, we are accountable to one another. Should you ever have questions or concerns about the policies outlined in the Dentsply Sirona Code or the integrity of others’ actions, please alert your manager, your local compliance manager, or use one of the many other channels the Company makes available to you. Do not allow anything – such as “making the numbers,” competitive instincts, or even a direct order from a superior – to compromise your commitment to unquestionable integrity.

Our Dentsply Sirona business leaders are responsible for their own actions and for fostering a culture consistent with our Code of Ethics and Business Conduct, policies and applicable laws. Leaders are expected to address employees’ concerns about appropriate conduct promptly and with care and respect.

Excellent financial performance and high standards of governance and compliance are equally important and valuable. As we continually improve upon Dentsply Sirona’s business, we must recognize that only one kind of performance will maintain our strong reputation, increase our customers’ confidence in our products and services, and enable us to continue to grow; that is performance with integrity.



Don Casey  
Chief Executive Officer



Brian O'Reilly  
Chief Compliance Officer

# Topics



Dentsply Sirona Hotline



Anti-Bribery, Anti-Corruption



International Trade Compliance



Interacting with Health Care Professionals



Interacting with Government Agencies & Officials



Third Party Compliance



Insider Trading



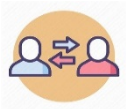
Anti-Money Laundering



Fraud



Anti-Trust



Conflict of Interest



Data Privacy, Protection & Cyber Security



Transparency

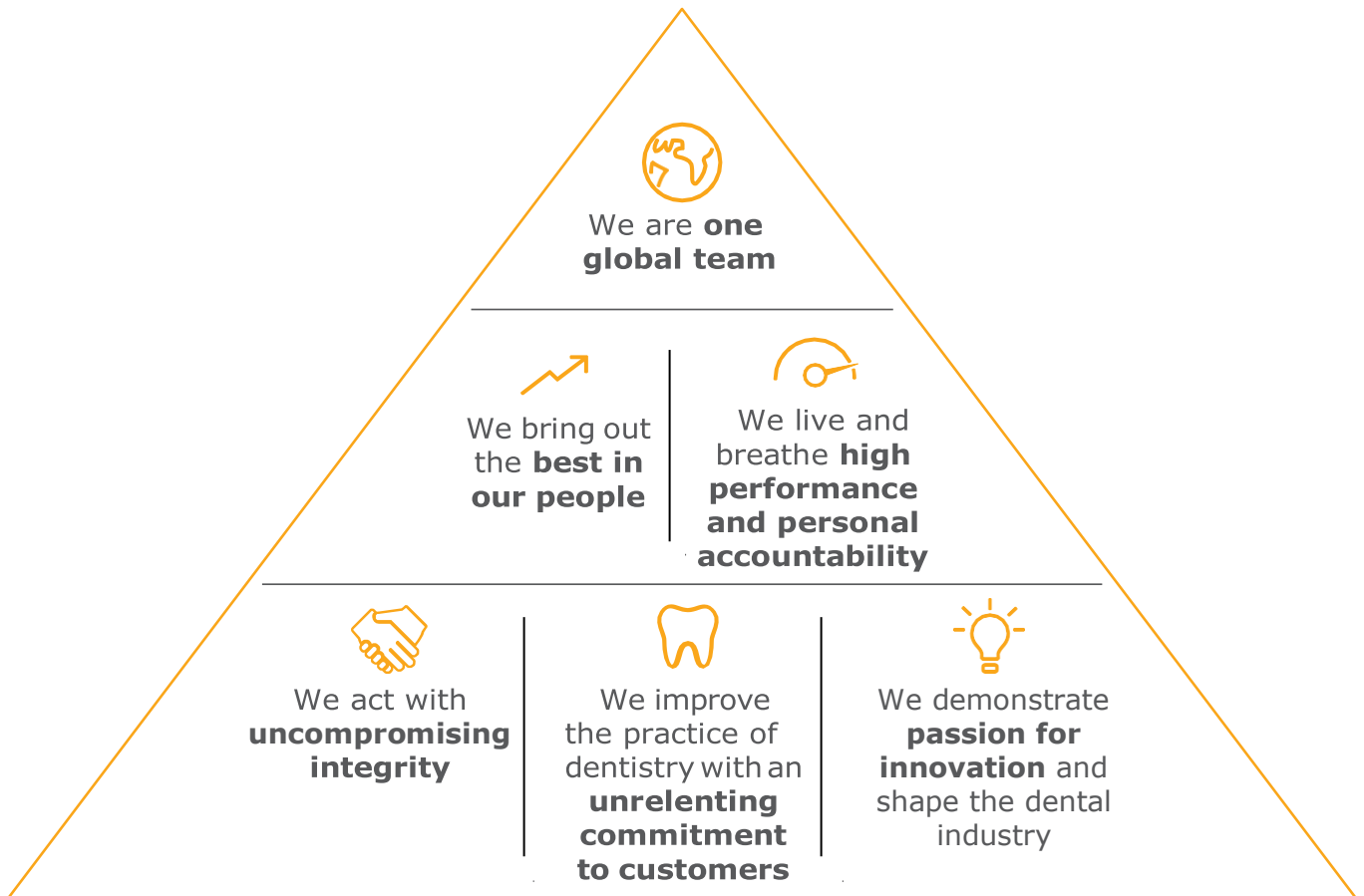


Environmental Health & Safety



Dentsply Sirona in the World

# Dentsply Sirona's Core Values



# What Employees Must Do

It is Dentsply Sirona's policy and must also be every employee's commitment to comply with the law everywhere we do business. No one has the authority to violate any law or to direct another person to violate the law on behalf of the Company. The Dentsply Sirona Code of Ethics and Business Conduct helps us define who we are and identify specific risk areas, but it cannot prevent unlawful acts or other bad behavior. It is only through the vigilance of each Dentsply Sirona employee that we can mitigate this risk and protect our company, ourselves and our shareholders.

We must commit ourselves to understanding the relevant local laws as well as our Codes and Policies. This can be accomplished by taking all training assigned to you through the Learning Management System and by assuring that your employees and co-workers do likewise. Ask questions if you don't understand any elements of the assigned training or if you are asked to do something that you feel conflicts with what you have learned.

We must hold ourselves and each other accountable for our respective actions and be willing to speak up if we see something which goes against our values or our codes and policies. It is each employee's obligation to speak up – remember "If you see something, say something". Violations must be reported either to your manager, your local compliance manager or to local HR, or if you are not comfortable bringing it forward locally, you may report it directly to the Chief Compliance Officer or through the Dentsply Sirona Ethics Hotline. If you chose to remain anonymous you may.



# What Leaders Must Do

Ethical business practices and compliance with all applicable laws is everyone's responsibility. It starts with our values and must be reflected in all of our actions. The *tone from the top* is important in creating a foundation for a culture of integrity but then leaders at all levels must live those values and demonstrate unwavering integrity in everything we do.

As a leader, you must act to cultivate this culture of compliance in your respective organizations and assure that your employees understand their responsibilities and feel comfortable raising concerns without fear of retaliation. This means encouraging ethical conduct and compliance with the law by personally demonstrating and promoting Dentsply Sirona's Core Values, considering compliance efforts when evaluating and rewarding employees, and ensuring that employees understand that business results must be achieved while complying with Dentsply Sirona policies and all applicable laws.

It is the responsibility of our pillar leadership (Product Groups, RCO's, Supply Chain and Corporate Functions) at all levels to assure that the various policies and processes which constitute the Dentsply Sirona Ethics and Compliance program are fully and effectively administered in their respective areas of responsibility. The Ethics and Compliance department is always available to answer questions and provide guidance to our global businesses.

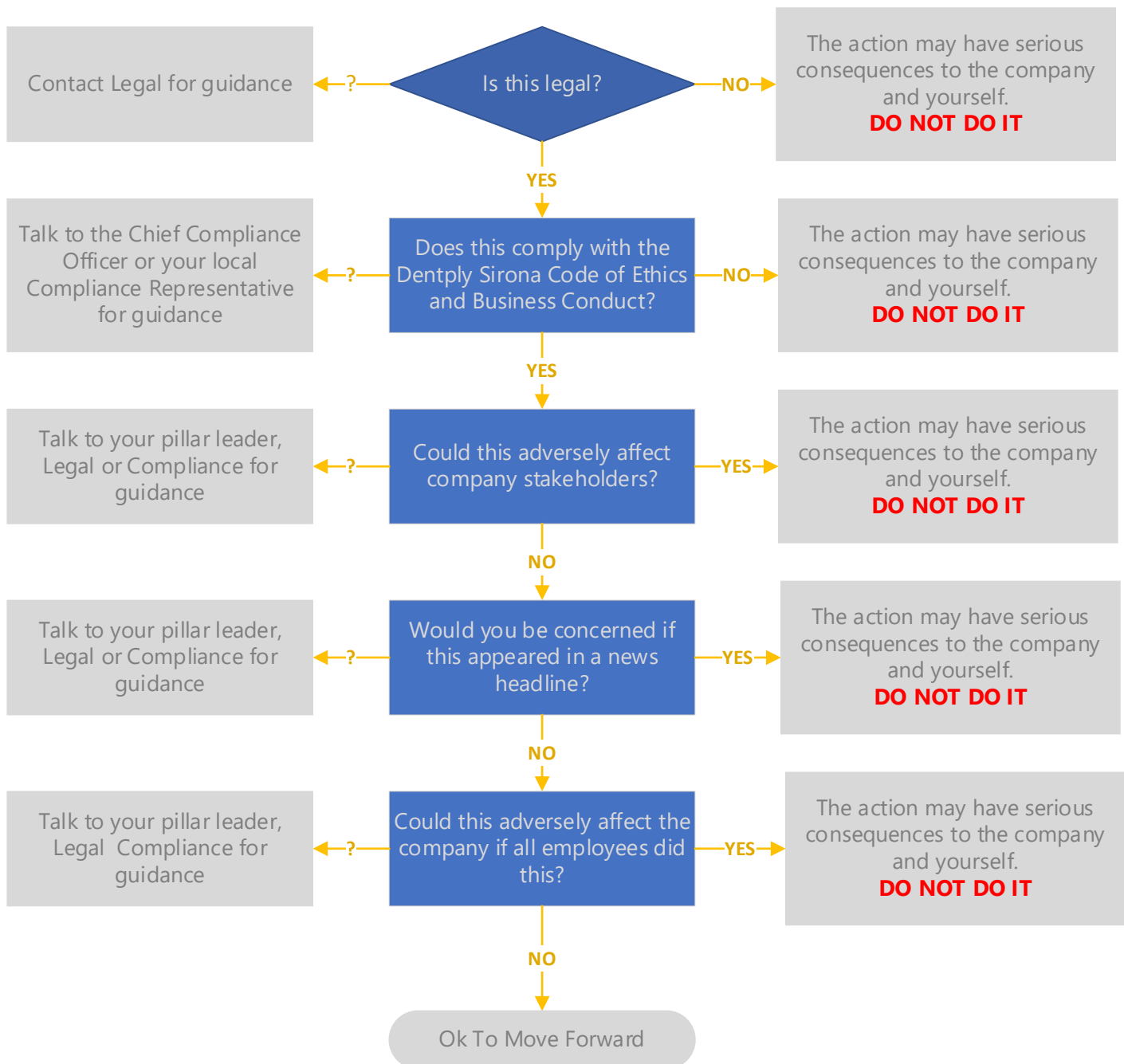
All managers must take the following steps to build an infrastructure to prevent, detect and respond to compliance issues:

- Ensure that policies and processes, tailored to address your particular risk areas, are communicated and implemented.
- Ensure that all employees receive education on Dentsply Sirona policies and applicable law.
- Commit adequate resources to your business efforts toward implementing the compliance program.
- Implement control measures, such as appropriate financial controls to identify and prevent fraud and other violations.
- Promote Dentsply Sirona's Core Values and the Dentsply Sirona Code.
- Ensure that periodic compliance reviews are conducted, with the assistance of the Chief Compliance Officer and/or the Corporate Internal Audit Services staff.
- Encourage employees to speak up and report integrity or compliance issues.
- Promptly implement corrective action to fix identified compliance weaknesses.
- Report any legal and ethics issues to the Legal department and/or Chief Compliance Officer.



# Dentsply Sirona – Code of Ethics Decision Guide

Though conducting business in an ethical fashion typically only requires common sense, you may sometimes be faced with challenging situations and decisions for which the right decision is not perfectly clear. The following diagram is intended to guide you toward the resources available to help you make informed decisions.



# If you see something, say something



[Click Here to go to Hotline](#)



Raising a compliance or integrity concern protects Dentsply Sirona's community, our Company, our employees, our colleagues, and our stakeholders. If you have a concern about compliance with a Dentsply Sirona policy or an applicable law or regulation, you have the responsibility to raise that concern. Failure to do so is a violation of the Dentsply Sirona Code. **If you see something, say something.**

## Raise Concerns Early

Employees need to be action oriented when it comes to compliance and integrity. The longer we wait to address a concern, the worse it may become.

## You May Remain Anonymous

However, if you identify yourself, we are then able to follow up with you and provide feedback.

## You May Report Externally

You are not prohibited from communicating with government agencies about possible violations including filing a complaint and participating in government investigations and proceedings.

## Confidentiality Is Respected

If you identify yourself, your identity and the information you provide will remain confidential and will be shared only on a "need-to-know" basis with those responsible for resolving the concern.

## Retaliation Violates Our Policy

Dentsply Sirona absolutely prohibits retaliation against anyone who in good faith raises or helps to address an ethics, integrity or a compliance concern. Retaliation is grounds for discipline up to and including dismissal.

**NOTE: The Dentsply Sirona Hotline is administered by an independent third party (Convercent).**

[Dentsply Sirona Whistleblower – Hotline Policy](#)



# Anti-Bribery, Anti-Corruption



[Click here for more information](#)

Any payment, gift or favor that is made or offered in order to gain an improper advantage in any business situation is never acceptable and exposes you and Dentsply Sirona to possible criminal prosecution. Dentsply Sirona expressly prohibits improper payments and improper gifts and favors in all business dealings in every country around the world, both with government officials and with private individuals.

Improper payments and improper gifts should not be confused with reasonable and limited expenditures for gifts, business entertainment, and customer travel and living expenses that are made in accordance with Dentsply Sirona's Business Gifts and Entertainment Policy and our Ethical Customer Interaction Policy.

Extortion is the demand-side of the bribery equation. This is when a government official or other customer or third party uses pressure to force you to provide him/her money or other things of value in order to get their business. For instance, the head of a dental clinic threatening to switch to a competitor's products unless you send them on a trip would be considered solicitation of a bribe or extortion. Just as giving or accepting a bribe is illegal, so is the asking for or offering of a bribe, even if the transaction never occurs. If you feel that you are being pressured by anyone to provide a personal incentive, you must say "NO". Failure to do so exposes you and the company to fines and penalties including possible imprisonment. If you find yourself facing one of these situations, please contact someone in the Compliance or Legal departments for assistance.

Internal Controls and Accurate Record Keeping Dentsply Sirona maintains internal controls to comply with legal, accounting, tax, and other regulatory requirements. Keeping accurate records instills trust in Dentsply Sirona by its employees, customers, patients, investors, and business partners. Accurate recordkeeping allows us to make strategic, commercial, and operational decisions. It is critically important that our books, records, accounts, and financial statements be maintained in reasonable detail. "Off the books" accounts, transactions, and assets are prohibited.

Never falsify any type of record or account. In every transaction, be honest, and make a proper and complete record. Regardless of your role at the Company, we all share this responsibility. Also, know who our customers and partners are and for what purposes they may be using our products and services. This type of awareness helps Dentsply Sirona prevent illegal and improper activity from occurring.

The company's record retention policies provide guidance for when documents and information should be maintained or destroyed. Keep financial and business records in accordance with the company retention policies, and do not dispose of records and information that may be relevant to current or threatened litigation until you are advised to do so.

[Link: Anti-Corruption, Anti-Bribery Policy](#)



# International Trade Compliance



Trade Sanctions are imposed in response to perceived human-rights violations, military or terroristic threats or even unfair trade and currency considerations. Trade Compliance and export control laws affect the sale, shipment, and transmission of goods, services, and technology across national borders with a heavy focus on these sanctioned countries. These laws apply to many aspects of Dentsply Sirona's operations – not just shipping products. Exchanges of information across national boundaries, including email and web access, are subject to trade controls.

[Click Here for more information](#)

The United States also controls the release of technical information to non-U.S. nationals within the United States. It is important that we carefully observe export laws in connection with these activities, that we do not sell or ship our goods, services, and technology to persons to whom we are not permitted to sell or ship goods, and not selling or shipping those goods into countries where we are not permitted to do so. It is equally important that Dentsply Sirona's distributors and agents abide by these same laws when selling and distributing our products.

The link below provides more guidance on this topic as well as a current list of those countries currently under U.S. sanctions. However, as these change frequently, you are encouraged to engage your Legal and Compliance team if you have any doubt about the status of a country with whom you wish to conduct business.

[Link: International Trade Compliance Policy](#)

## Customer Interaction

Though customer interaction is the heart of our business, inappropriate interaction can expose you and the company to allegations of corruption under the US Foreign Corrupt Practices Act, the U.K. Bribery Act and numerous other countries anti-bribery/anti-corruption laws regulating interactions with healthcare professionals, distributors and government officials. In the United States, the Anti-Kickback Statute also regulates how medical device and pharmaceutical manufacturers may interact with medical professionals and distributors.

### Interacting with Health Care Professionals

Dentsply Sirona employees interact with health care professionals in many aspects of our business, including as customers, consultants, or as participants in research and development activities. Dentsply Sirona is committed to complying with all laws and regulations governing interactions with health care professionals, and to going beyond strict legal requirements by following the highest ethical standards in these interactions. To this end, Dentsply Sirona has issued an Ethical Customer Interaction Policy. All Dentsply Sirona employees interacting with or establishing programming with any healthcare professional shall be trained on the Ethical Customer Interaction Policy.



# Interacting with Government Agencies and Officials



In the course of our work, we frequently interact with government agencies, government officials, and public international agencies. In many countries, healthcare is run by or subsidized by the government, and therefore, healthcare providers, health clinics and hospitals are deemed to be government entities in accordance to the United States Foreign Corrupt Practices Act and other local and international anti-corruption regulations. In every instance, Dentsply Sirona employees must comply with applicable laws and regulations, including certain special requirements associated with doing business with government officials, as well as those associated with government transactions.

Interaction with government agencies and officials occurs not only when we sell to government customers. For example, we frequently interact with government agencies and officials when we register our products, clear customs, or obtain a permit to allow us to manufacture or do business in a certain location. We may also interact with government officials through third parties, such as distributors, consultants, brokers, or agents. If these third parties are representing or working on the behalf of Dentsply Sirona, their actions can be deemed to be those of Dentsply Sirona.

Links to:

[Ethical Customer Interaction Policy](#)

[Anti-Kickback Statute Policy](#)

[KOL Engagement-Fair Market Value Compensation](#)



# Third Party Compliance

Dentsply Sirona's relationships with suppliers, distributors and consultants are based on mutual respect and the expectation that we all engage in lawful, efficient, and fair practices at all times. We expect our third-party business partners to abide by all laws and to agree to follow our Code of Ethics and Business Conduct. Dentsply Sirona can be held accountable for unethical behavior of our third parties conducted on our behalf if we knew or should have known that it was occurring. Each relationship requires appropriate due diligence to assure that who we chose to work with live to the highest standards of integrity. Additionally, each business relationship shall be governed by a written agreement which will include language precluding engagement in corruption and bribery and will adhere to all US trade sanctions as well as specified laws pertaining to human rights and anti-human trafficking actions.



[Link to:](#)

[Business Partner Code of Conduct](#)

[Third Party Consultant Compliance](#)

[Third Party Distributor Compliance](#)

[Third Party Supplier Compliance](#)



# Financial Compliance

## Insider Trading

In the course of your job, you may learn of material information about Dentsply Sirona or other companies, before it is made public. You may simply overhear a hallway conversation or come across a memo left at a copy machine. Using this information for your financial or other personal benefit or conveying this information to others constitutes a violation of Dentsply Sirona's insider trading policy and may violate the law. This includes buying or selling securities of any company about which you have material non-public information and giving this "inside information" to anyone else who might base financial trades on the information you have shared.



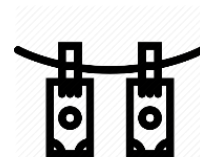
[Click Here for more information](#)

- Do Not Buy or Sell the securities of any company, including Dentsply Sirona, either directly or through family members or other persons or entities, while you are aware of inside information about the Company (this is known as "insider trading").
- Do Not Recommend or Suggest that anyone else buy or sell the securities of any company, including Dentsply Sirona, while you have inside information about the Company (this is known as "tipping").
- Maintain the Confidentiality of Dentsply Sirona information and do not convey information to anyone outside of Dentsply Sirona unless it is necessary for Dentsply Sirona's business activities and you are certain that person is under obligation to the Company by an appropriate non-disclosure agreement.

[Links to:](#)  
[Insider Trading Policy](#)  
[US Grant Procedure](#)

## Anti-Money Laundering

Money laundering is the act of placing illegal gains into the financial system in ways designed to avoid drawing the attention of banks, financial institutions or law enforcement agencies. People involved in criminal activity – such as terrorism, drug trafficking, bribery, or fraud – may try to "launder" the proceeds of their crimes to hide them or make them appear legitimate. Many countries have laws against money laundering and these laws prohibit doing business that involves proceeds of criminal activities. Another concern is that legitimate funds may be used to finance terroristic activities – sometimes called "reverse" money laundering, and many countries have restrictions to combat this activity as well.



[Click Here for more information](#)

Dentsply Sirona runs the risk of inadvertent or explicit participation in money laundering schemes in accepting cash-payments for products or services, accepting payments from entities other than the contractual customer, or allowing a customer to settle their account through multiple payments directly into our accounts.

Dentsply Sirona is committed to complying fully with all anti-money laundering and anti-terrorism laws throughout the world. Dentsply Sirona will conduct business only with reputable customers involved in legitimate business activities, with funds derived from legitimate sources. Each Dentsply Sirona business is required to implement risk-based "Know Your Customer" due diligence procedures calibrated to the risk in question, and to take reasonable steps to prevent and detect unacceptable and suspicious forms of payment. Failing to detect customer relationships and transactions that place Dentsply Sirona at risk can severely damage Dentsply Sirona's integrity and reputation and could violate the law.

[Link to: Anti-Money Laundering Policy](#)



# Fraud

Fraud is perpetrated by individuals or in concert with others to obtain money, property, or services; to avoid payment or loss of services; or to secure personal or business advantage. The majority of fraudulent acts are some form of asset misappropriation. The cumulative effect of repeated incidents of asset misappropriation may have significant financial impact on a business and may result in the need for financial restatement or SEC reporting for a U.S., publicly traded company such as Dentsply Sirona.



[Click Here for more information](#)

The following is not an exhaustive list of asset misappropriation schemes but provides an idea of the things we need to pay attention to mitigate the risk to our company:

- Abusing the Corporate Travel Booking System
- Travel & Entertainment Expense Fraud
- Expensing Gift Cards for Personal Use
- Misusing a Purchasing Card
- Altering Payroll Records
- Manipulating Purchase Orders
- Pocketing Maintenance Fees
- "Accidental" Overpayments
- Cashing in on Weak Controls
- Falsifying Recruiter Fees
- Profiting from Weak Inventory Controls
- Falsifying Shipping Labels
- Falsifying Productivity Figures
- Abusing Supplier Accounts

Dentsply Sirona recognizes the risk that fraud of any type represents to the company and our shareholders and takes the appropriate steps to prevent fraud before it occurs, detect fraud which may be occurring and thoroughly investigates suspected fraud. If and when fraud is discovered, Dentsply Sirona responds swiftly and aggressively to identify the person or persons responsible, assures that the schemes are fully understood and terminated, recover the misappropriated funds and will work with local and U.S. federal agencies in legal prosecution of the responsible individuals.





Anti-trust or anti-competition laws Prohibit agreements or understandings between competitors that undermine competition and regulate the behavior of dominant companies within an industry. Additionally, anti-trust laws require prior review and possible clearance for mergers, acquisitions and certain other transactions, in order to prevent transactions that would substantially reduce competition.

[Click Here for more information](#)

These laws are complex, global in reach, and can operate differently in each particular situation. It is essential that you involve a member of the Dentsply Sirona Legal department early in the process of developing new commercial initiatives with a competitor given the many uncertainties that arise in the application of these laws.

[Link to: Antitrust Policy](#)

## Conflict of Interest

Conflicts of interest arise when activities or interests of an employee call into question his/her actions or judgement and objectivity in their professional capacity at Dentsply Sirona. On the job or in your free time, nothing you do should conflict with your responsibilities to Dentsply Sirona. No activity at work or at home should hurt Dentsply Sirona's reputation or business. Do not misuse or use for personal gain Dentsply Sirona resources, intellectual property, time or facilities. Misusing Dentsply Sirona resources or influence is also prohibited. Even when nothing wrong is intended, the appearance of a conflict can have negative effects. It is crucial to consider how your actions might appear, and to avoid the perception of a conflict of interest.

Do not take any opportunities for yourself in which Dentsply Sirona might have an interest, particularly if you discover them using your Dentsply Sirona position, information or property.

Get approval from Dentsply Sirona's Legal organization before accepting positions with an outside business while you are a Dentsply Sirona employee.

Get your manager's approval when accepting not-for-profit board positions, particularly if the organization has a Dentsply Sirona relationship or might expect Dentsply Sirona financial or other support.



# Data Privacy, Protection & Cyber Security



[Click Here for more information](#)

Many countries across the world regulate the collection and use of personal data (which can include individuals' names, contact details and health status). It is our responsibility as a company to ensure the safety and confidentiality of the personal data that we process of e.g. our customers, business partners, employees and patients – in other words; the personal data of whomever we have been entrusted.

Dentsply Sirona is committed to collecting, using, retaining and disclosing personal data in a fair, transparent and secure way. We must consider the privacy risks before we collect, use, retain, or disclose personal data, such as in a new system or part of a project. We must be open with individuals about how we use their personal data, with whom we share it and where it may be sent. Once we no longer have a business need for the personal data, it must be destroyed in accordance with our legal obligations and company retention policies.



Always keep in mind that we only collect personal data that we really need and remember to use the personal data solely for the purpose of which is what originally collected. Personal data has to be kept safe at all times, so it does not fall into the wrong hands and be particularly careful when collecting and processing personal data of sensitive nature (such as patient data and health related data of employees).

Adhering to our information security and cybersecurity practices is an ethical obligation, and we must use company email, applications, and accounts responsibly. Always strive to ensure that our processes to protect our networks, computers, programs, and data from unauthorized access are followed. Not doing so could lead to fines and sanctions against the company.

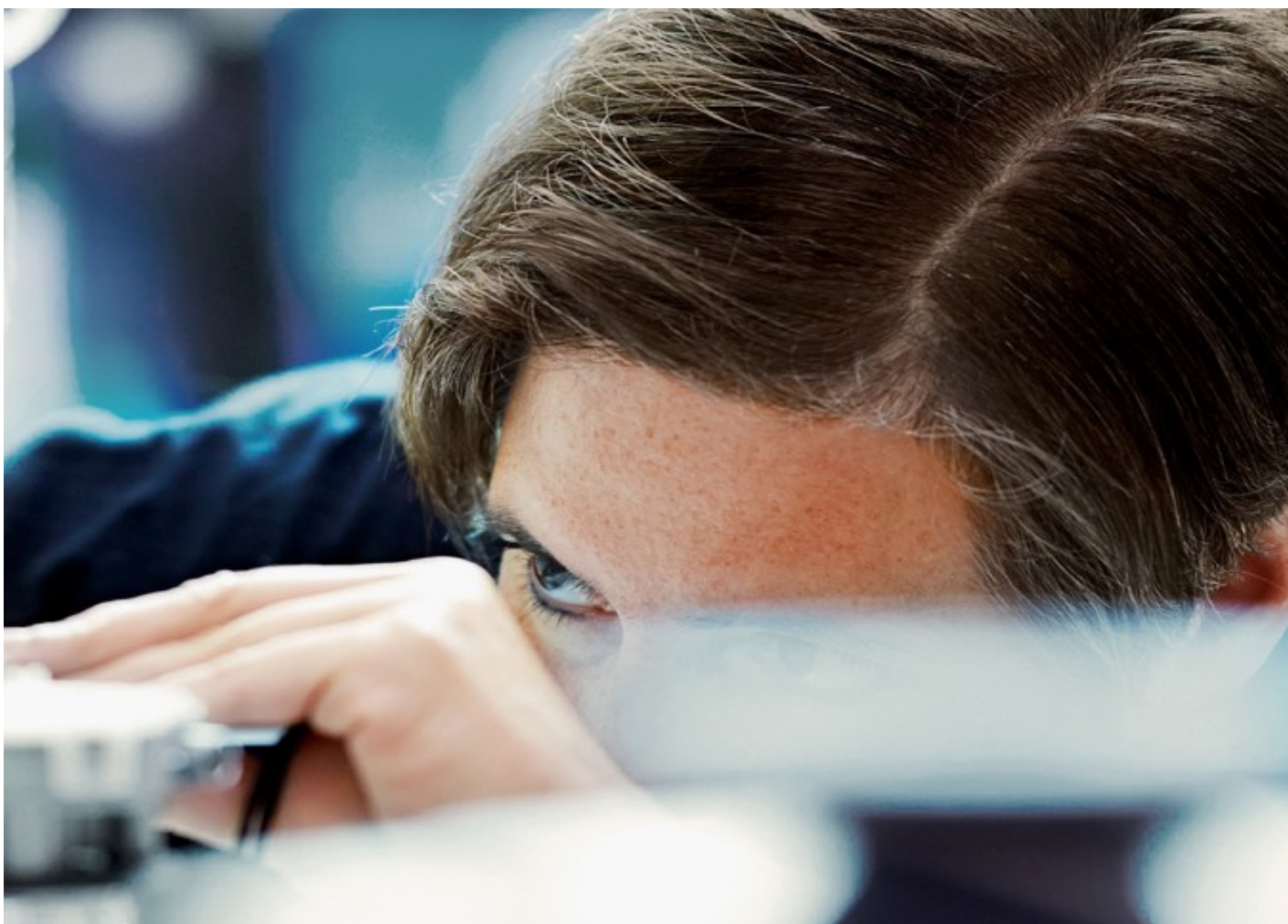
[Links to:](#)

[Internal Data Privacy Policy](#)

[Data GDPR Guidelines](#)

[External Data Privacy Statement](#)





# Transparency



The United States Patient Protection and Affordable Health Care Act (the "Affordable Care Act") includes a section entitled "Transparency Reports and Reporting of Physician Ownership or Investment Interests," also referred to as Physician Payments Sunshine Act (PPSA). To facilitate compliance with the PPSA portion of the Affordable Care Act, the federal "Open Payments Program" was enacted ("Open Payments"). Open Payments is intended to increase transparency with respect to financial relationships that physicians, dentists, and teaching hospitals have with drug and medical device manufacturers. Open Payments requires pharmaceutical, medical device, biological and medical supply manufacturers to report to the Centers for Medicare & Medicaid Services any "payment or other transfer of value" to "covered recipients".

[Click Here for more information](#)

The United States is not alone in its transparency reporting requirements and several countries go beyond these regulations and require pre-approval of business relationships such as speaker agreements and consultancy arrangements between medical device manufacturers and health-care professionals.

Links to:

[Ethical Customer Interaction Policy](#)

[Open Payments Guideline](#)



# Environmental Health & Safety



Protecting the health and safety of our people and operating in an environmentally responsible manner is a cornerstone of our business. Dentsply Sirona views this simply as “the right thing to do – for our employees, partner communities, patients and customers.”

Our Leadership is committed to support and achieve continuous EHS improvement through a culture of accountability and operational discipline at all levels. We strive to firmly integrate this focus into all our global operations.

Our EHS program is established to:

- Educate, motivate and support our people to operate safely and protect our environment,
- Fulfill all applicable EHS regulatory compliance requirements, and
- Support the sustainability of our customers, our patients, our communities and our company.

Dentsply Sirona does not tolerate acts or threats of violence. If you see or hear of possible threats of violence it is important that you speak up immediately by contacting your manager, a member of the HR and/or Legal departments, or the Dentsply Sirona Ethics Hotline.

The company is committed to promoting a healthy workplace environment that enables you to perform your duties at your highest ability. Using and distributing alcohol or illegal drugs at work is prohibited by Dentsply Sirona. There could be instances where drinking alcoholic beverages while conducting business on behalf of the company is permitted. In these circumstances, we would encourage you to comply with all laws and company policies and principles, and always exercise good judgment.



# Dentsply Sirona in the World Community

Dentsply Sirona actively supports fair employment practices which do more than keep Dentsply Sirona in compliance with applicable labor and employment laws, they contribute to a culture of mutual respect and unquestionable integrity. Dentsply Sirona Inc. is an equal opportunity employer.



Dentsply Sirona's commitment to equal opportunity employment applies to all decisions about recruitment, hiring, compensation, benefits, transfers, promotions, training, social programs, redundancies and any other conditions of employment except where there is a bona fide occupational qualification.

Dentsply Sirona does not tolerate unlawful harassment or any mistreatment by or of workers (including individual contributors, managers, and contingent workers), guests, clients, or vendors in the workplace or in a work-related situation on the basis of sex, race, color, nationality, ethnic or national origin, ancestry, citizenship, religion (or belief, where applicable), age, physical or mental disability, medical condition, sexual orientation,



veteran status, marital status, genetic information or characteristics (or those of a family member), or any other category protected under applicable federal, state, or local law. If you suspect harassment, discrimination, or retaliation (as described in our Prohibition on Harassment Policy) has occurred, you are encouraged, and managers are required, to promptly provide a written or oral complaint to an HR Business Partner, Corporate HR or to our Whistleblower Hotline. Please refer to our full Prohibition on Harassment Policy.

In line with the UN International Labor Organization's declaration on Fundamental Principles and Rights at Work, we support freedom of association and the effective recognition of the right to collective bargaining, the elimination of forced or compulsory labor, the abolition of child labor and the elimination of discrimination in respect of employment. We are committed to supporting the UK Modern Slavery Act of 2015, the California Transparency in Supply Chain Act, the Australian Modern Slavery Act and the New South Wales Modern Slavery Act along with the global effort to combat slavery and human trafficking.

[Links to:](#)

[Third Party Supplier Compliance](#)

[UK Modern Slavery and California Attestation](#)



Dentsply Sirona reserves the right to make updates to the Code of Ethics and Business Conduct as needed to reflect changes in local and international laws or Dentsply Sirona policies except where prohibited by law or contractual rights.

