

Adopted by action of the Board of Directors Effective: April 1, 2009

TERUMO AMERICAS HOLDING CORPORATION
AND
TMC, TCVS, TLAC, THI AND MICROVENTION
COMPREHENSIVE CORPORATE COMPLIANCE PROGRAM

PURPOSE OF THIS PROGRAM

The Policies in this Comprehensive Compliance Program shall be a part of and implement the SAKURA Rules and will enable all direct and indirect subsidiaries of Terumo Americas Holding Corporation (“TAH”), to ethically and legally promote our products and to avoid activities that may be viewed as improper inducements to increase the purchase or use of products. All references to “Company,” “we,” “us” or “our” refer to TAH and/or the TAH subsidiary by which you are employed, including Terumo Medical Corporation, Terumo Cardiovascular Systems Corporation, Terumo Latin America Corporation, Terumo Heart, Inc. and Microvention, Inc. (collectively hereinafter “Terumo America” and each a “Terumo America Company”). All references to “employees,” “you,” or “your” refer to all Terumo America Company officers, directors, associates, employees, agents, representatives and consultants. Compliance with the requirements of this Comprehensive Corporate Compliance Program shall be confirmed at least annually by the TAH internal auditor as well as the Internal Control Committee of Terumo Corporation (“ICC”).

The attached Code of Ethics on Interactions with Health Care Professionals and Code of Corporate Conduct, which are an integral part of this Compliance Program, should be used by you as a daily reference tool. If you have questions about this Compliance Program, or our policies in general, do not hesitate to contact your supervisor, the Company Compliance Officer, Compliance Committee, Human Resources, or Company Chief Executive Officer for clarification. If your concern involves any of these Company contacts or senior management, you may direct your questions of concern to the TAH Corporate Compliance Officer. If you would like to register a complaint on a confidential basis you can call the Terumo Global Compliance Hotline number at 866-482-5514 or file a report on the website at https://www.integrity-helpline.com/terumo_americas.jsp. The Global Compliance Hotline is independently staffed by an outside entity. The identity of the Compliance Officer, members of the Compliance Committee and TAH Corporate Compliance Officer will be made available to all Associates. The Compliance Committee shall be comprised of the designated Compliance Officer, a representative from Human Resources, Finance, Marketing and the Company Chief Executive or his/her designate.

We are committed to complying with all applicable laws governing the sale and marketing of, and price reporting for, our products, and to maintaining the privacy of patient health information. Failure to comply with the legal requirements referenced in this Compliance Program can subject you and/or the Company to criminal and civil penalties, money damages and regulatory sanctions, including exclusion of the Company from government reimbursement programs such as Medicare and Medicaid. In addition, failure to comply with this Compliance Program can subject you to disciplinary action by the Company, which may include, but is not limited to, demotion or termination of your relationship with the Company.

FUNDAMENTAL GUIDELINES

INDEPENDENT JUDGMENT OF HEALTH CARE PROFESSIONALS

Your interactions with health care professionals should serve to benefit patients and to enhance the practice of medicine by providing Company-approved scientific, economic and educational information about our products. The independent judgment of health care professionals must be respected at all times. You must avoid even the appearance of interfering with any health care professional's clinical use decisions or improperly inducing purchasing decisions. "Health care professionals" includes all individuals and entities involved in the product purchase decision, including persons licensed by state law to prescribe drugs for patients, medical students, members of a drug formulary committee, office and hospital staff, governmental agencies and group purchasing entities.

ANTI-KICKBACK LAWS

The purpose of the "anti-kickback" laws is to prevent improper inducements to health care professionals that could result in the referral of business reimbursable under Federal or State health care programs. The "anti-kickback" laws generally make it illegal to offer remuneration or payment of any kind, direct or indirect, if any one purpose of the remuneration or payment is to encourage or reward the prescribing or purchase of any reimbursable product. Remuneration can be almost anything of value, including grants, referral fees, cash, frequent flier miles, lottery tickets, entertainment or gifts. There are a limited number of exceptions (or "safe harbors") to the anti-kickback laws that allow us to offer certain price concessions to customers without violating the law. Please contact the Compliance Officer for a more comprehensive explanation of the "anti-kickback" laws or if you have any questions regarding their application.

ADMINISTRATION

ADMINISTRATION OF THE COMPLIANCE PROGRAM

TAH and the Boards of Directors (the "Board") and management of all Terumo America companies are committed to upholding the standards contained in this Compliance Program and, who together with each Compliance Officer and Compliance Committee will oversee each Company's implementation and administration of this Compliance Program. TAH in consultation with each Company management team, Compliance Officer and Compliance Committee are responsible for ensuring that these standards are reviewed and updated as appropriate to reflect changes in the legal and regulatory framework applicable to Terumo America, the business practices within our industry as well as each Company's own business practices, and the prevailing ethical standards of the communities in which we operate.

The Compliance Officer, who reports to the President of TAH, is initially responsible for providing interpretive guidance in applying these policies to specific situations and for generally overseeing implementation and enforcement of the policies set forth in this Compliance Program. In addition to leading by example, the Chief Executive Officer of each Company, the Compliance Committee and other members of senior management will lend their full support to the efforts of the Compliance Officer in this regard. Furthermore, the Compliance Officer is required to report to ICC material activities from time to time and is required to report promptly should any Serious Issues within the meaning of the Terumo Group Internal Control Regulations occur.

We recognize that rapid changes in business and its regulatory framework constantly pose new ethical and legal considerations. No set of guidelines, therefore, should be considered the absolute last word under all circumstances. We encourage you to consult with your supervisor, the Compliance Officer, Compliance Committee members, the Chief Executive Officer, other members of senior management, or the TAH Corporate Compliance Officer, if you have any doubt as to the proper course of action under this Compliance Program. We are committed to an open and constructive environment in which compliance with this Compliance Program, all applicable laws, rules and regulations and each Company's best interests are paramount. A shared willingness to raise concerns in good faith is essential to such an environment. We are confident each of you shares our sense of determination in this regard.

TRAINING

Proper education of each Terumo America Company's associates and agents is critical for maintaining compliance with the laws and regulations affecting each Company. The Compliance Officer, with the oversight of TAH and support of the Compliance Committee, will work to implement training programs upon the adoption of this Compliance Program with re-fresher training on at least an annual basis thereafter. Such training shall include all Associates and other agents of each Company that have direct or indirect contact with health care professionals, whether or not such Associates or agents are involved in sales or marketing functions. Associates with more direct involvement with sales and marketing to health care professionals may receive more intensive, specialized training.

Each Compliance Officer shall maintain records of training, which shall be available to management, including Human Resources, to aid in the periodic evaluation of this Compliance Program and the employees participating in the training.

REPORTING VIOLATIONS OF THE COMPLIANCE PROGRAM

It is the responsibility of each of us to maintain this Compliance Program. We are all required to assist the Compliance Officer and management in ensuring adherence by everyone with this Compliance Program. Whenever you have information regarding any possible violation that has taken place, is taking place, or is anticipated to take place, you shall promptly report that information consistent with this Compliance Program. TAH and each Company will not tolerate any retaliation for any reason against you or anyone who has reported a suspected violation or concern in good faith. We will use every reasonable effort to protect the identity of those making reports to the extent possible consistent with applicable law and the need to conduct an adequate investigation.

Whenever you have information regarding any possible violation or developing violation, you should first consider bringing such information to an immediate supervisor, Human Resources, the Compliance Officer, a Compliance Committee member or the Chief Executive Officer, as appropriate. Management is committed to and responsible for maintaining a workplace environment that encourages and solicits frank and open communication regarding compliance. However, if you do not feel comfortable bringing such information to Company management or the Compliance Officer, or if the possible violation involves the activities of Company management, you may report the information directly to the TAH Corporate Compliance Officer or through the Global Compliance Hot-Line.

We encourage anyone who reports information to identify themselves when making such a report in order to facilitate the investigation of the possible violations, but it is not required. The Compliance Officer and management will use every reasonable effort to protect the confidentiality of the identities of persons reporting information consistent with the need to perform an adequate investigation of any reported matter. You may also report information directly and confidentially on an anonymous basis, by:

- Submitting the information by calling the Global Compliance Hotline number at 866-482-5514 or by filing a report on the Terumo Global Compliance website at https://www.integrity-helpline.com/terumo_americas.jsp.
- Submitting the information to the attention of the Compliance Officer or one of the members of the Compliance Committee, as applicable, in writing.
- Submitting the information to the attention of the TAH Corporate Compliance Officer in writing at the following address:

Terumo Americas Holding Corporation
2101 Cottontail Lane
Somerset, New Jersey 08873

Each Associate is obligated to cooperate fully with investigations of possible violations of this Compliance Program. Any Associate who has information relevant to an investigation of possible violations of this Compliance Program must not discuss or disclose such information to any person not authorized by the Compliance Officer or the Compliance Committee, except as may be required by law or for the purpose of obtaining legal advice.

TREATMENT OF REPORTED VIOLATIONS

All reported possible violations will be forwarded to the Compliance Officer for recordation in the log as provided below. Upon receipt of a reported possible violation, the Compliance Officer will, when possible, acknowledge receipt of the report to the sender, unless the reported violation has been submitted anonymously.

Possible violations of the Compliance Program will be investigated and reviewed under the direction of Compliance Officer with oversight by the Compliance Committee or such other person(s) as each Company or TAH determines to be appropriate under the circumstances.

Prompt and appropriate corrective action will be taken when and as warranted in the judgment of the Compliance Officer under the oversight of the Compliance Committee to ensure consistent enforcement of this Compliance Program. All violations of this Compliance Program and the proposed corrective action to be taken will be promptly reported to the President of TAH and the TAH Corporate Compliance Officer. Such action shall be reasonably designed to deter wrongdoing and to promote accountability for adherence to this Compliance Program. Except as prohibited by applicable law, appropriate corrective action may include, among other things, written notice of violations, censure, demotion or reassignment, suspension (with or without pay/benefits) and/or termination of the individual's employment. In determining what action is appropriate in a particular case, the Compliance Officer under the oversight of the Compliance Committee shall take into account all information, he or she deems relevant, which may include the nature and severity of the

violation, whether the violation was a single occurrence or repeated occurrences, whether the violation appears to have been intentional or inadvertent, whether the individual in question has been advised prior to the violation as to the proper course of action and whether or not the individual in question had committed other violations in the past.

The Compliance Officer will maintain a log of all reported violations, tracking their receipt, investigation and resolution and shall prepare a periodic summary reporting thereof for the President of TAH, the Compliance Committee and Company management. Copies of reported violations and such log will be maintained in accordance with the Company's document retention policy.

All confirmed violations of this Compliance Program will be reported to federal and state authorities as required by and in accordance with applicable law or regulation.

MONITORING AND PERIODIC REVIEW

TAH and the Corporate Compliance Officer, with the assistance of the Compliance Officer, the Compliance Committee and each Company Chief Executive Officer shall monitor the implementation and administration of the Compliance Program. Such oversight shall include the review of operations of each Company and developments in our industry to identify new and emerging risk factors for each Company in its relationships with health care professionals. The Compliance Officer will report at least annually to the President of TAH, the Compliance Committee, each Company Chief Executive Officer and ICC on the status of the Compliance Program, including its implementation and an assessment as to its effectiveness and any areas that need improvement or any changes that can be made to improve compliance. Your comments and suggestions on this Compliance Program and how we can improve compliance are welcome. The TAH Internal Auditor shall monitor each Terumo America Company's adherence to this Compliance Program and report the results of its monitoring activities to Internal Audit Department of Terumo Corporation. The Compliance Officer shall provide any information reasonably requested by the TAH Internal Auditor.
