

# VOCERA COMMUNICATIONS, INC. WHISTLEBLOWER POLICY

THIS POLICY WAS APPROVED BY THE BOARD ON OCTOBER 28, 2020.

## PURPOSE

Vocera Communications, Inc. (the “*Company*”) is committed to the highest standards of ethics, integrity, and accountability and to complying with applicable laws, rules, and regulations related to our business. You are required to perform your duties and responsibilities with honesty and integrity and to comply with all applicable laws, rules, and regulations. We also are committed to maintaining an open, communicative, and collaborative workplace. To achieve these objectives, we expect you to report internally any concerns you might have about activity that may be unlawful or that otherwise violates our policies so that we may investigate and resolve potential violations as quickly and efficiently as possible. You may do so without fear of reprisal.

Accordingly, we have established this Whistleblower Policy (“*Policy*”) to report complaints related to violation of our company policies or the law. You are encouraged to use the guidance provided by this Policy to report all known and suspected improper activities. This Policy is designed to provide you with a confidential or anonymous method for reporting any improper activities.

## PERSONS COVERED BY THIS POLICY

This Policy applies to our employees, contractors, consultants and members of our Board of Directors (“*Board*”).

## WHAT THIS POLICY COVERS

We ask that you follow this Policy to report good faith concerns regarding perceived inappropriate activity relating to any of the following:

1. laws, governmental rules and regulations;
2. accounting, internal accounting controls and auditing matters; or
3. any Company policies (including our Code of Business Conduct and Ethics).

Keep in mind that your reporting obligation includes complaints or reports you might receive from people outside of the Company and complaints regarding third parties who provide services to us.

## REPORTING VIOLATIONS

If you believe that any violation has occurred or is occurring or if you have a good faith concern regarding conduct that you reasonably believe may be a violation, you are required promptly to take one or more of the following steps:

1. Report the known or suspected violation to your manager and/or supervisor.
2. If you are uncomfortable speaking with your manager or supervisor, if you believe your manager or supervisor has not properly handled your concern or if

you believe your manager or supervisor is involved in the violation, contact our General Counsel, who is serving as our Compliance Officer, at ComplianceOfficer@Vocera.com.

3. If you do not believe your concern is being addressed adequately or if you are not comfortable discussing the suspected violation directly with any of your supervisors, managers or our General Counsel, you may report the known or suspected violation confidentially and anonymously by:
  - Calling our compliance hotline toll-free at 1-855-835-8272 and filing a report with an EthicsPoint intake specialist available 24 x 7;
  - Submitting a report using the EthicsPoint Helpline website at <https://secure.ethicspoint.com/domain/media/en/gui/34335/index.html>; or
  - Emailing to LawDepartment@Vocera.com or ComplianceOfficer@Vocera.com.

If you report using the above procedures, your report will automatically be directed to our General Counsel and to others supporting our General Counsel. Our General Counsel will provide periodic reports to the Chair of the Audit Committee (“*Audit Committee*”) of our Board.

If you report a suspected violation, you are encouraged to provide as much detail as possible regarding the subject matter of the complaint or concern, including where and when the act or incident occurred, names and titles of the individuals involved, and any other relevant details. Our ability to investigate will be largely dependent on the quality and specificity of such information. The General Counsel will be responsible for reviewing, or overseeing the review of, any report from any source of a suspected

violation. Our General Counsel will notify the sender and acknowledge receipt of the report, unless the report was submitted anonymously.

If you wish to report a matter directly to our Audit Committee, you may use the process above and indicate that the report should be delivered directly to the Audit Committee. To do so, you may send a letter addressed to the Company’s corporate headquarters marked **Attention: Audit Committee**. The Audit Committee will take whatever steps it deems necessary to respond to a report it receives, including determining whether to refer the matter to our General Counsel for investigation.

## **WE DO NOT RETALIATE AGAINST WHISTLEBLOWERS**

It is against Company policy and, in many jurisdictions, unlawful for anyone intentionally to retaliate against any person who provides truthful information to a law enforcement or regulatory official concerning such person’s reasonable good faith belief that a possible violation of any federal, state, or foreign law has occurred. We do not permit any form of intimidation or retaliation by any employee, contractor, subcontractor, or agent of the Company against you because of any lawful act done to:

1. provide information or otherwise assist in an investigation of conduct you reasonably believe is a violation of any law, rule, regulation, Company policy or to participate in any proceeding related to such violations; or
2. testify, participate in or otherwise assist in a proceeding filed or to be filed relating to a violation of any law, rule or regulation.

Examples of prohibited retaliation include firing, demotion, suspension, threats, harassment or any other manner of discrimination with respect to the terms or conditions of employment based on your lawful actions with respect to a good faith report or cooperation or assistance with an investigation conducted by the Company. Anyone who retaliates against someone who has reported a suspected violation in good faith may be subject to discipline, up to and including termination.

### **WE ENDEAVOR TO MAINTAIN CONFIDENTIALITY**

If you report a suspected violation in good faith and are not engaged in the questionable conduct, we will attempt to keep our discussions and actions confidential to the greatest extent possible consistent with conducting an effective investigation and in compliance with applicable laws and regulations governing employee privacy. All reports and records associated with complaints or reports made under this Policy in good faith are considered company confidential information and access will be restricted to members of our Board, our internal and external legal counsel, and others involved in investigating a complaint or report under this Policy. Access to reports and records may be granted to other parties at the discretion of our General Counsel. Although we cannot guarantee confidentiality in all circumstances, in no event will there be any retaliation for good faith complaints.

### **INVESTIGATION**

You may not independently conduct your own investigation into any suspected violations; instead, you should make your complaint or report according to the procedures in this Policy. Our Audit Committee or General Counsel, as appropriate, will review all complaints and reports of suspected violations, and will coordinate the investigation and resolution of all such complaints and reports and ensure that corrective action, as necessary and appropriate, is taken.