

As a public company, it is critical that Natus Medical Incorporated's ("Natus" or "Company") filings with the U.S. Securities and Exchange Commission and other financial disclosures to the public are completed accurately and timely. Natus' Board of Directors has adopted this Code of Ethics for Financial Officers for the Company' Directors, Officers and all members of the Finance Department ("Financial Officers").

All Financial Officers shall be responsible for complying with this Code. Depending on their position, these Financial Officers may be called upon to provide information to assure that the Company's public reports are complete, fair, and understandable. Financial Officers shall take this responsibility seriously and promptly provide accurate answers to inquiries related to public disclosure requirements. Any Financial Officer who violates this Code may be subject to disciplinary action, up to and including immediate termination of employment.

All Financial Officers shall ensure that a culture exists throughout Natus that ensures the fair, accurate, comprehensive, and timely reporting of financial results. All Financial Officers are bound by the following principles:

- A. Act with honesty and integrity, avoiding actual or apparent conflicts of interest in personal and professional relationships;
- B. Maintain skills important and relevant to one's role/responsibilities including maintenance of professional credentials, if applicable;
- C. Provide information that is accurate, complete, objective, relevant, timely and understandable to ensure proper disclosure in reports and documents that Natus files with, or submits to, government agencies and in other public communications;
- D. Comply with the spirit of and intent of all applicable governmental laws, rules and regulations, and acquire appropriate knowledge of such, relating to Natus' duties, sufficient to recognize potential dangers and distinguish when to seek legal advice from legal counsel;
- E. Act in good faith, responsibly, with due care, competence and diligence, without misrepresenting material facts or allowing one's independent judgment to be subordinated;
- F. Undertake not to improperly influence, coerce, manipulate or mislead, directly or indirectly through other persons or means, the internal auditors or the independent auditors during the course of such auditors' examination or review
- G. Respect the confidentiality of information acquired in the course of one's work except when authorized or otherwise legally obligated to disclose. Confidential information acquired in the course of one's work will not be used for personal advantage;
- H. Proactively promote and be an example of ethical behavior as a responsible partner among peers in the work environment;
- I. Make responsible use of and control over all assets and resources employed in the course of work responsibilities or entrusted by Natus;
- J. Address actual or apparent conflicts of interest between personal and professional relationships by disclosing to their manager and appropriate Legal or Compliance Officer any material transaction or relationship that reasonably could be expected to give rise to such a conflict, including but not

limited to those with Company's customers, suppliers, business associates, and employees with whom they work and/or support; and

- K. Promptly report to management or the NAVEX Ethics Point Hotline any conduct believed to be a violation of law or business ethics or of any provision of this Code, including any transaction or relationship that reasonably could be expected to give rise to such a conflict.

### **FULL, FAIR, ACCURATE AND TIMELY DISCLOSURE**

Natus is committed to providing its investors with full, fair, accurate, and timely disclosure in reports filed with the U.S. Securities and Exchange Commission and otherwise communicated to the public. To this end, Financial Officers shall:

- A. Not make false or misleading entries in Company books and records for any reason;
- B. Not condone any undisclosed or unrecorded bank accounts or assets established for any purpose;
- C. Comply with generally accepted accounting principles at all times;
- D. Notify the Chief Financial Officer and/or VP of Finance if there is an unreported transaction;
- E. Maintain a system of internal accounting controls that will provide reasonable assurances to management that all transactions are properly recorded;
- F. Maintain books and records that accurately and fairly reflect Company transactions;
- G. Prohibit the establishment of any undisclosed or unrecorded funds or assets;
- H. Maintain a system of disclosure controls that will provide reasonable assurances to management that material information about Natus is made known to management, particularly during the periods in which periodic reports are being prepared;
- I. Present information in a clear and orderly manner and avoid the use of unnecessary legal and financial language in periodic reports; and
- J. Not communicate to the public any material non-public information except through the Chief Financial Officer or Chief Executive Officer, or as directed or approved by said individuals.

The Chief Executive Officer or the Chief Financial Officer must promptly report to the Audit Committee of the Board of Directors any matters that could materially compromise the integrity of the Natus' financial reports, including but not limited to deficiencies in internal controls over financial reporting or disagreements with respect to any material accounting matter. The Audit Committee of the Board of Directors will address all such reports in a manner consistent with its Charter.

### **LOANS**

Natus shall not make any loans to Natus Financial Officers unless the Board of Directors approves them. This policy does not apply to loans to independent distributors that are made under a written agreement made in the ordinary course of business. No Natus Financial Officers shall solicit a loan from a subordinate or accept a loan from a subordinate.

## QUESTIONS AND REPORTING VIOLATIONS OF THE CODE

Finance Officers must promptly report any known or suspected violation of the Code or any other matters that would compromise the integrity of the Company's financial statements. If a Financial Officer is unsure about the appropriateness of an event or action, or if there are questions about a financial transaction or issue, he or she should seek assistance in interpreting the requirements of this Code by contacting Natus' General Counsel.

When practical, Financial Officer should discuss their concerns with their direct supervisor first. If the Financial Officer does not feel comfortable reporting to the concern to their supervisor they may file an anonymous report to Natus' independent ethics and compliance reporting system, NAVEX EthicsPoint:

- By telephone at (844) 319-1609 in Canada and the United States; or
- By web-based form located at [natus.ethicspoint.com](http://natus.ethicspoint.com)

Reports received through NAVEX EthicsPoint for violations of this code will be reported to and investigated by Natus management independent from the subject of the report.

**Natus will not allow any retaliation, harassment, threat, demotion, discharge, or any other adverse action against any person who acts in good faith in reporting any violation of this Code.**

## WAIVER AND AMENDMENT

Natus is committed to continuously reviewing and updating our policies and procedures. Therefore, this Code is subject to modification. Any amendment or waiver of any provision of this Code must be approved in writing by the Audit Committee of the Board of Directors and will be immediately communicated to you.