



2024

Code of Conduct

Our principles of ethics and integrity

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Colleagues,

There are two key principles that must guide every decision we make at Devoted:

- **Treat every member like family.**
- **Stay hypercompliant with the letter and spirit of the law.**

It is crucial that everyone in the Company understands and adheres to these principles. The purpose of this Code of Conduct is to spell out in more detail how these principles apply to our day-to-day activities. If you are ever in doubt, ask your manager or our Compliance team. Thank you for taking this seriously!

Sincerely,



Ed Park
Chief Executive Officer





Our Code of Conduct

What is the Code of Conduct?

The Code of Conduct provides guidance to all of us here at Devoted and assists us in carrying out our daily activities within appropriate ethical and legal standards. These obligations apply to each of us and our relationships with members, providers, vendors, patients, brokers, consultants, and one another.

The Code of Conduct is a critical component of our overall Ethics and Compliance Program. We have developed the Code of Conduct to ensure that we meet our ethical standards and comply with applicable laws and regulations. The Code of Conduct is intended to be comprehensive and easily understood. In some instances, the Code of Conduct is supplemented with a link to a policy to provide you with additional guidance and information. Please make sure you read the associated policies. At Devoted, we have developed a comprehensive set of compliance policies and procedures, which may be accessed in Orinoco. Those policies expand upon or supplement many of the principles articulated in this Code of Conduct. The standards set forth in the Code of Conduct are mandatory and must be followed.



Please make sure you read the associated policies. At Devoted, we have developed a comprehensive set of compliance policies and procedures, which may be accessed in Orinoco.

→ Company policies

CHIEF COMPLIANCE OFFICER

Shannon O’Kane

Our Chief Compliance Officer, Shannon O’Kane, is responsible for oversight and implementation of the Devoted Compliance Program. The key components of the Program include this Code of Conduct, policies, training, communications, auditing, monitoring, and remediation of wrongdoing. The Chief Compliance Officer provides regular reports to the Audit and Compliance Committee of the Board of Directors regarding the overall status of the Compliance Program.

 **sokane@devoted.com**



Our mission

Our mission

At Devoted, our mission as an all-in-one healthcare company is to dramatically improve the health and well-being of older Americans by caring for every person like family. In order to accomplish that mission, we work collaboratively with members, their families, healthcare decision makers, caregivers, and providers to break down barriers to accessing comprehensive healthcare. Our focus is on coordinating care for Medicare- and/or Medicaid-eligible populations, working with our members to address their long- and short-term healthcare needs and improving their overall health and quality of life. This Code of Conduct guides us in how we perform our day-to-day work to ensure that we meet our mission and goals and — most importantly — care for each of our members like family.

Our principles

We believe in doing the right thing (acting ethically and with integrity) at all times and strive to be a paragon of hypercompliance with the letter and spirit of the law. Our values inform our decisions and help us to maintain the trust of all of our stakeholders. We must uphold Devoted's reputation as an ethical, legal, and compliant company and continue to have the trust and respect of the regulatory agencies we are contracted with to provide care to our members.

Violations of the Code of Conduct

Every Devoted employee, officer, director, and contractor must act with integrity in everything they do. Acting with integrity begins with understanding and abiding by laws, regulations, Company policies, and contractual obligations. Devoted's Board of Directors has adopted this Code of Conduct — which applies to all employees, officers, directors, and contractors — to provide guidelines for our decision making and behavior. This Code of Conduct is a core element of the Company's Compliance Program. Failure to follow the Code of Conduct or violations of laws and regulations that apply to Devoted may result in serious consequences for both Devoted and the individual(s) responsible for wrongdoing, including, but not limited to:

- Disciplinary action, up to and including termination of employment;
- Civil monetary penalties; and
- Criminal prosecution.

In addition to disciplinary and enforcement actions, wrongdoing can seriously damage Devoted's reputation in the community and impact our ability to conduct business. The U.S. Department of Justice, the U.S. Department of Health and Human Services Office of Inspector General (HHS OIG), State Attorneys General, and various other state and federal enforcement agencies continue to focus on both corporate and individual accountability.

Know the rules

One of the purposes of Devoted's Compliance Program is to educate our employees about our obligations under the law. Devoted is subject to a variety of laws and regulations that address such requirements as licensure, accuracy in records, privacy and confidentiality concerns, employment, and other local, state, and federal requirements. We all must be knowledgeable about and comply with the laws, rules, regulations, and sub-regulatory guidance that apply to our job responsibilities. Examples of such laws include, but are not limited to:

- Applicable state laws and contractual commitments;
- Federal False Claims Act: prohibits knowingly presenting (or causing to be presented) to the federal government a false or fraudulent claim for payment or approval;
- Anti-Kickback Statute: provides criminal penalties for individuals or entities that knowingly and willfully offer, pay, solicit, or receive remuneration to induce or reward business payable (or reimbursable) under the Medicare or other Federal healthcare programs;
- Health Insurance Portability and Accountability Act (HIPAA);
- Regulations relating to CMS, Medicare, Medicaid, and Medicare Advantage, such as 42 C.F.R. § 400, 403, 411, 417, 422, 423, 1001 and 1003;
- Regulatory guidance promulgated by the Centers for Medicare & Medicaid Services (CMS), including requirements in the Medicare Managed Care Manual (MMCM) and the Prescription Drug Benefit Manual (PDBM), as well as all other policy guidance.

In addition, we make this Code of Conduct and all Company policies available to all employees in Orinoco.

You are also required to complete annual Compliance training, Privacy training, and Fraud, Waste and Abuse (FWA) training; as well as any specialized training in your department or area.



You are responsible for knowing these policies and the Code of Conduct. Your knowledge of these rules and standards protects you and the Company.

→ Company policies

Reporting concerns/getting advice

The best starting point for resolving concerns, reporting suspected violations, or getting advice on ethics-related issues is usually your manager; however, there are times when you may want or need to directly contact Compliance, Legal, Human Resources, IT security, and/or our Privacy Office. You may also contact our Compliance Hotline.

All reported concerns are taken very seriously. Each allegation will be investigated and, if substantiated, resolved through appropriate corrective action and/or discipline. Compliance, along with support from Legal and Human Resources, will investigate all reported allegations of noncompliance with this Code of Conduct and/or any reported allegations of FWA. Reported information security concerns, violations of HIPAA, and/or potential cybersecurity incidents will also be investigated in collaboration with the Company's Privacy Officer and/or Security Officer.

Sometimes you might not have all of the information or facts about a potential concern or violation, but if something doesn't look right — say something. Every reported complaint will be investigated appropriately, promptly, and with as much confidentiality as possible. If you are asked to provide information as part of an investigation, you have a duty to provide prompt, complete, accurate, and truthful responses. Reporting allegations of noncompliance in bad faith; providing false, inaccurate, or intentionally misleading information in response to an investigation or inquiry; or refusing to participate in an inquiry or investigation would be considered a compliance violation and may result in corrective action and/or discipline.

How you can report concerns and get advice

At Devoted, we want to hear about any potential violations. Every officer, director, employee, and contractor has an obligation to report in good faith any concerns about a potential breach of the Code of Conduct, compliance concern (including, but not limited to, privacy- and security-related matters), conflicts of interest, and/or potential fraud, waste, and abuse (FWA) without fear of retaliation. We are a company built on openness and trust.

There are several ways to report your compliance concerns

(You can remain anonymous):



Call our hotline

(855) 292-7485



Online portal

devotedhealthcompliance.com



Report directly to the Medicare Compliance Officer – Shannon O’Kane

sokane@devoted.com



Report to the Compliance Office

compliance@devoted.com



Report directly to Human Resources

people@devoted.com



Report directly to the Chief Legal & External Affairs Officer – Mo Cowan

mcowan@devoted.com



Report to your Manager

How to communicate with the Compliance Team via Slack:



Public Channel

#~compliance



Team-Tag (All Compliance Team members will get a notification.)

@compliance

Reporting privacy or security events:

If you need to report a privacy or security concern, please submit a ticket to the respective team via the JIRA helpdesk. You can always find this link on the Devoted tab on your browser under “IT Helpdesk (IT, Privacy, Cybersecurity).”

→ [JIRA helpdesk](#)

Reporting conflicts of interest:

If you need to report a conflict of interest or have questions about a conflict of interest, submit to

✉ conflicts@devoted.com

Important resources to help with your questions:

→ [Employee resources](#)

→ [Compliance sharesite](#)



Questions and answers

Q

What types of concerns should I report?

Anything that you have a good faith belief that is violative of this Code of Conduct, including, but not limited to, any of the following areas:

- Violation of a law, regulation, or government or accreditation standard;
- Acceptance/offer of a gift(s) and/or entertainment from outside sources;
- Fraud, waste, and abuse;
- Improper disclosure of proprietary or confidential information;
- Accounting, auditing, and internal control irregularities;
- Retaliation for reporting a compliance issue;
- Falsification of reports, records, or files;
- Theft;
- Improper access, use, or disclosure of member information; and
- Any other violation of the Code of Conduct.

Q

What information should I provide in my report?

The following are general guidelines for the kind of information that you should provide when reporting a compliance issue or making an inquiry:

- Describe the situation and department, business area, etc.;
- Identify approximate dates when events occurred and name(s) of person(s) involved;
- Indicate whether you know about the circumstances from your direct observation or whether someone told you about it;
- Describe how the situation and events occurred; and
- Describe any relevant documents or documentation and where they are located.

Q**What factors are taken into account in determining disciplinary actions for violations of the Code of Conduct or Company policies?**

The following factors, among others, may be used to determine the appropriate disciplinary action for a violation of the Code of Conduct or other Company policies:

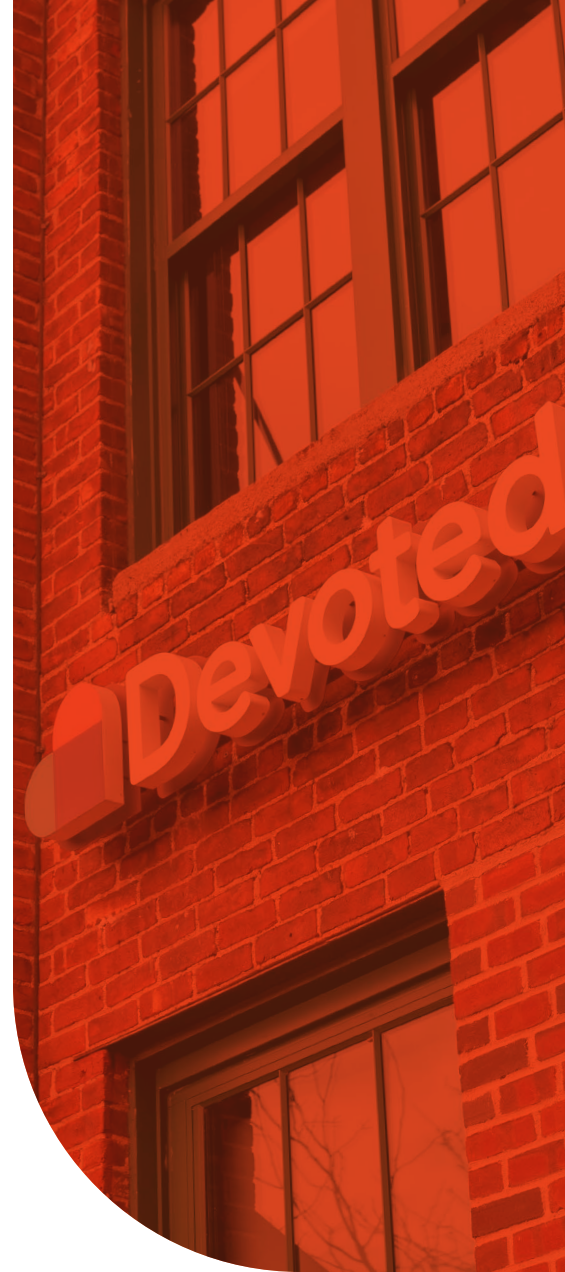
- The nature of the violation and the effects on the Company and its clients and members;
- The involvement of the employee in the violation, whether directly or indirectly;
- Whether the violation was willful or unintentional;
- Whether the violation represented an isolated occurrence or a pattern of conduct;
- Whether the employee in question reported the violation;
- The degree to which the employee cooperated with the Company's investigation and fully and truthfully responded to questions;
- If the violation was the failure to supervise another employee who violated the Code of Conduct (or related policies), the degree of the failure and lack of supervision;
- The disciplinary action previously imposed for similar violations; and
- The employee's past violations.

The Company will document the reasons supporting disciplinary actions taken for violations of the Code of Conduct and/or related Company policies.

Retaliation is prohibited

Since every employee has an obligation to report in good faith any concerns about a potential breach of the Code of Conduct, compliance concerns, potential Fraud, Waste, and Abuse (FWA), security breaches and alleged violations of law (e.g., HIPAA violations), they should be able to do so without fear of retaliation. We are a company built on openness and trust.

Accordingly, Devoted Health strictly prohibits and will not tolerate retaliation or retribution against any employee for reporting in good faith or for cooperating in any investigation. Retaliation or retribution for cooperating in or filing a complaint is illegal and is grounds for immediate termination. If you feel you have been retaliated against, you should promptly contact Human Resources, Legal, or Compliance.





What we stand for

What we stand for

At Devoted, we promote diversity, equity, and inclusion, respecting the rights of all individuals that we interact with in keeping with our mission and guiding principles.

Devoted is committed to a safe and supportive work environment in which all employees have the opportunity to participate and to contribute to the success of the business. We value diversity and collaboration. Individuals are respected for their skills, experience, and unique perspectives.

- We foster an inclusive workplace where all colleagues are valued and have the opportunity to reach their full potential. We believe this will not only lead to better healthcare for our members, but better results for Devoted too.
- We embrace diversity of all kinds — including in thought, experience, and style. Devoted strives to have our workforce reflect the diversity of our members.
- We provide equal employment opportunities with regard to hiring, compensation, promotion, classification, training, apprenticeship, referral for employment, and other terms of employment for all persons without regard to their classification.
- By fostering respect for everyone, we believe that positive bonds and affinity for each other will be built, resulting in a better work environment.



Devoted does not tolerate:

- Discrimination of any kind.
- Harassment of any kind in our workplace, including sexual harassment and bullying.
- Conduct that creates an intimidating, hostile, or offensive work environment.
- Retaliation of any kind. Every officer, director, employee, and contractor has an obligation to report in good faith any concerns about a potential breach of the Code of Conduct, compliance concern (including, but not limited to, privacy and security related matters), conflicts of interest, and/or potential Fraud, Waste, and Abuse (FWA) without fear of retaliation. We are a company built on openness and trust.

Harassment

can include, but is not limited to: Slurs, disparaging remarks, off-color jokes, insults, vulgar language, epithets, and teasing and displaying offensive, vulgar, suggestive, or obscene posters, symbols, cartoons, drawings, computer images, or emails.

Sexual harassment

can include, but is not limited to: Unwelcome propositions, demands, or advances of a sexual nature. Unwelcome physical contact such as hugging, kissing, grabbing, pinching, patting, massaging, or brushing up against someone. Inappropriate remarks about someone's body or appearance, sexual gestures or comments, or unwanted verbal or physical interactions of a sexual nature. Vulgar or obscene gestures, language, or comments.

Bullying

can include, but is not limited to: Humiliation, threats, acts of violence or intimidation, or abuse, aggressive behavior, teasing or practical jokes, pressuring someone to do something against their will. Threats, stalking, and even suggestions of violence against someone will be treated very seriously and may result in the company immediately contacting local law enforcement.

Employees should:

- Be mindful of remote communication, where opportunities for misunderstanding are greater.
- Use video communication when it makes sense, since face-to-face discussion benefits from social cues that may be absent in other forms of communication
- Behave in a way that does not offend, intimidate, degrade, insult, or humiliate others. This includes jokes, banter, ridicule, or taunts in violation of this Code of Conduct.
- Be generous in both giving and accepting feedback. Feedback is an important part of our culture. Good feedback is kind, respectful, clear, and constructive and focused on goals and values rather than personal preferences.
- Understand and act upon the fact that what may be acceptable to one person may not be to another.

Committed to a safe workplace

We all have a right to work in a safe and healthy environment. Unsafe practices can lead to serious consequences, such as personal injury, injury to colleagues and the Company, or other serious outcomes. We are committed to the well-being and safety of ourselves, our colleagues, and anyone doing business with us. You must:

- Always follow facility safety rules, regulations, procedures, and warnings.
- Safely handle and dispose of medications or other substances that may be toxic in a legally permissible manner.
- If you ever witness or suffer an accident or see unsafe conditions, report the situation immediately. You have the right to report any work-related injury or illness to the Company without any retaliatory action for doing so.

Devoted is committed to compliance with all applicable laws and regulations, including those concerning payment for all hours worked, paid and unpaid leave, working conditions, and other rights of employees. Devoted complies with all such federal, state, and local laws and regulations, including not doing business with a vendor or business partner that engages in illegal or unethical labor practices. All officers, directors, employees, contractors, and vendors are responsible for upholding the Company's commitment to fair labor practices across our business operations.

Acting with integrity

Manage conflicts of interest and the perception of conflicts

A conflict of interest occurs when your outside interests (or the interest of a family member) interferes, or even appears to interfere, with the interests of Devoted. A conflict of interest can arise when you (or a member of your family) takes actions or has interests that may make it difficult to perform your work for Devoted objectively and effectively. Conflicts of interest also arise when you (or a family member) receives improper personal benefits as a result of your position at Devoted.

- **Actual conflict of interest:**

An actual conflict exists when your personal interest and professional responsibility at Devoted conflict, including your ability to remain objective in your role. For example, if you have a second job working for a company that competes with Devoted, this would be an actual conflict of interest.

- **Perceived conflict of interest:**

A perceived conflict exists when it appears your personal interests may compromise carrying out your professional responsibility at Devoted in an objective manner. For example, if your spouse owns a company that has submitted a bid to provide delegated services to Devoted, and you are in a position to influence the vendor selection process, this is a perceived conflict of interest.

As employees, we should seek to avoid any activity that is a conflict of interest or has the appearance of a conflict of interest. If you face a situation where you are in doubt about how to proceed or there is the potential to create an actual or perceived conflict of interest, you should discuss immediately with your manager, Human Resources, Legal, or Compliance.

→ **Conflicts of interest resolution policy**

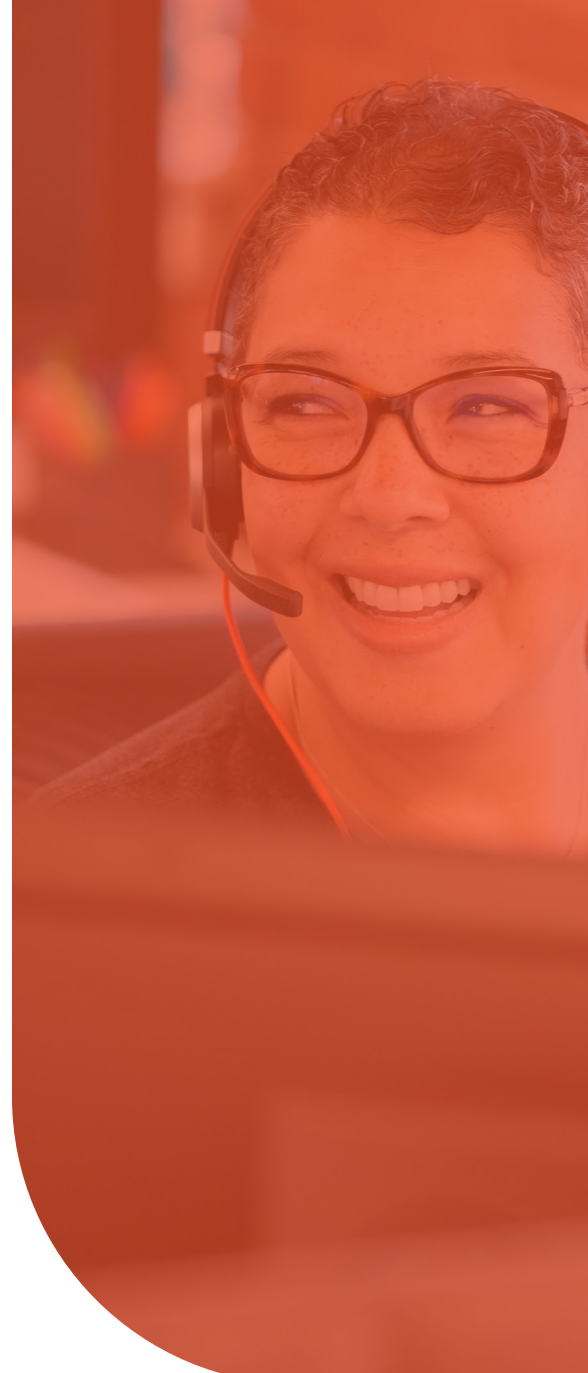
Act responsibly with gifts, meals, entertainment, and travel

As Devoted employees, we are committed to the highest ethical standards and following all laws and regulations when interacting with others, including our business interactions. When dealing with vendors, clients, customers, payors, brokers, patients, physicians, public officials, and other external parties, our interactions should be professional exchanges that communicate business needs or service offerings and corresponding products. Giving and receiving any gifts, meals, entertainment, or other things of value is a customary way to strengthen business relationships and is generally an accepted practice at Devoted. That said, specific rules apply, depending on whether you are giving or receiving the courtesy. When offering or accepting gifts, meals, entertainment, or other things of value, keep these general rules in mind:

- You and the person or entity providing the meal, gift, or entertainment must attend the event together.
- The value of the event must be modest by local standards.
- The venue has to be conducive to business discussions, and the event must include or be contiguous to legitimate business discussions.
- You may only accept gifts of nominal value, such as branded mugs, hats, or other similar items.
- Maintain accurate records.

Also remember that federal and state anti-kickback laws and regulations may also apply to offering or receiving something of value. These laws are complex, and you should consult the Legal Department about whether it is appropriate to provide something of value to any third party.

→ **Employee reimbursable expense policy**



Gift and entertainment examples:

A provider would like to take me to dinner to discuss a potential relationship. The restaurant is in the median range for the locality. Can I go?



YES, as long as the dinner is conducive to business discussions and is not what Devoted would consider excessive or elaborate for the locality.

A vendor offered me two tickets to the Red Sox game on Opening Day. He can't make it to the game. May I accept the tickets?



NO, since the supplier will not be at the game, there is no opportunity to discuss business. You must be at the event together.

A vendor sent me a personal holiday gift valued at \$100; can I accept it?



NO, although it is perfectly acceptable (especially during the holiday season) to accept a gift, it should be nominal in value — no more than \$50.

I want to give a provider's office staff \$15 gift cards for the holidays; is that allowed?



NO, you may not provide gift cards, cash, or cash equivalents as a gift to business partners, staff, or employees.

Social media

However informal, content published online is shareable and searchable forever; even private posts can be copied and shared, potentially ending up in the broader media. Always assume that any personal social media activity can be linked by someone to your professional profile — and, therefore, your employer — and that you may be seen as an ambassador of Devoted. Guiding principles around social media:

- Do not share company confidential, sensitive, or proprietary information on your social media accounts — for example, Devoted company policy, protocols, results, etc. Only publish company approved social media posts regarding Devoted.
- Never share information about the performance of any of our vendors, brokers, providers, or regulators.
- Do not share detailed information about team members' individual roles or contributions to specific projects.
- Do not share colleagues' personal data, including their picture, without their permission.
- Do not say anything disparaging about our business partners, competitors, or colleagues.
- Never publish images of your company computer screen, security pass, or other identifiable security features.
- You may be seen as representing Devoted even outside of work; never publish material that is obscene, racist, or sexist.
- Never share protected health information (PHI), individually identifiable health information, personally identifiable information (PII), or anything that can identify someone as a member of Devoted without explicit written authorization through official Devoted social media channels.

Additionally, you should not respond to any inquiries from the news media unless you are expressly authorized to do so and should contact **Nancy Go** if you are approached by the news media.

→ **Social Media Guidelines**

What should I report as it relates to my employment?

Devoted Health will not hire, contract, appoint, or otherwise do business with individuals or entities that are excluded from participation in federal or state healthcare programs. You have an obligation to report in good faith certain events that could impact Devoted and/or your employment. For instance, you have an affirmative obligation to report if you have been placed on any state or federal exclusion lists, including the HHS OIG, the CMS Preclusion List, System for Award Management, and/or General Services Administration (GSA); or if any of your employment-related professional licenses have expired or been revoked, suspended, limited, and/or sanctioned.

Protecting information, information security, and asset control

Financial integrity

While Devoted is not publicly traded, we maintain appropriate financial controls, report significant fraud, and keep detailed and accurate records of all of our business operations. We maintain books, records, and accounts that accurately reflect the business transactions and assets of the Company.

Confidential and proprietary information

Confidential and proprietary information, such as trade secrets (which may include certain Company policies and/or procedures), member/patient lists, technological advances (e.g., Orinoco), and financial data are among the most valuable business assets of the Company. This includes information that might be helpful to competitors or harmful to the Company or those we serve if improperly disclosed. Information is proprietary and confidential if it would give our competitors an unfair advantage. You may only use and disclose such information for Devoted's legitimate business purposes and never for personal gain or to the detriment of the Company. Confidential and proprietary information should be used and disclosed only on a "need-to-know" basis and, when disclosing it outside the Company, only pursuant to the terms of a confidentiality agreement approved by the Legal Department. You are required to return all confidential and proprietary information in your possession when you leave the Company.

Privacy and security of protected health information

Devoted collects and maintains personal information of those we serve. This information is often protected under federal (HIPAA) and state privacy and security laws and includes PII and PHI. These laws require PII and PHI be protected and handled in a confidential manner. PII is information that can identify a person, either by itself or when combined with other information. PHI is information we receive or create in connection with our provision of healthcare, health plan, or pharmacy benefit services and can be used to identify a person. PHI relates to an individual's healthcare or status, including payment for that care, but also includes information like the person's telephone number if we receive it when providing healthcare services or benefits. PHI can include PII, like someone's name and address, when it belongs to a member or patient, but PII can also belong to an employee, a vendor, a prospect, or a job applicant. While HIPAA requires by law that we strictly keep even just a member's or patient's name secure at all times, we should also be attentive to the confidentiality of other types of information that may be available in the course of our jobs.

What is minimum necessary?

Minimum necessary use means that we:

- Remove all identifiable information (e.g., names, ID numbers, DOB, address, etc.) before sharing information whenever possible.
- Share PII and PHI with the minimum number of people.
- View, use, and disclose only the minimum amount of information to complete a task.
- Do not disclose PHI in Slack.
- Never access a member's/patient's records out of curiosity — even if the plan member is also your family member or someone you know, like a colleague; you should only view information for which you have a legitimate business purpose.
- Appropriately dispose of (e.g., by shredding) documents containing PII or PHI.
- Keep documents with PHI or confidential information secure (e.g., in a locked cabinet) and out of sight.
- Never leave PII or PHI active on computers, sitting at a printer, in fax machines or other generally accessible areas — in the office at home, or another establishment (e.g., Starbucks).
- Ensure PII and PHI transmitted outside the Company is encrypted. Emails with PHI in the body or in the attachment(s) must have Virtu encryption activated, and documents must not be “shared” in the Google platform outside of Devoted.

Member privacy rights

Devoted is committed to treating all member information with care and confidentiality, to keeping our members' PHI secure, and to maintaining trust with our members. Devoted complies with federal and state privacy and security regulations, including HIPAA, HITRUST, HITECH, and the Cures Act. Our Notice of Privacy Practices informs members about how we treat their health information and provides them with information about their rights, such as their right to review their own records and their right to limit disclosures of their PHI.

→ [Notice of Privacy Practices](#)

Keeping our assets protected and secured

Devoted provides employees and contractors, where appropriate, with computers and other equipment, as well as access to systems necessary to perform their essential job functions; these should only be used for legitimate work requirements. Protecting Devoted's assets against loss, theft, or misuse is everyone's responsibility.

It is vitally important that we protect our member records at all times both inside the office and outside of the office. All employees must:

- Lock computers when you step away from your desk at a Devoted office building, in your home office, or when you are traveling.
- In the extreme case that you have paper copies with PHI, ensure that it is locked when you are not working and shredded when you are finished. Do not leave member PHI exposed for people to view.
- Do not print PHI unless absolutely necessary.
- Utilize company-issued password managers for storing your passwords. Do not keep physical, written copies.

Violating these or other privacy requirements may result in disciplinary action up to and including termination, even for a first offense. Violations may also result in civil and/or criminal penalties.

[→ Acceptable Use Policy](#)

Keeping accurate records

We rely on our employees to keep accurate and honest books, documents, and records. You must never falsify books, documents, or records. This includes intentionally misleading by knowingly omitting information, or even backdating a report or form. Remember, this rule applies to books, documents, and records you create for or on behalf of the Company, as well as those you submit to the Company, whether verbally, on paper, or electronically. Providing false, misleading, or inaccurate information as part of a Company investigation is also a violation of this rule.

Record retention

You may not discard or dispose of Company records (including those on Company-owned devices or systems) that must be kept by law or that the Company requires to be kept. Examples of records that must be kept for certain periods are tax and financial records, contracts, health information, and personnel records. Additionally, Devoted may be required to maintain records for audits and/or for pending or threatened investigations or litigation.

Working with outside entities

Relationships with FDRs and vendors

Our Code of Conduct is also provided annually to our First Tier, Downstream, and Related Entities (FDRs) and vendors. While every aspect of the Code of Conduct may not be applicable to our FDRs and vendors, it is important that we clearly communicate the requirement to conduct our business in an ethical manner. We expect any business conducted for or on our behalf will be done in accordance with our values. We also expect FDRs and vendors to report issues regarding the work they do for Devoted as well as to participate in any investigation regarding activities that have been performed on our behalf that may have legal or ethical implications. FDRs and vendors, as well as any workforce member employed with an FDR or vendor, may contact Devoted regarding concerns or questions using any of the avenues outlined in the Code of Conduct.

Relationships with government employees or contractors

We are committed to dealing with public officials according to the highest ethical and legal standards. Our conduct with public officials, including any political contributions or business transactions, must comply with applicable laws and regulations and Company policy, including disclosure requirements.

Employees are prohibited from giving or offering anything of value, directly or indirectly, to a public official, including any colleague or agent of a government-owned business, in order to influence official action or obtain an improper advantage. “Anything of value” means not only cash, but also gifts, meals, entertainment, political contributions, offers of employment, or other benefits.

You must contact the Legal Department prior to engaging with a public official on behalf of the Company.

Additionally, all those who prepare documentation, sign, or in any way support the Company’s certifications and representations of accuracy and truthfulness to the government must be extremely careful and accurate. False information or false certification and attestation can lead to civil and criminal sanctions for the Company as well as for the individual involved.

You are expected to provide full, fair, accurate, timely, and understandable disclosure in the reports required to be filed by the Company with any regulatory entity.

Legal compliance, bribery, and foreign business dealings

Devoted operates in compliance with all state and federal laws, rules, and regulations applicable to its business operations. From time to time, we may be subject to audits, investigations, requests for information, and litigation, including from state or federal regulatory oversight agencies. It is our policy to cooperate with reasonable legitimate requests for information from government agencies and regulators. In the event that you should receive a request, formally or informally, from a state or federal agency, a law firm, peace officer, or other entity seeking information from Devoted, you should notify and provide any information or documents (e.g., subpoena) in your possession to the Legal Department.

Only at the direction of the Legal Department should you respond or provide information requested by a subpoena, search warrant, request for an interview, or other non-routine request for access to information related to the Company, recognizing that we will, to the extent legally required, cooperate fully in respect to such request.

To the extent applicable, Devoted must remain compliant with U.S. and applicable non-U.S. trade laws, export control laws, anti-corruption laws, and anti-bribery laws, including, but not limited to, the U.S. Foreign Corrupt Practices Act. These laws prohibit us from engaging in certain activities, including, but not limited to, authorizing, giving, or promising, directly or indirectly, anything of value to U.S. or non-U.S. government officials, employees or agents of government-owned businesses, political candidates or campaigns, or any other individual or entity, in order to obtain or maintain business or receive special treatment for the Company. Persons violating the laws and facilitating such payments expose themselves personally and the Company to civil and criminal liability.

We are committed to ensuring compliance with anti-money laundering, anti-terrorism, and boycott compliance laws, including, but not limited to, the requirements of the U.S. Office of Foreign Asset Control (OFAC), including those related to OFAC country sanctions or doing business with anyone on the Specially Designated Nationals List; laws prohibiting companies from participating in or cooperating with international trade embargoes, boycotts, or unrecognized sanctions that have been imposed by other countries; and export control laws and regulations. Devoted has established policies and procedures and financial controls to prevent and detect unacceptable and suspicious forms of payments.

Anyone having information suggesting that these laws may have been violated or that someone intends to violate these laws must report it immediately to the Chief Compliance Officer, Chief Legal Officer, or to the Company through the Compliance Hotline.

Special responsibilities

Maintaining required licenses

Certain colleagues, including, but not limited to, pharmacists, pharmacy technicians, nurses, nurse practitioners, social workers, medical assistants and physicians, certified public accountants, attorneys, producers/agents, and actuaries are required to maintain current professional licensure, certification, or registration and follow the code of ethics of their applicable regulatory oversight agency(ies). Additionally, the Company always maintains federal and state licenses as required by its business activities.

Employees that are part of this group must:

- Provide professional services only if you have the required license, certification, or registration.
- Keep required professional credentials up to date (e.g., ensure that your continuing education needs are fulfilled and/or that you are licensed in the state in which you provide services) if you perform duties that require licensure, certification, or registration.
- Immediately notify HR and your supervisor if your license is expired, revoked, suspended, limited, or sanctioned or if a state or federal regulatory agency has taken any action that will negatively impact your license or ability to continue to work.

Managers and supervisors

If you are a manager or supervisor, you are responsible for ensuring that Devoted complies with applicable laws and regulations and this Code of Conduct. Individuals in management or with supervisory responsibilities will be appropriately disciplined, up to and including termination of employment, for failure to instruct others or for failure to detect noncompliance with applicable policies and legal requirements if reasonable due diligence on the part of the manager or supervisor should have led to the discovery of any problems or violations.