# Code of Conduct

CVS Health®

# Dear Colleagues

Transforming into a diversified health services company requires that we have a strong foundation of integrity. That foundation will inform our actions and help us earn the trust of the millions of customers who depend on us.

As CVS Health® colleagues, we must commit to do what is right in every situation. This includes following the laws and regulations that govern our business, adhering to all company rules, and living our company values and purpose every day.

The CVS Health Code of Conduct guides us in fulfilling these commitments and ensures every colleague – regardless of role or level – understands what is expected of them. While the Code of Conduct covers a wide variety of issues and situations, there will be instances where there is no written rule or precedent. When your judgment must lead the way, remember that your decisions should reflect the spirit of the Code and be consistent with our company purpose, values and behaviors.

Thank you for familiarizing yourself with the Code of Conduct and for ensuring your actions not only contribute to our business but deepen the trust our customers have in us.

Best regards,

Karen S. Lynch
President and Chief Executive Officer, CVS Health

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# We are health care innovators

## Our Purpose

**Helping people on their path to better health**

## Our Strategy

**Creating unmatched human connections to transform the health care experience**

## Our Values

**Innovation**
**Collaboration**
**Caring**
**Integrity**
**Accountability**

CVS Health

# What We Stand For

## Our Story

Every one of us at CVS Health shares a single, clear purpose: Helping people on their path to better health.

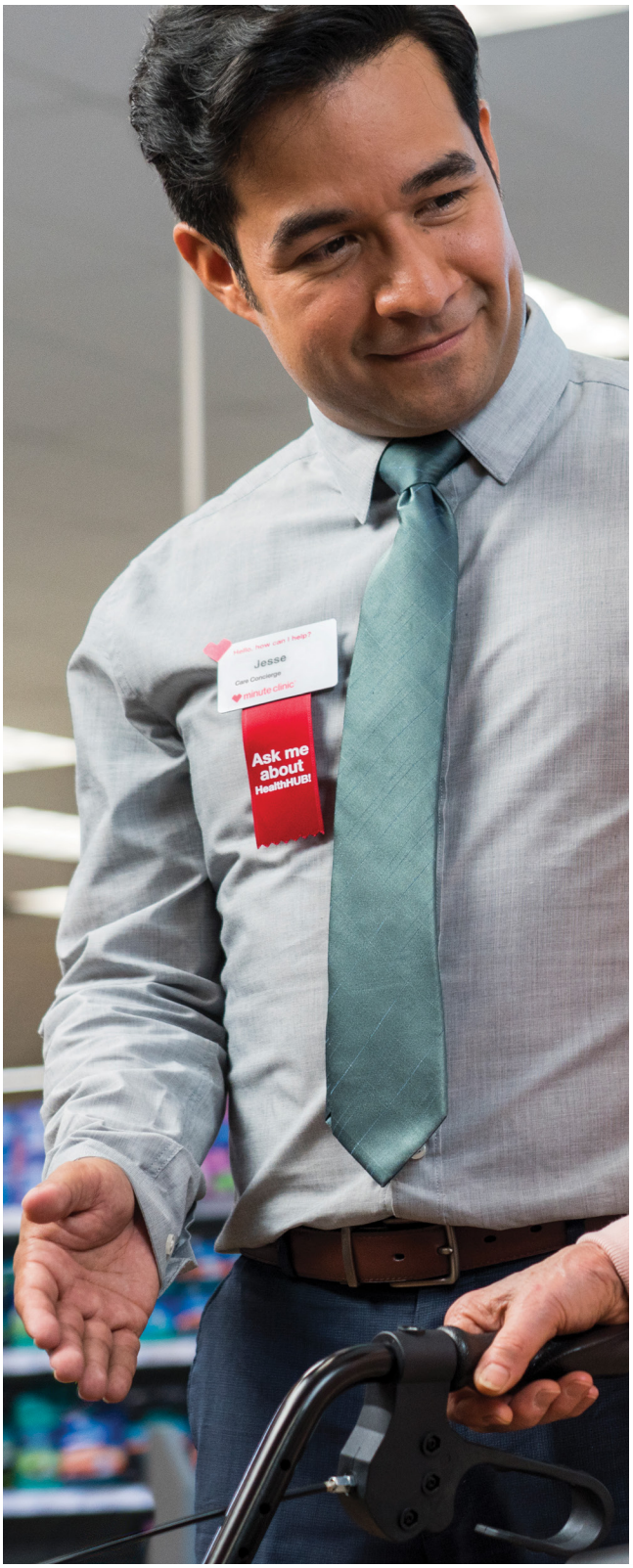
Whether in our pharmacies or through our health services and plans, we are pioneering a bold new approach to total health. Making quality care more affordable, accessible, simple and seamless. Creating innovations that not only help people get well, but help them stay well in body, mind and spirit.

By unlocking the power of data and opening our hearts to the needs of each person, we're creating unmatched human connections to transform the health care experience, welcoming moments of 1-on-1 care, millions of times each day.

We bring expertise and care to communities around the corner and across the country, deliver essential products and prescriptions right to people's doorsteps, provide vital services in their homes and put a wealth of resources at their fingertips.

Working together across our disciplines, we surround those we serve with personal support that matches their unique circumstances.

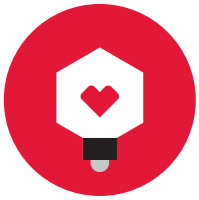
This is health with heart: Our promise that no matter where someone is on their path to better health, we'll be with them all the way.



# Our foundational values

## Innovation

**Demonstrating openness, curiosity and creativity in the relentless pursuit of delivering expertise**



## Accountability

**Taking personal ownership for our actions and their results**

## Caring

**Treating people with respect and compassion so they feel valued and appreciated**

## Integrity

**Delivering on our promises; doing what we say and what is right**

## Collaboration

**Sharing and partnering with people to explore and create things that we could not do on our own**

CVS Health

# Living Our Code of Conduct

## Introduction

We at CVS Health (the "Company") are in the business of helping to improve people's lives. It sounds simple, but sometimes it isn't. Tough issues can get in our way. This Code of Conduct ("Code") is intended to help resolve ethics and compliance issues by providing the information, tools and resources necessary to make good decisions. Making good decisions isn't always easy. Competing interests, approaching deadlines and outside distractions can make good decision-making a challenge.

When faced with business decisions that may affect the reputation of CVS Health, we use the framework below.

1. **Should I be troubled by this? Is this consistent with CVS Health values?**
2. **Who will be affected by my decisions? How will they be affected?**
3. **What's my responsibility to act? What will happen if I don't act?**
4. **What are the ethical considerations?**
5. **Who needs to be involved in making this decision?**
6. **Am I being true to myself and to the values of CVS Health? How would my actions appear to customers or the public?**

Answers to these questions can help guide your thought process when faced with tough decisions – but this approach isn't perfect and neither is this Code. No code can give answers for every situation that may arise. In the end, CVS Health relies on each colleague to use sound judgment to make the right decision and, when necessary, the tough choice. It is important to read this Code and understand the roles and responsibilities of a CVS Health colleague.

## Scope

This Code applies to everyone in the Company, including the Board of Directors and all colleagues, when doing work for CVS Health. The same high ethical standards apply to all, regardless of job or level in the organization. In certain circumstances, this Code also applies to contractors and temporary colleagues. It is the responsibility of every colleague to be familiar with all policies and procedures relevant to their job functions.

## Compliance with the Law and the Highest Ethical Standards

CVS Health is committed to upholding the highest ethical standards and complying with applicable laws and regulations, federal health care program requirements, this Code and our Company policies or requirements.

This Code is intended to help resolve ethics and compliance issues by providing the information, tools and resources necessary to make good decisions.

## Getting More Information

Policies and procedures provide more information about many of the topics in this Code. Guidance can be found on the Company's intranet sites.

## Waivers

In the unlikely event a waiver of, or amendment to, the Code seems to be necessary, contact the Chief Compliance Officer David Falkowski via email (David.Falkowski@CVSHealth.com) or phone (401) 770-7486.

## Seeking Guidance and Reporting Issues

When you are looking for guidance, the first step is to consult your supervisor. When consulting with your supervisor does not seem reasonable, consider approaching another manager, your department head or anyone else in your management chain. You may also consult Advice & Counsel or another resource, as described at the end of this Code, if that seems more appropriate to the situation.

As noted below, you can always call the Ethics Line. It also may be helpful to consult applicable policies, procedures and the Code.

**You may use the CVS Health Ethics Line to report problems or issues or ask questions.**
In addition to reporting problems or issues to your supervisor, Advice & Counsel or the Ethics Line, you also have an obligation to report certain events that could impact CVS Health. For instance, you have an affirmative obligation to call the Compliance Exception Line at (847) 559-3099 to report if you have been placed on any state or federal exclusion lists, including the U.S. Department of Health and Human Services Office of Inspector General (OIG) and/or General Services Administration (GSA); if any of your employment-related professional licenses have expired, or been revoked and/or sanctioned; or if you have been convicted or pled guilty, no contest (nolo contendere), or entered into a pre-trial agreement, deferred adjudication or similar pardon program for a crime other than a minor traffic violation. Please note, the term "conviction" does not include:

- Arrests or charges that did not result in conviction;
- Convictions that have been judicially dismissed, expunged, erased or sealed; or
- Convictions that state law does not permit an employer to consider.

Please note that any convictions involving controlled substances, convictions involving Medicare, Medicaid or any state- or federally funded program, and convictions that could result in exclusion from participation in any State or Federal health care program must always be reported. Please see the "Colleague Responsibilities" section at the conclusion of the Code for additional information regarding these types of reporting obligations.

Employee Relations questions? Contact **Advice & Counsel** by calling (888) 694-7287 (myHR).

You may call the **CVS Health Ethics Line** anonymously and toll-free at (877) CVS-2040.*

www.CVSHealth.com/EthicsLine

*Outside of the U.S., dial the AT&T Direct access code for the country from which you are calling, followed by (877) 287-2040. AT&T Direct access codes can be found at https://www.att.com/support/article/local-long-distance/KM1191865/ or by contacting your local operator.

## Non-Retaliation

CVS Health prohibits retaliating against anyone for raising, in good faith, a legal or ethical concern or cooperating with an investigation. Retaliation can also be against the law, leading to potential civil liability and criminal penalties. No one may seek revenge against, or try to "get even" with, any colleague who makes a good faith report, regardless of who is implicated. Retaliation is taken very seriously by the Company, and if it occurs it will result in discipline up to, and including, termination of employment.

# Taking Care of Those We Serve

## Professional Practices

Many CVS Health colleagues, including pharmacists, pharmacy technicians, nurses, nurse practitioners, physician assistants and physicians, are required to maintain current professional licensure, certification or registration and follow the code of ethics of their professional organizations. Additionally, the Company always maintains federal and state licenses as required by its business activities.

When documenting the professional services you provide, all entries must be accurate and truthful.

You must:

- Provide professional services only if you have the required license, certification or registration.
- Keep required, professional credentials up to date if you perform duties that require credentialing.
- Immediately notify the Compliance Exception Line and your supervisor if your license is revoked or sanctioned or a state or federal regulatory agency has taken any action that will negatively impact your license or ability to practice.
- Notify the Compliance Exception Line or the Ethics Line immediately if you have been convicted of a crime, with the exceptions as noted on page 6.

## Privacy and Security of Personal Information

Our role in the health care industry requires us to collect and maintain personal information of those we serve. This information is protected under federal and state privacy and security laws; and includes “Protected Health Information” (PHI) and “Personally Identifiable Information” (PII). These laws require PHI and PII be handled in a confidential manner. International privacy laws may also apply to certain information.

PHI includes information about a person’s physical or mental health condition, information learned while providing health care to a person, information about a person’s health care payments and information that identifies (or can reasonably be used to identify) a person.

PII is information that can also identify a person, either by itself or when combined with other information, but isn’t necessarily health care related information. This includes information such as a person’s last name, telephone number or ExtraCare information.

You should always remember that those we serve, including colleagues using our services, count on us to protect their personal information. In addition, protecting PHI, PII and the confidentiality of those we serve is a condition of employment with CVS Health.

## Always remember to use and disclose the minimum necessary when handling a person's personal information.

When dealing with a person's personal information you must:

- Use and disclose only the minimum necessary amount of PHI or PII to do the required work including:
  - Using health information with all identifiers removed whenever possible;
  - Sharing PHI and PII with the minimum number of people; and
  - Viewing only the minimum amount of information required.
- Disclose PHI or PII only with appropriate written authorization from the individual, unless the law authorizes or requires disclosure.
- Never view patient, plan member or colleague personal information out of curiosity.
- Appropriately dispose of unneeded copies of documents containing PHI or PII.
- Keep documents with confidential information out of sight in a locked file cabinet or desk drawer, and never leave PHI or PII active on computers, sitting at a printer, in fax machines or other generally accessible areas.
- Ensure PHI and PII transmitted or transported outside the Company is encrypted. This includes not only emails but also PHI and PII stored on portable devices such as USB devices, disks, laptops and mobile devices.

The privacy and personal information of those we serve is central to what we do at CVS Health. Violating these or other privacy requirements will result in disciplinary action up to and including termination, even for a first offense. Violations can also result in civil and/or criminal penalties for CVS Health and the colleague in question.

**Compromised PHI or PII**

If you see any of the following, immediately contact the Privacy Office:

- PHI or PII openly discussed or left unprotected.
- Requests for more information than the minimum necessary to perform a job.
- Unencrypted PHI or PII transmitted electronically outside the Company.

**Privacy Office (Legal Department)**
**One CVS Drive**
**Woonsocket, RI 02895**
**(866) 443-0933**
**Privacy.Officer@CVSHealth.com**

**Question**
What should I do if I see an email string containing PHI/PII going out to people who are unauthorized to receive it?

**Answer**
Remove the PHI/PII and send the email back, telling the offending sender(s) about the error and immediately report it to the Privacy Office.

# Acting with Integrity

## Financial Integrity

The Sarbanes-Oxley Act of 2002 (SOX) requires certain Company leaders to certify to the truth and accuracy of Company financial statements. SOX also mandates that we maintain appropriate financial controls, report significant fraud and keep detailed and accurate records of all of our business operations. We will maintain books, records and accounts that accurately reflect the business transactions and assets of CVS Health.
If you have a role in public financial communications, make sure disclosures are full, fair, accurate, timely and understandable.

## Confidential and Proprietary Information

Confidential and proprietary information such as trade secrets (which may include certain Company policies and/or procedures), technological advances, customer lists, knowledge of acquisitions or divestitures and financial data are some of the Company's most valuable business assets. This includes information that might be of use to competitors or harmful to the Company or those we serve if disclosed to others. To determine whether or not information is proprietary, consider whether information that is handled or shared on the job might give our competitors an unfair advantage if disclosed to them.

Use proprietary information only for job-related purposes, never for personal gain or to the detriment of CVS Health.

You must:

- Use proprietary information only for job-related purposes, never for personal gain or to the detriment of CVS Health.
- Share proprietary information with colleagues only on a "need-to-know" basis, and not disclose it to persons outside the Company, including business associates or those we serve, except under the terms of a confidentiality agreement approved by the Legal Department.
- Return all proprietary information in your possession upon leaving CVS Health.
- Not share proprietary and confidential business information of a former employer if you worked for a competitor before joining CVS Health.
- Ensure you are in compliance with our Distribution of CVS Health Policies and Procedures to PBM Clients and Other Third Parties policy (available on the Company's intranet sites), if you are asked to produce a CVS Health policy or procedure.

## Conflicts of Interest

A "conflict of interest" may arise when personal interests or activities appear to improperly influence our ability to act in the best interests of the Company. Situations involving a conflict of interest may not always be obvious or easy to resolve.

**Some circumstances that may present an actual or potential conflict of interest include, but are not limited to:**

- Outside employment;
- Participation in outside organizations including board positions;
- You or a close relative having a financial interest in a CVS Health competitor, vendor or client;
- Use of Company assets for certain purposes;
- Employment of relatives; and
- Intimate or romantic relationships.

For further details as to what may qualify as a potential conflict of interest, please consult the CVS Health Conflicts of Interest policy. If any transaction or relationship could lead to a conflict of interest for a corporate officer or a member of the Board of Directors, disclose it to the Chief Compliance Officer, who will notify the Board of Directors. Conflicts of interest involving the Chief Compliance Officer also must be disclosed to the Board of Directors. Additionally, certain colleagues may also be required to sign an annual Conflicts of Interest Certification as outlined in the CVS Health Conflicts of Interest policy available on the Company's intranet sites.

## Conflicts of Interest Disclosure

Colleagues must make prompt and full disclosure of any situation that may involve an actual or potential conflict of interest. Colleagues should contact the CVS Health Conflict of Interest Line at (847) 559-4100 or COI@CVSHealth.com to make such disclosures, or to report any questions, problems or issues regarding conflicts of interest.

## Producer Disclosure to Customers

Working with brokers or other producers could create real or apparent conflicts of interest. Customers should understand our financial arrangements with producers and colleagues must follow CVS Health's rules for disclosing relationships with producers. Refer to the Policy on Producer Compensation and ask your supervisor and Compliance or Legal if you have questions.

## Asset Protection

The Company's physical assets include items such as inventory, office and store equipment, vehicles, supplies, reports and records, telephones, computers, laptops, tablets and any other tangible property that CVS Health owns, rents or leases. Assets may also be non-physical, for example, the Company name, logo, trade secrets, strategies and customer information. Protecting CVS Health assets against loss, theft or other misuse is the responsibility of every colleague because it directly impacts our profitability and our reputation.

Don't engage in prohibited outside employment activity as defined in the Conflicts of Interest policy (DOC-046854)

When circumstances warrant, CVS Health reserves the right to require any colleague, while on duty or on CVS Health property, to submit to a non-invasive inspection of their person, vehicle, uniform, locker, package, handbag, briefcase or personal property. CVS Health also reserves the right to monitor communication tools, including the content and usage of email and voicemail, and any such communications which are the sole property of CVS Health including any and all communications regarding CVS Health business on colleagues' personal devices. CVS Health reserves the right to temporarily take possession of any personal device(s) used to communicate CVS Health business to image relevant communications.

You should:

- Only use the CVS Health name for authorized Company business and never in connection with personal activities;
- Use computer information, including email, primarily for business purposes because it is the property of the Company and not of the colleague; and
- Not share user access credentials (e.g., IDs and passwords) with anyone.

## Insider Trading Laws

It is generally against federal law to trade stocks or other securities of a public company if we have material non-public information about that company. Information is considered material if it would likely affect the stock price or an investor's decision to buy, hold or sell the stock. Nor may we "tip" or pass information on to others to trade, if the "tip" is based on information that is not available to the public. We will always review and abide by the stock trading policy prior to making any trade of CVS Health stock, including stock option exercises and purchases or sales of CVS Health stock.

Please note that either positive or negative information may be material. If you have any concerns as to whether information you possess may be considered material non-public information, you should contact our General Counsel or Corporate Secretary.

**Information that may be regarded as material may include, but is not limited to:**

- Unannounced projections of future earnings or losses;
- Significant pending or proposed mergers, acquisitions or financing transactions;
- Major changes in senior management;
- Anticipated financial information that departs from what the market would expect;
- Confidential and proprietary information about our business partners; or
- Winning or losing a PBM client.

Although the CVS Health stock trading policy applies to all directors, officers and colleagues of CVS Health and its subsidiaries and affiliates, additional restrictions regarding Company stock trading apply to: (1) members of the Board of Directors and executive officers of CVS Health, as well as designated officers and colleagues of the Company or its principal operating subsidiaries who are regularly in possession of material non-public information; (2) designated officers and colleagues of the Company or its principal operating subsidiaries who may frequently possess material non-public information due to their knowledge of the Company's financial reporting process; and (3) other colleagues possessing material non-public information that are designated by the Company due to their role in projects that are material to the Company. These individuals are considered Key Persons. Key Persons may only trade CVS Health stock during a permitted trading window and must clear any trade with the Office of the Corporate Secretary before the transaction occurs. These restrictions are more fully explained in the Company policy on Securities Trades by Company Personnel.

## Disclosure of Non-Public Material Information

Colleagues and members of the Board of Directors are not permitted to make any disclosure of material, non-public information about the Company to any person or entity outside the Company unless the disclosure complies with the CVS Health Regulation FD Disclosure Policy, which is posted on the Company's intranet sites. If a colleague or member of the Board of Directors of CVS Health believes that a disclosure of material non-public information about the Company has occurred, he or she must immediately notify the General Counsel.

## Requests for Information from the Investment Community

Colleagues and members of the Board of Directors are not permitted to speak with members of the investment community, including "brokers" or any persons attempting to arrange consultations, regarding any information about the Company unless it has been explicitly authorized in advance by our Investor Relations Department. This prohibition includes the sharing of information about any issues relating to our Company, including our policies, procedures, operations, customer service or client service issues or positions/opinions on any issues concerning our business.

## Charitable Contributions

The CVS Health Corporate Social Responsibility & Philanthropy team oversees an active charitable giving program. All charitable giving is coordinated through this team to ensure giving is consistent with all applicable laws, rules, and regulations. The program focuses on putting people on a path to better health by supporting ways to improve health and health care nationwide. CVS Health supports programs that improve access to health care services, provide chronic disease management and promote smoking cessation and prevention. Information about charitable giving can be found in the CVS Health Policy on Charitable and Non-Charitable Donations and Sponsorships, available on the Company's intranet sites.

For more information, please refer to the Corporate Social Responsibility report available on www.CVSHealth.com.

## Records Retention and Management

CVS Health works to ensure we handle and maintain all Company records in accordance with our Corporate Records Management Program where applicable, and provides colleagues, contingent workers and suppliers with direction and support in properly managing our records throughout their life cycle. Records used by professionals, such as pharmacists and nurses, must follow all regulatory and accreditation standards and requirements. We never destroy records subject to audit, pending investigation or pending litigation until the audit, investigation or litigation is completed, even if they have reached the end of the required retention period. We must always manage records according to our Corporate Records Management Program.

# Respecting Colleagues

## Respecting One Another

Our workforce is our greatest strength. We come from different places and cultures and have a variety of experiences, skills and talents. We embrace these differences to work as a team treating each other with integrity and respect. A good show of respect is treating others the way you would like to be treated.

## Non-Discrimination

CVS Health is committed to maintaining a workplace environment free from discrimination, harassment and violence. Our continued success depends on the full participation of all our colleagues — regardless of race, ethnicity, ancestry, color, religion, sex/gender (including pregnancy), national origin, sexual orientation, gender identity or expression, physical or mental disability, medical condition, age, veteran status, military status, marital status, genetic information, citizenship status, unemployment status, political affiliation or on any other basis or characteristic prohibited by applicable federal, state or local law. We recruit, hire, train, develop and promote the best people available, based solely upon job-related qualifications. Additionally, CVS Health is committed to complying with the Americans with Disabilities Act by prohibiting discrimination against applicants and colleagues with disabilities and by making reasonable accommodations that allow disabled individuals to perform the essential functions of their jobs and enjoy equal access to the benefits and privileges of employment with our Company. Colleagues may refer to the Equal Employment Opportunity, Affirmative Action, Anti-Discrimination, Anti-Harassment & Anti-Retaliation Policy found on the Company's intranet sites.

You should:

- Never disrupt the work environment through behavior that is disrespectful, intimidating, threatening or harassing.
- Call the local police if you become the target of an immediate threat of violence.

## Health and Safety

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, particularly those that cover dangerous equipment and materials.
- Safely handle and dispose of medications or other substances that may be toxic.
- 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. You can report work-related injuries or illnesses by calling myHR at (888) 694-7287.

### Examples of Harassment

- Inappropriate physical contact.
- Unwelcome sexual advances, requests for sexual favors, suggestive comments, inappropriate physical contact and any other unwelcome verbal or physical conduct of a sexual nature.
- Displaying derogatory, vulgar, suggestive or obscene pictures, cartoons, calendars, posters or drawings.
- Comments, jokes, insults, slurs, offensive language and other unwelcome actions that are offensive or stereotypical based upon age, religion, gender, gender identity or expression, race, color, sexual orientation, national origin, disability, military or veteran status and any other protected category or personal characteristic.
- Threats or acts of violence and intimidation. Threats, stalking, even suggestions of violence in the workplace, are all considered inappropriate behavior.
- Retaliation for reporting or threatening to report acts of misconduct or for reporting work-related injuries or illnesses.

## Labor Practices

CVS Health is committed to compliance with all applicable laws and regulations, including those concerning payment for all hours worked, human rights and working conditions. CVS Health complies with all such federal, state and local laws and regulations, including not doing business with a vendor or business partner that illegally or improperly employs underage workers whether you know of such a practice or not. The Company also prohibits the use of any forced or compulsory labor. See Human Rights Policy.

## Colleague Privacy

At CVS Health, our work sometimes requires access to colleague health care and other sensitive information. We must protect the confidentiality of this information and provide the same level of protection we provide for similar information of the people we serve. That means you should never access, share or disclose any confidential or sensitive information about another CVS Health colleague, unless you are required to do so to fulfill your job responsibilities.

**What kind of colleague information is considered confidential or sensitive?**

- Health, salary and benefits information;
- Performance reviews and corrective or disciplinary actions; and
- Any other personally identifiable information that is not available to the public.

Remember, just because you have access to a data system that contains confidential information does not mean you are authorized to access or view such information unless you are required to do so by your job responsibilities.

## Drugs and Alcohol

We are committed to providing an alcohol-free and drug-free work environment. The unauthorized use, possession, sale, exchange or purchase of drugs or illegal substances on Company premises, or at any time when representing the Company, is strictly prohibited. Likewise, the unauthorized use, possession, sale or exchange of alcohol on Company premises or at any time when representing the Company is strictly prohibited, except when associated with an approved business meal or legitimate business event. Prescription drugs ordered by a physician, which do not interfere with job performance, are permitted. We should never come to work under the influence of alcohol, drugs (including lawfully-prescribed drugs) or any other substance that could impair our ability to perform our job or jeopardize the safety of others.

## Gambling

Consistent with our commitment to complying with all federal and state laws, CVS Health strictly prohibits illegal gambling, raffles or other games of chance using Company resources or in Company facilities. This includes sports betting pools, brackets and all other forms of gambling with a pay in and pay out of money or other benefit or item of value.

# Interacting with Others

## Interactions with Others

CVS Health is committed to the highest ethical standards and to following all laws and regulations in everything we do, including our business interactions.

When dealing with vendors, clients, customers, payors, brokers, patients, physicians, public officials, and other third parties, our interactions should be professional exchanges that communicate business needs or service offerings and corresponding products that help us put people on a path to better health.

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 CVS Health. That said, specific rules apply depending on whether you are giving or receiving the courtesy.

## Accepting Gifts, Meals, Entertainment or Other Things of Value

Keep these general rules in mind when **accepting** meals, gifts or entertainment:

- 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.

A colleague must not accept any gift that is more than nominal in value, including tickets to an event that the supplier or prospective supplier does not plan to attend.

When accepting meals, gifts or entertainment you may not:

- Accept travel, lodging, seminar or event fees in connection with an otherwise permitted business event.
- Accept any expense for your spouse or other guest.
- Accept large-scale meals or entertainment events where a disproportionate number of CVS Health colleagues attend compared to the number of people from the entity hosting the event (e.g., departmental dinners or similar events).
- Accept cash or cash equivalents (e.g., gift cards).

We recognize patients and customers will sometimes offer gifts of appreciation for good service. Colleagues may accept occasional, unsolicited gifts of appreciation of nominal value from patients or customers; but remember, accepting cash or cash equivalents (e.g., gift cards) is never allowed.

If you have questions about accepting any gift, meal, entertainment or other thing of value, get written approval from your supervisor before you accept it. If, as a supervisor, you have questions about approving any gift, meal, entertainment or other thing of value that has been offered, contact the Compliance Department at Compliance.Questions@CVSHealth.com.

The CVS Health Gifts, Meals, Entertainment or Other Things of Value Policy has details about reporting requirements, guidance for supervisors on what to approve and other important information. To avoid putting yourself in the position of having accepted any improper gift, meal, entertainment or other thing of value, read the policy before you accept it.

## Providing Gifts, Meals, Entertainment or Other Things of Value

If you are providing any gift, meal, entertainment or other thing of value, special rules may apply. This is because gifts, meals, entertainment or other things of value offered to third parties can create enormous risk for the Company and courtesies offered to these people are carefully controlled. It's a good idea (sometimes required) to ask your supervisor's permission before you provide any gift, meal, entertainment or other thing of value to a third party.

When providing meals, gifts or entertainment, you must:

- Keep meals and entertainment modest as judged by local standards.
- Attend with the person you are providing the courtesy to.
- Ensure the venue is conducive to business discussions and the event includes or is contiguous to legitimate business discussions.
- Limit gifts to CVS Health branded items of nominal value.

Always exercise good judgment when engaging in entertainment that is part of your work responsibilities.

There are additional requirements if you are providing meals to a physician. In these situations the meal must:

- Be approved in advance and in writing by your supervisor.
- Be part of an informational or educational presentation.
- Not include or be part of an entertainment or recreational event.
- Occur in an office or hospital setting unless it is impractical to do so.

Remember, it is never permissible to give gifts of cash or cash equivalents (e.g., gift cards). If you have a store customer or pharmacy patient who is dissatisfied with the level of service provided, review the Pharmacy Refunds/Customer Dissatisfaction Payments policy for guidance on handling these situations.

If you have any questions, review the CVS Health Gifts, Meals, Entertainment or Other Things of Value Policy or ask your manager. For interactions with public officials, see the CVS Health Integrity Policy for Conduct with Public Officials (Lobbying, Gifts and Business Transactions).

You are responsible for understanding the policies and following the rules. If you accept or provide any gift, meal, entertainment or other thing of value that is later found to be improper, you will be held accountable for your decision. However, you can easily avoid this mistake by reviewing the policy and asking your supervisor for guidance. If you are a supervisor and you're unsure if any gift, meal, entertainment or other thing of value should be approved, ask the Compliance Department at Compliance.Questions@CVSHealth.com for help.

## Gifts and Entertainment Policy

| Question | Answer |
|---|---|
| A potential vendor of CVS Health has invited me to dinner to discuss a potential business arrangement. The expected cost of my dinner is under $50.00. Do I need to obtain approval from my manager and record the dinner on the Vendor Entertainment Form? | No, you do not need approval for the dinner, as long as the dinner is conducive to business discussions. The dinner does not need to be recorded on the Vendor Entertainment Form as it is unlikely to exceed $50.00. |
| A CVS Health supplier has offered me two tickets to the Cubs game on Opening Day. He can't make it to the game. May I accept the tickets? | No, you may not accept the tickets. Since the supplier will not be at the game with you, there is no opportunity to have business discussions. |
| I am a CVS colleague and would like to give a Visa gift card to a client for their wedding. Is this permitted? | No, you may not provide gifts of cash or cash equivalents, such as a Visa gift card to the client. |

## Antitrust Laws

Antitrust laws are designed to protect competition by prohibiting monopolization, price fixing, predatory pricing and other practices that unreasonably restrain trade. We never discuss pricing, suppliers or territories with competitors, nor make agreements with them on these or other competitive issues. Under certain circumstances, even informal discussions with competitors regarding business plans, marketing, pricing, cost or other similar matters may be illegal.

We gain information about competitors only in legal and ethical ways. Just as we expect competitors to respect our confidential information, we respect theirs. Improperly obtained competitor proprietary information cannot be used to the advantage of CVS Health. Be careful during any conversations with competitors. Discussions regarding pricing, costs, suppliers or territories may be out of bounds.

## News Media

At CVS Health, only the Corporate Communications staff is authorized to speak with the news media on the Company's behalf (e.g., statements to the press, requests for in-store photographs/TV coverage and inquiries from radio, television, newspaper, magazine or trade journal personnel). We never speak with or otherwise have contact with a member of the press on behalf of CVS Health without authorization from the Corporate Communications Department.

## Social Media

CVS Health colleagues who choose to make use of social media or otherwise engage in online communications as an identifiable colleague of CVS Health must always comply with the CVS Health Social Media Policy and Colleague Social Media Guidelines at all times and on all forms of social media.

Consistent with the Company's approach to interacting with the traditional news media, only designated CVS Health colleagues are authorized to speak on behalf of the Company on social media. Colleagues who choose to speak on social media about the Company in any way must make it clear that they are a CVS Health colleague, but not speaking on behalf of the Company or as an official Company representative.

All CVS-branded social media accounts (using "CVS," "CVS Health" or any CVS business unit, department or product name as part of the account name or URL and/or using the CVS logo or portion of the logo in any way) must be approved in advance. It is against Company policy for any colleague to create a CVS social media account outside of the outlined protocol in the CVS Health New Social Media Channel Request Policy.

Never post CVS Health confidential information or personal information about our patients, customers or your colleagues online. Never take pictures or post photos of any workspace or store that may contain confidential information. Never take pictures of patients or customers without their consent. Doing so is a violation of this Code, Company policy and potentially privacy laws and may result in disciplinary action up to and including termination of employment.

Never post CVS Health confidential information or personal information about our patients, customers or your colleagues online.

## Business Firewalls

As a good business practice, CVS Health maintains firewalls between select businesses within the Company to separate and protect certain competitively-sensitive information each business possesses. Colleagues may not use competitively-sensitive information that is held by the Company, to compete unfairly in the marketplace. Competitively-sensitive information includes contract terms, pricing and other financial arrangements. These firewalls become important in contract negotiations, bid preparation, pricing services, and establishing financial arrangements, in which the businesses must compete on the same terms as their competitors. Information firewalls also maintain commercial relations with CVS Health clients and suppliers who may be competitors to certain CVS Health business units.

## Environmental Protection

CVS Health respects the preservation of natural resources and improvement of the environment. The Company cooperates with government bodies and communities in environmental protection efforts and complies with environmental laws and regulations. The Company ensures all environmentally sensitive and hazardous materials are identified and managed to ensure their safe handling, movement, storage, recycling or reuse and disposal.

# Doing the Right Thing

## Conduct with Public Officials

We are committed to dealing with public officials according to the highest ethical 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.

CVS Health policy prohibits 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.

## Corporate Political Contributions

Only corporate officers are authorized to make corporate contributions on behalf of the Company to a political candidate, and such contributions must be made consistent with Company policy. "Contributions" means not only funds, but also loans, donations of products or supplies, use of facilities, Company personnel or anything else of value.

All corporate political contributions by the Company require prior written approval, utilizing specific processes and forms, from the General Counsel or Chief Compliance Officer or his/her designee.

## Individual Political Activities

CVS Health encourages colleagues who wish to be politically active on their own time, using their own resources, to support political candidates and causes of their choice; as long as it is clear they are not speaking or acting on the Company's behalf. Individuals must not use Company time or resources when acting as a volunteer for a political candidate or cause. Colleagues may not solicit subordinate colleagues for political contributions or use vendor, customer or client lists for such solicitations. CVS Health will not reimburse any personal political contributions made by colleagues, consultants or vendors. In addition, certain covered colleagues and covered directors are required to obtain approval before making personal campaign contributions that would be regulated by Pay-to-Play laws. For more information, see the CVS Health Policy Political Contribution Restrictions When CVS Health Is a State or Local Government Contractor.

Our colleagues have a Political Action Committee (PAC). The PAC works to support, protect and favorably position the Company in the legislative arena by being active in the political process. The PAC's objective is to provide financial support to candidates for political office whose positions or beliefs are favorable to CVS Health, or who meet other criteria. Participation in the PAC by eligible colleagues is entirely a personal choice. Pressuring any colleague to contribute is strictly prohibited.

## Fair Dealing

Many of our products and services are primarily contractual promises. As we strive to outperform our competition, we will do so honestly, openly, fairly and with integrity. We will deal fairly with our customers, members, providers, clients, suppliers, regulators, shareholders and others around the world with whom we do business.

**Guidelines for fair dealing:**

- We refuse to participate in any conduct or sales or other practice that is intended to mislead, manipulate or take unfair advantage of anyone, or misrepresent products, services, contract terms or policies to anyone.
- We refuse to be part of the following or any other practices that may illegally restrain competition:
  - Fixing prices;
  - Allocating or dividing markets or customers;
  - Boycotting or refusing to deal with competitors, customers or suppliers.
- We do not discuss or share sensitive competitive information (for example, relating to pricing) with representatives of other companies or industry and trade associations.
- We do not engage in untruthful or misleading advertising.
- We never break any law or regulation, including unfair trade or insurance practices laws.
- We consult with the Legal Department on any matter relating to actual or potential noncompliance with any law or regulation or any of CVS Health's contractual commitments.

## Anti-Kickback Laws

We comply with applicable federal and state anti-kickback laws and regulations. These laws prohibit payment or receipt of something of value intended to encourage purchasing, leasing or ordering of an item or service that may be reimbursed under a government health care program, such as Medicare or Medicaid. "Something of value" can take many forms, such as cash payments, entertainment, credits, gifts, free goods or services, the forgiveness of debt or the sale or purchase of items at a price that is not consistent with fair market value. It also may include the routine waiver of co-payments and/or co-insurance.

You should:

- Not routinely waive co-insurance or co-payments;
- Not compensate retail pharmacists or physicians to switch a prescription; or
- Not compensate prescribers to direct prescriptions to CVS Health.

Anti-kickback laws are complex. You should consult the Legal Department about whether it is appropriate to provide something of value to those we serve.

## Supplier Engagement and Import / Export Compliance

Our suppliers are an extension of our Company. It is important that we engage suppliers in ways that uphold our commitment to integrity and excellence. You must follow the procurement process of CVS Health, so that Strategic Procurement will:

- Contractually obligate suppliers to comply with CVS Health regulatory, and client requirements in accordance with Company policy;
- Mitigate risk associated with supplier-provided goods and services;
- Competitively source goods and services in accordance with Company policy;
- Minimize the potential for conflicts of interest.

As you work with suppliers, you must:

- Ensure a Mutual Non-Disclosure Agreement is in place before you engage the vendor. Send the vendor contact information to CVS_MNDA_Requests@CVSHealth.com to start the process;
- NOT negotiate directly or sign any contract with suppliers;
- Safeguard CVS Health and client information;
- Honor commitments to safeguard supplier confidential information;
- Promote positive supplier relationships through professional conduct, courtesy and impartiality;
- Report any potential conflicts of interest to Strategic Procurement, your leader and Compliance.

We never break any law or regulation, including unfair trade or insurance practices law.

As CVS Health sources and distributes products and services around the world, the Company must comply with all applicable laws and regulations that relate to the import and export of our products and services. These laws and regulations help protect consumers from harmful and counterfeit imports and exports by ensuring the goods are genuine, safe, and lawfully sourced. Maintaining import and export compliance requires a proactive, organization-wide commitment that includes each and every one of us. As a CVS Health colleague, you must be familiar with import and export rules and regulations that may apply to your work. These laws are complex, should you have questions, contact the Legal department or Compliance at Compliance.Questions@CVSHealth.com.

## Fraud, Waste and Abuse

CVS Health participates in a number of federal programs with specific fraud, waste and abuse requirements. There are differences between fraud, waste and abuse. One of the primary differences is intent and knowledge. Fraud requires the person to have an intent to obtain payment and the knowledge that their actions are wrong. Waste and abuse may involve obtaining an improper payment, but does not require the same intent and knowledge.

The government defines fraud, waste and abuse as follows:

**Criminal Fraud**
Knowingly and willfully executing, or attempting to execute, a scheme or artifice to defraud any health care benefit program; or to obtain, by means of false or fraudulent pretenses, representations or promises, any of the money or property owned by, or under the custody or control of, any health care benefit program. This violates criminal law.

**Waste**
Overutilization of services or other practices that, directly or indirectly, result in unnecessary costs to the Medicare Program. Waste is generally not considered to be caused by criminally negligent actions but rather the misuse of resources.

**Abuse**
Includes actions that may, directly or indirectly, result in unnecessary costs to the Medicare Program. Abuse involves payment for items or services when there is no legal entitlement to that payment and the provider has not knowingly and/or intentionally misrepresented facts to obtain payment.

CVS Health colleagues should keep in mind that even if intentions are good, choosing not to follow a policy could be interpreted by the government as fraud or payment abuse. CVS Health requires all colleagues to be compliant with fraud, waste and abuse laws. Penalties for failing to comply include, but are not limited to, the following:

- Disciplinary action up to, and including, termination where appropriate;
- Criminal convictions or fines (individually and at the corporate level);
- Civil monetary penalties;
- Loss of licensure/sanctions; and
- Exclusion from participating in federal health care programs.

## Bribery and Foreign Business Dealings

CVS Health demands compliance with U.S. and applicable non-U.S. anti-bribery and anti-corruption laws, including, but not limited to, the U.S. Foreign Corrupt Practices Act and the UK Bribery Act of 2010.

These laws prohibit us from personally, or through CVS Health, authorizing, giving or promising, directly or indirectly, anything of value to U.S. or non-U.S. government officials, colleagues 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. There is no exception for facilitating payments, which generally are small payments to low-ranking officials to expedite the performance of a routine act to which we are already entitled. It is important to remember that engaging in bribery, or even appearing to engage in such activity, can expose the individuals involved as well as CVS Health to criminal liability.

Any request for authorization or payment that would violate this provision, or any information suggesting this provision has been violated, must be reported immediately to the Chief Compliance Officer, Legal Department or to the Company through the Ethics Line.

| Question | Answer |
|---|---|
| We're hosting an international health care forum. I'd like to invite the administrator of a government-owned hospital in China. Can I offer to pay her travel and lodging costs? | Before you extend the invitation to this person, who would be considered a government official, consult Compliance or Legal. Several factors determine whether the invitation and offer to pay is allowed. If the invitation could be perceived as an attempt to influence a public official in order to gain a business advantage, it would be inappropriate. |
| I don't work in either the U.S. or the U.K. In my country it is customary to give gifts when meeting with a business prospect, including a government official. If I am not violating any local law, do I need to be concerned? | Yes. Statutes like the U.S. Foreign Corrupt Practices Act and the U.K. Bribery Act extend to activities anywhere in the world. Gift policies should be reviewed carefully with Compliance or Legal. Remember, though, with regard to business gifts, the safest course of action is not to give or receive any gifts at all. |

Colleagues should be familiar with the CVS Health Global Anti-Corruption Compliance Policy, which is available on the Company's intranet sites. This Policy details specific procedures with respect to conducting business with foreign government officials, keeping accurate records and the penalties for non-compliance.

If you have questions on how these laws and related policy apply, contact the Legal or Compliance Departments.

## Anti-Money Laundering, Anti-Terrorism and Boycott Compliance

Money laundering involves hiding the origin of unlawfully gained money, for example through drug transactions, bribery, terrorism or fraud. CVS Health is committed to complying fully with all anti-money laundering laws and regulations in the U.S. and in other countries such as the United Arab Emirates, Ireland, the United Kingdom and Singapore. We will conduct business only with reputable customers involved in legitimate business activities and with funds derived from legitimate sources.

If applicable to your business, you should know and follow CVS Health's International Trade guidelines to ensure compliance with:

- 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;
- Applicable requirements of other sanctions regimes, including the European Union (EU) Financial Sanctions Regime, United Nations Common Foreign and Security Policy and Monetary Authority of Singapore; and
- Laws prohibiting companies from participating in or cooperating with international trade embargoes, boycotts or unrecognized sanctions that have been imposed by other countries.

CVS Health takes reasonable steps and has established policies and procedures to prevent and detect unacceptable and suspicious forms of payment, including money orders. Alert your supervisor to any payment or other unusual customer transaction that seems inappropriate or suspicious. Contact Legal or Compliance if you have questions on how these laws and guidelines apply.

## Medicare Compliance

CVS Health participates in Medicare programs through various insurance-related products and by providing pharmacy benefit management services to prescription drug plans offered by other health plans. We are committed to having an effective Medicare Compliance Program based on the Centers for Medicare & Medicaid Services (CMS) guidance and the Federal Sentencing Guidelines.

This program is described in applicable policies and procedures which is available on the Company's intranet sites. We expect you to participate in and support this program as necessary. This Code is the underlying framework for our Medicare Compliance Program and associated policies and procedures. CVS Health's Medicare products are governed by various regulations, including: Title XVIII of the Social Security Act; Code of Federal Regulations sections 42 CFR 422 and 423; and sub-regulatory guidance released by CMS (for example, HPMS memos). Our Medicare businesses have comprehensive fraud, waste and abuse programs designed to comply with laws and regulations, including compliance operational oversight, risk assessment, data analysis, investigations, training and processes to manage identified issues through corrective actions.

Our Medicare businesses have one or more dedicated Compliance Officers and Compliance and Fraud, Waste and Abuse Committees to monitor and oversee compliance for our Medicare participation. These Compliance Officers and Committees perform subject matter review of areas of potential fraud, waste and abuse, including, but not limited to, current investigations, developing case referrals to CMS, reviewing clinical utilization patterns and addressing issues at the retail pharmacy level or with reviewing for abnormal Part C provider claim submissions. CVS Health Medicare programs are governed by the CVS Health Medicare Compliance Plan and associated Medicare policies and procedures.

Additional aspects of the CVS Health Fraud, Waste and Abuse Program are described on the Company's intranet sites.

## Government Reimbursement and the False Claims Act

Federal and state false claims acts and similar laws prohibit submitting a false claim or making a false record or statement in order to gain reimbursement from, and/or avoid an obligation to, a government-sponsored program, such as Medicare or Medicaid. We adhere to all applicable laws, regulations and program requirements when billing federal or state health care programs.

A provision of the Deficit Reduction Act of 2005 requires CVS Health to provide its colleagues, and certain contractors and agents, with information regarding the federal and state false claims acts, whistleblower protections and the CVS Health process for detecting and preventing fraud, waste and abuse. As fully discussed in this Code, the Company prohibits retaliation against anyone for raising a legal or ethical concern or cooperating with an investigation.

...the Company prohibits retaliation against anyone for raising a legal or ethical concern or cooperating with an investigation.

## Ineligible Health Care Providers

The government has the authority to exclude individuals or entities that have engaged in abuse or fraud from participation in Medicare, Medicaid and other federal and state health care programs. CVS Health will not employ or contract with any person or entity to furnish services or items reimbursable through a federal or state health care program if that person or entity has been excluded from a government-funded program or convicted of offenses that could result in exclusion.

## Government Requests and Subpoenas

It is our policy to cooperate with reasonable requests for information from government agencies and regulators.

You should:

- Notify the Legal Department before responding to a subpoena, search warrant, request for an interview or other non-routine request for access to information related to Company matters;
- Always cooperate fully and be truthful in any information you provide to the government; and
- Never alter, withhold or destroy records related to an investigation.

# Holding Ourselves Accountable

## Chief Compliance Officer

The Chief Compliance Officer is responsible for oversight and implementation of all CVS Health Compliance and Integrity Programs. The key components of these programs include this Code, policies, training, communications, auditing, monitoring and remediation of wrongdoing. The Chief Compliance Officer provides regular reports to the Audit Committee of the Board of Directors regarding the status of the program.

## Colleague Responsibilities

As a colleague, you have certain responsibilities related to compliance and integrity.

All colleagues must:

- Report if you have been placed on any state or federal exclusion lists, including the U.S. Department of Health and Human Services Office of Inspector General (OIG) and/or General Services Administration (GSA); or if any of your employment-related professional licenses have expired, or been revoked and/or sanctioned.
- Immediately report any conviction of a criminal offense other than a minor traffic violation. For purposes of this reporting obligation, the term "conviction" includes (1) a finding of guilt against you; (2) a court's acceptance of a plea of guilty or nolo contendere (no contest) from you; (3) your entrance into a pre-trial agreement to avoid conviction; or (4) your entrance into a First Offender, deferred adjudication, pardon program or other arrangement or program where a judgment of conviction has been withheld. However, the term "conviction" does not include: (1) arrests or charges that did not result in conviction; (2) convictions that have been judicially dismissed, expunged, erased or sealed; or (3) convictions that state law does not permit an employer to consider. Notwithstanding the above, please note that any convictions involving controlled substances, convictions involving Medicare, Medicaid or any state or federally funded program, and convictions that could result in exclusion from participation in any state or federal health care program must always be reported.
- Understand and follow the Code and Company policies and procedures.
- Conduct your work and professional activities ethically and in accordance with all applicable laws, regulations, Federal health care program requirements, and court orders.
- Speak up and report any business activity that you believe may violate the law or the Code, using the resource that is most comfortable.
- Cooperate with investigations when requested and protect the integrity of the investigation by maintaining its confidentiality upon request by the investigator.
- Use resources to ask a question or get help when something is unclear or doesn't feel right.
- Use good judgment in cases where there is no clear rule, law or policy.

Speak up and report any business activity that you believe may violate the law or the Code, using the resource that is most comfortable.

## Leadership Responsibilities

While setting the tone at the top, CVS Health leadership must "walk the talk" and demonstrate the Company's values in all of their dealings on its behalf. CVS Health leaders are responsible for making strategic business decisions that align with our ethical standards and with this Code.

CVS Health leaders, including Managers and Supervisors, must also be knowledgeable about the content and operation of the Compliance and Integrity Program. The leadership team plays an important role in building integrity, respect, credibility and long-term sustainability for the Company.

Because leadership sets an example for all colleagues, they must:

- Maintain a positive, ethical work environment;
- Make certain that colleagues understand what is expected of them both professionally and ethically;
- Maintain an open door policy on a routine basis for colleagues to ask questions and raise concerns;
- Address issues raised by colleagues by listening and taking action, when appropriate;
- Ensure colleagues complete all training in a timely manner;
- Address all reports of misconduct and never ignore misconduct or retaliation;
- Reinforce this Code with colleagues;
- Communicate all policies and procedures;
- Be fair and objective; and
- Be a positive role model.

## Financial Leaders

Financial leaders have special responsibilities related to Sarbanes-Oxley requirements. They must establish, maintain and periodically certify the adequacy of internal controls for financial reporting. These leaders are also responsible for reporting material deficiencies or weaknesses in the Company's internal controls.

## Resources

The resources listed in this document should be used when you need some help or want to report an issue. It is the responsibility of each colleague to use these resources for guidance, advice, information and/or reporting and to keep reports and other interaction with the Chief Compliance Officer confidential.

These resources can help you with:

- Code issues;
- Ethical situations not specifically covered in this Code;
- Interpretation of Company policies and procedures;
- Internal control and/or accounting issues; and
- Fraud, waste and abuse questions or concerns, including concerns related to our Medicare or Medicaid participation.

**Documents**

These are the written resources to guide your decisions:

- Code of Conduct;
- CVS Health Colleague Handbook; and
- Company policies and procedures, which are available on the Company's intranet sites.

**People**

Many people are available in the Company to help you with advice or information and for reporting concerns:

- Chief Compliance Officer: (401) 770-7486
- Vice President and Chief Compliance Officer, Government Programs and Settlements: (401) 770-5459
- Chief Compliance Officer, Medicare: (480) 661-2030
- General Counsel: (401) 770-5415
- Chief Privacy Officer: (866) 443-0933
- Office of Corporate Secretary: (401) 770-5177
- Your manager or someone else in your management chain
- If you have a concern about financial or accounting practices, internal controls or other financial matters, you may report it directly to the Audit Committee of the Board of Directors. To do so, you should either contact the Ethics Line or forward the concern to:
  David Falkowski
  Chief Compliance Officer
  CVS Health
  One CVS Drive
  Woonsocket, RI 02895

**Advice & Counsel**

Advice & Counsel is a phone resource established to provide objective guidance and help address issues that affect work performance, work environment or interaction among colleagues. Advice & Counsel will also help ensure CVS Health policies are interpreted and applied fairly, impartially and consistently.

**Ethics Line**

The Ethics Line is a phone resource established to help us do the right thing. The Company urges you to use this resource whenever you have a question or concern that cannot be readily addressed within your work group or through your supervisor.

You may also call the CVS Health Ethics Line any time toll free at (877) CVS-2040.*

*Outside of the U.S., dial the AT&T Direct access code for the country from which you are calling, followed by (877) 287-2040. AT&T Direct access codes can be found at https://www.att.com/support/article/local-long-distance/KM1191865/ or by contacting your local operator.

The Ethics Line is available 24 hours per day, 7 days per week, 365 days per year. When you contact the Ethics Line, you will be treated with dignity and respect. All calls will be treated in a highly confidential manner. You do not have to identify yourself. Caller ID is not used and an independent third party handles all calls placed to the Ethics Line.

The Company is fully committed to its non-retaliation policy meaning that it prohibits retaliation against anyone for raising a legal or ethical concern in good faith or for cooperating with an investigation.

If you call the Ethics Line anonymously, you will be given a unique identification number so that you can call back for a status report on your call. The Company is committed to listening to all reports and investigating all good faith reports of wrongdoing. When necessary, the Company will intercede in perceived ethical or business conduct issues. In the event you identify yourself, but do not want your name revealed further, CVS Health will protect your identity to the extent reasonably possible. As an alternative to calling, you may contact the Ethics Line in other ways:

- Confidential email address: Ethics.BusinessConduct@CVS.com
- Use the web form found at: www.CVSHealth.com/EthicsLine
- Confidential fax: (847) 559-3835
- Confidential mailing address:
  David Falkowski
  Chief Compliance Officer
  CVS Health
  One CVS Drive
  Woonsocket, RI 02895

For further details and more specific direction, consult the Company's intranet sites.

**Privacy & Information Security Incidents**
If you believe or know that any sort of improper or unauthorized access, use or disclosure of any personal information including Personally Identifiable Information (PII), Protected Health Information (PHI), or other information about an individual, you may speak confidentially to a Privacy Advisor/Investigator through one of the contacts below or please submit through the Ethics Line.

Privacy Office (Legal Department)
One CVS Drive
Woonsocket, RI 02895
(866) 443-0933
Privacy.Officer@CVSHealth.com

# Investigations

The Company investigates all good faith reports of wrongdoing. If you are asked to participate in an internal investigation of misconduct or unethical behavior, you are required to cooperate.

To adequately review an allegation, investigations can sometimes be lengthy. Be patient if you do not get an immediate response from the Compliance and Integrity Group.

**Advice & Counsel**
(888) 694-7287 (myHR)

**Ethics Line**
(877) CVS-2040*

**Information Governance & Privacy Operations**
(866) 443-0933

**Ethics Line**
ethics.businessconduct@cvs.com

**General Security**
SecurityDesk1@CVS.com

*Outside of the U.S., dial the AT&T Direct access code for the country from which you are calling, followed by (877) 287-2040. AT&T Direct access codes can be found at https://www.att.com/support/article/local-long-distance/KM1191865/ or by contacting your local operator.

## Consequences of Wrongdoing

On and off the job, CVS Health expects all colleagues to comply with the law and treat other people with respect, honesty and courtesy. Disruptive, unproductive, immoral, unethical or illegal actions are NOT acceptable at CVS Health. A failure by any colleague to comply with laws or regulations governing CVS Health business, this Code or any other CVS Health policy or requirement, may subject CVS Health and the colleague(s) involved to civil and criminal penalties or prosecution. Non-compliance includes failure to properly supervise subordinates to prevent and detect misconduct. It also includes knowing about violations, but failing to report them.

CVS Health sanctions colleagues at all levels of the organization for participating in, encouraging, directing, facilitating or permitting non-compliant activities. The Company is committed to consistently undertaking appropriate disciplinary action to address non-compliance and deter future violations, and to that end, compliance-related disciplinary actions are fairly and firmly enforced. Disciplinary action may be in any form, up to and including termination of employment, and if warranted, legal proceedings.

The following are examples of some, but not all, forms of rule violations or misconduct that may result in discipline up to and including termination of employment:

- Theft or inappropriate removal or possession of Company property;
- Falsification of timekeeping records or other Company records;
- Possession or working under the influence of alcohol or illegal or non-prescribed drugs;
- Insubordination;
- Engaging in or threatening violence against colleagues, customers, vendors or others a colleague may interact with on behalf of the Company;
- Conduct that violates the CVS Health Equal Employment Opportunity, Affirmative Action, Anti-Discrimination, Anti-Harassment, and Anti-Retaliation Policy;
- Excessive absenteeism or tardiness;
- Unauthorized use of telephones, Company communication services and equipment or other Company-owned equipment;
- Negligent or improper conduct leading to damage of property, harm to others or safety hazards;
- Possession of dangerous or unauthorized materials such as explosives, firearms or weapons in the workplace;
- Failing to comply with the rules and limitations regarding gifts and solicitation from those with whom CVS Health does business as described in the Company's policies and this Code (See the CVS Health Gifts, Meals, Entertainment or Other Things of Value Policy);
- Unauthorized use or disclosure of confidential and proprietary Company information, confidential customer information or patient information; and
- Violation of Compliance policies or procedures resulting in non-compliant behavior.

> ...CVS Health expects all colleagues to comply with the law and treat other people with respect, honesty and courtesy.

Adherence to this Code of Conduct is a condition of employment or continued employment with CVS Health. Code of Conduct certification is a part of this requirement and failure to do so within the required time could result in termination of employment.

Nothing in this Code of Conduct constitutes a contract of employment with any individual. Additionally, nothing in this document changes the at-will nature of your employment at CVS Health, its affiliates or subsidiaries, where applicable.

Revision Date: October 2021

Health is everything.™