

Standards of Business Conduct



“Each of us has an opportunity to serve as an ethical role model and help sustain our commitment to integrity that has long served as the underpinning of our business.”

A message from Curt Nonomaque



Curt Nonomaque
President and Chief Executive Officer

As employees of the nation’s largest, member-owned health care company, we have a responsibility to uphold the highest standards of ethical business practices in all that we do. Nowhere is our commitment to integrity more impactful than in our relationships with those we serve—relationships with our members, our suppliers, our communities and with each other. Our Standards of Business Conduct not only define the underlying principles that guide our behaviors, but also they set forth guidelines that help us model those principles in all of our day-to-day interactions.

No matter your role in the company, each of us has an opportunity to serve as an ethical role model and help sustain our commitment to integrity that has long served as the underpinning of our business.

On behalf of our Board of Directors and our leadership team, I thank you for your ongoing commitment to those we serve and to the ethical culture we continue to foster together.

A handwritten signature in dark ink that reads "Curt". The signature is written in a cursive, slightly stylized font.

Table of contents

Introduction

Our purpose, mission and values	2
---	---

Standards of business conduct

Policies and procedures	3
-----------------------------------	---

Compliance with all laws and regulatory requirements	3
--	---

Conflicts of interest	3
---------------------------------	---

Contracting process	3
-------------------------------	---

Political contributions	4
-----------------------------------	---

Business meals and entertainment	4
--	---

Gifts	4
-----------------	---

Charitable contributions and promotional activities.	4
--	---

Intellectual property	4
---------------------------------	---

Confidentiality	6
---------------------------	---

Recordkeeping and document retention	6
--	---

Litigation holds	6
----------------------------	---

Travel- and business-related expenses	6
---	---

Use of company resources	6
------------------------------------	---

Inquiries from the media, financial analysts or market researchers	6
---	---

Inquiries from the government	7
---	---

Insider trading	7
---------------------------	---

Social media	7
------------------------	---

Anti-corruption and bribery.	7
--------------------------------------	---

Employee relations — respecting others

Equal employment opportunity	9
--	---

Harassment and workplace violence	9
---	---

Safety and security	10
-------------------------------	----

Open-door policy	10
----------------------------	----

Drug- and alcohol-free workplace	10
--	----

Reporting violations

Duty to come forward	11
--------------------------------	----

Investigation of complaints	11
---------------------------------------	----

Knowing when to raise issues.	11
---------------------------------------	----

Non-retaliation	11
---------------------------	----

Procedures for raising issues	11
---	----

Business and government relations

Advocating the Company's position	12
---	----

Antitrust	12
---------------------	----

Health care fraud and abuse compliance	12
--	----

Business relationships	12
----------------------------------	----

Lobbying and other contacts with government officials	12
---	----

HIPAA, HITECH Act	12
-----------------------------	----

Supplier sponsors (supplier sponsorship).	12
---	----

Facilitating trust and protecting assets

Accounting, finance and tax.	13
--------------------------------------	----

Safe computing	13
--------------------------	----

Corporate social responsibility

Our commitment	14
--------------------------	----

Corporate citizenship and our sustainability vision	14
---	----

Environmental stewardship	14
-------------------------------------	----

Charitable contributions and volunteer activities	14
---	----

Innovative technology	14
---------------------------------	----

Quality assurance.	15
----------------------------	----

Supplier Diversity Program	15
--------------------------------------	----

Determining when your ethics are being challenged and what to do

Conclusion	16
----------------------	----

Resources and contact information	17
---	----

Introduction

Our purpose, mission and values

We exist to ensure that our members deliver exceptional, cost-effective care. That's our purpose and a key reason that our members find extraordinary value beyond what they can get from anyone else.

Our mission is to connect members with the knowledge, solutions and expertise that accelerate performance. Our values, noted below, are a set of fundamental and strategic beliefs and behaviors that drive the performance of our organization. Our values guide our behavior and serve as a beacon for the future.

Permission to play values—our baseline expectations

- Respect: treat others as you would like to be treated
- Integrity: be honest, ethical and trustworthy
- Service: diligently meet the needs of others
- Judgment: make wise decisions

Core values—cultural cornerstones

- Collaborative: work together to achieve success
- Adaptive: anticipate and embrace change
- Resourceful: bring together the right expertise at the right time to achieve the right result

Business conduct, compliance and ethics program

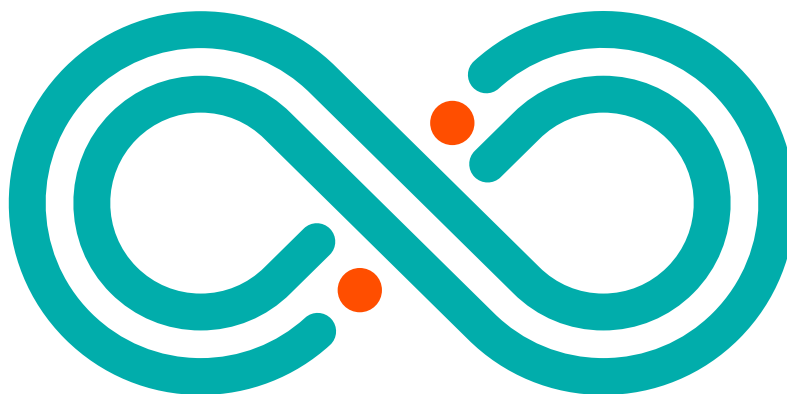
Employee commitment to compliance is an essential component of our core business practices. To that end, we developed a comprehensive Business Conduct, Compliance and Ethics Program (the Program). These Standards of Business Conduct (the Standards) serve as the foundation for our Program, which is supported by the Company's Board of Directors and management.

The Program reflects the principles outlined in these Standards, the Code of Conduct adopted by the Healthcare Supply Chain Association (HSCA) and the Healthcare Group Purchasing Industry Initiative (HGPII), and other related industry and governmental compliance guidance and applicable law.

The Program includes the following key elements as outlined by the Federal Sentencing Guidelines:

- Standards of business conduct
- Policies and procedures
- Confidential procedure for asking questions and investigating compliance concerns
- Compliance hotline and website for asking questions and reporting compliance concerns
- Ongoing monitoring and auditing
- Education and training

The compliance department, led by the compliance officer, works with senior management to ensure compliance with the Program. The Company's Board of Directors and its Audit and Compliance Committee provide additional oversight.



Standards of business conduct

Our Standards of Business Conduct are the set of values, principles and expectations we define for ourselves and to which we hold employees and management accountable. These Standards go above and beyond what the law requires or what others may do.

Our Standards of Business Conduct:

- Clearly define our values and principles as a Company
- Introduce us to some of the laws and regulations that we must follow
- Set clear expectations for our employees and the part each plays in fulfilling these values and principles
- Give each of us guidance on how to make the right decisions that are consistent with the Standards
- Identify resources to use in reporting concerns and guidance on the Company's non-retaliation policy

Whenever you are at work, representing the Company in an official or unofficial capacity, you are a representative of the Company. Your actions represent the Company and help form the image that both employees and those outside the Company have of our organization.

Policies and procedures

We adopted corporate policies and procedures (collectively, the Policies and Procedures) that address in greater detail many issues covered by these Standards as well as other topics not addressed here. Our Standards are not intended to recite all of the Policies and Procedures that apply to you or every law that applies to our business. Additional guidance on specific policies are available by visiting our internal website. We encourage employees to visit the Company intranet periodically to find the most current policy information. Failure to comply with these Standards or the Policies and Procedures may result in disciplinary action, up to and including termination of employment.

Our responsibility: Each of us is responsible for reviewing, understanding and complying with the Company's policies and procedures.

See policies and procedures on the Company intranet.

Compliance with all laws and regulatory requirements

All Company employees are expected to comply fully with all applicable federal, state and local laws and regulations. In addition to potential civil and criminal penalties against individual employees and the Company, violations of law can compromise our reputation and our ability to conduct business.

Because of the increased governmental scrutiny and regulation in the health care and group purchasing industries, it is critical that we avoid even the perception of impropriety.

Our responsibility: Each of us must ensure that all activities in which we engage comply with applicable laws and regulations. If you have any doubt, you should speak with a member of the compliance or legal departments.

Conflicts of interest

The spirit of this policy is to preserve and protect the integrity and independence of all decisions affecting the Company made by our officers and employees so that the interests of the Company, and not those of any individual, prevail. The mere appearance of a conflict of interest or a breach of confidence can often be as serious as an actual conflict or breach and can result in irreparable damage to the Company and its reputation. At the same time, we do not want to infringe unnecessarily upon the personal lives of our employees.

See **Conflicts of Interest and Meeting, Events and Member Interaction policies**.

Our responsibility: We all must avoid situations that may cause an actual or perceived conflict of interest. Furthermore, we must ensure that business decisions are free from any actual or perceived conflict of interest. In the event you are ever confronted with a potential conflict of interest, you should speak to your supervisor or a member of the compliance or legal teams.

GPO contracting process

We use a high-integrity, open and competitive contracting process that complies with the principles and guidelines of the American Bar Association Model Procurement Code for our group purchasing organization (GPO) related contracts. The primary objectives of the contracting process are to promote a truly voluntary group purchasing program, maintain an integrity-driven bid process that fosters a competitive marketplace, ensure fair and equitable treatment for all suppliers and promote transparency.

See **Contracting Process Toolkit documents including the Contracting Standards and other related policies**.

Our responsibility: Those of us responsible for facilitating or approving GPO contracts are required to follow the appropriate contracting process and, on a quarterly basis, attest that all activity was done in accordance with the relevant contracting process.

Political contributions

We encourage employees as private citizens to participate in the electoral process, including making contributions to political causes of their choice, outside of business hours. Federal law prohibits corporations from making contributions or spending money to influence federal elections.

See **Conflicts of Interest policy**.

Our responsibility: If you ever become aware of any political contributions made at the Company's expense, you are individually responsible for reporting them to the compliance department.

Business meals and entertainment

Business meals and entertainment can constitute inappropriate inducements that violate our Policies and Procedures as well as applicable laws and regulations. In accordance with our Policies and Procedures, employees may provide or accept reasonable meals and business entertainment that are not given or received to influence the outcome of any phase of a contracting decision or any other business decision.

See **Conflicts of Interest, Meeting, Events and Member Interaction, and Travel and Expense policies**.

Our responsibility: We should each use sound judgment regarding participation in recreational or social outings and/or any other type of business entertainment, and we must take care to avoid even the appearance of impropriety.

Gifts

Except in certain limited circumstances, we prohibit employees from giving gifts to or receiving gifts from members or suppliers. In accordance with our Policies and Procedures, you may give or receive gifts of nominal value that are not given to influence the outcome of any phase of a contracting decision or any other business decision. You may not use your own money to provide gifts.

See **Conflicts of Interest and Meeting, Events & Member Interaction policies**.

Our responsibility: Any charitable contribution you make on the Company's behalf must be reviewed and approved by the community outreach department prior to being made.

Charitable contributions and promotional activities

Company employees are required to obtain prior review and approval from both their supervisor and the community outreach department before making any charitable contribution to another person or organization in the Company's name. This would include any contributions that are expensed through the Company or paid for by the employee without reimbursement.

See **Conflicts of Interest and Meeting, Events and Member Interaction policies**.

Our responsibility: Any charitable contribution you make on the Company's behalf must have review and approval by the community outreach department prior to you making the contribution.

Intellectual property

Trade secrets and other types of intellectual property provide our Company with a competitive advantage. Patents, technical knowledge, know-how, trademarks, service marks, company names, supplier lists, member lists, copyrights and other trade secrets are valuable assets. Their protection is essential to our continued business success. You are also expected to respect the intellectual property of others and refrain from infringing upon valid patents, trademarks, service marks, copyrights or other intellectual property not owned by or licensed to the Company.

See **Intellectual Property policy**.

Our responsibility: Any employee who becomes aware of any misuse of the Company's intellectual property must immediately notify his or her supervisor and our legal department. If you have questions about whether use of certain material violates the intellectual property of our Company or others, you should contact our legal department for guidance.



We should each use sound judgment regarding participation in recreational or social outings and/or any other type of business entertainment, and we must take care to avoid even the appearance of impropriety.

Confidentiality

In the course of your employment, you will have access to and possess confidential and proprietary documents related to our Company, members and suppliers. Under no circumstances, except as necessary for the normal course of business, required by law or as directed by our legal department, may any employee divulge such information to any third party or use such confidential or proprietary information for their personal advantage.

See **Conflicts of Interest policy**.

Our responsibility: We are all required to maintain the confidentiality of the Company's proprietary information.

Recordkeeping and document retention

We have a Records Management policy relating to the creation, maintenance, retention and destruction of corporate documents. This includes but is not limited to member agreements, accounting and finance records, information technology-related data, supplier contracts, correspondence and bid materials.

See **Records Management policy**.

Our responsibility: We are each required to review, understand and adhere to all recordkeeping and document retention policies.

Litigation holds

In certain circumstances, the Company may become involved in litigation or other matters requiring the special preservation of documents. In such instances, our legal department will send out a notification to all affected employees requesting preservation of all records relating to a specific event. In the event of a conflict between a litigation hold and the Records Management policy, the litigation hold will govern.

See **Records Management policy**.

Our responsibility: Each of us must comply fully with all litigation holds. If you have any doubt whether you are required to retain a document pursuant to a litigation hold, preserve the document and contact our legal department for guidance.

Travel- and business-related expenses

Entertainment, meals and travel expenses that are reported on expense reports must have a legitimate business purpose and not be lavish or extravagant.

See **Travel and Expense policy**.

Our responsibility: It is incumbent upon each of us as Company employees to review, understand and adhere to all policies related to travel- and business-related expenses. Further, you should record business expenses promptly, completely and accurately through our expense reporting system in accordance with our Policies and Procedures.

Use of Company resources

The Company provides property, including systems, supplies and equipment, intended to assist you in the performance of your job responsibilities, allowing us to serve members' needs effectively and conduct business in an efficient and professional manner. The use of such property requires that the highest standards of loyalty and ethical principles be consistently applied.

Our responsibility: Our assets are intended to be used for legitimate business purposes of the Company. As a result, while incidental and occasional personal use is permitted, personal use should never be disruptive or interfere with the conduct of Company business or employee performance, nor should it create or appear to create a conflict of interest.

Inquiries from the media, financial analysts or market researchers

During your employment, you may receive inquiries from the media, financial analysts or market researchers. Our public relations staff is solely responsible for coordinating a response to these types of inquiries or requests.

Our responsibility: Please direct all media contact, inquiries and requests for interviews to an appropriate member of the public relations department. Should you receive email solicitations from unfamiliar parties requesting information about our business or our industry, do not respond until you receive guidance from our public relations department.

Inquiries from the government

The health care and group purchasing industries are highly regulated, and among many requirements the Company must follow, we are required to (1) compile and maintain numerous records and other information and (2) provide information and file reports with governmental agencies and other parties. We require all employees who compile, maintain or prepare information, records or submissions for governmental agencies or other parties to do so promptly, accurately and with the highest integrity.

Our responsibility: Inquiries from any governmental agency should be forwarded promptly to our legal department for handling.

Insider trading

Insider trading is prohibited by federal law. The act of insider trading occurs if you become privy to nonpublic information about a public company we do business with, and then use that information to trade stocks or other securities for the purpose of financial gain. We strictly prohibit this type of activity.

Our responsibility: As individuals, we are expected to refrain from all insider trading activities. Seek guidance from our legal or compliance teams if you have questions regarding compliance with this Standard.

Social media

The Company understands and respects that employees use social media for personal purposes. Social media can be used for business purposes and can shape the way the public views the Company, products, employees, vendors, partners and members. Although we respect employees' personal use of social media and the right to self-expression, we are also committed to ensuring that the use of social media serves the needs of our business by maintaining the Company's identity, integrity and reputation in a manner consistent with our values and policies.

Even if your social media activities take place completely outside of work, what you say can influence your ability to conduct your job responsibilities, your teammates' abilities to do their jobs and the Company's business interests. Therefore, all social media communication in which an individual is representing the Company or acting in his or her capacity as a Company employee is an official Company

communication and must be approved by our strategic communications team.

See **Social Media policy**.

Our responsibility: Always be fair and courteous and refrain from using statements, photographs, video or audio that infringe on the rights of others or could be viewed as malicious, harmful, embarrassing, profane, obscene, discriminatory, threatening or intimidating.

Anti-corruption and bribery

We are committed to conducting business transactions and practices in compliance with the federal Anti-Kickback Statute and similar state laws. The Company also conducts any operations and activities outside the United States in compliance with the letter and spirit of the Foreign Corrupt Practices Act (FCPA), which prohibits U.S. companies and individuals (as well as foreign subsidiaries of U.S. companies), from bribing foreign officials in exchange for receiving business. Specifically, employees are prohibited from giving, offering, soliciting or accepting anything that could be construed as a bribe, kickback or an illegal or unethical payment in connection with the Company and its businesses.

See **Anti-corruption and Bribery policy**.

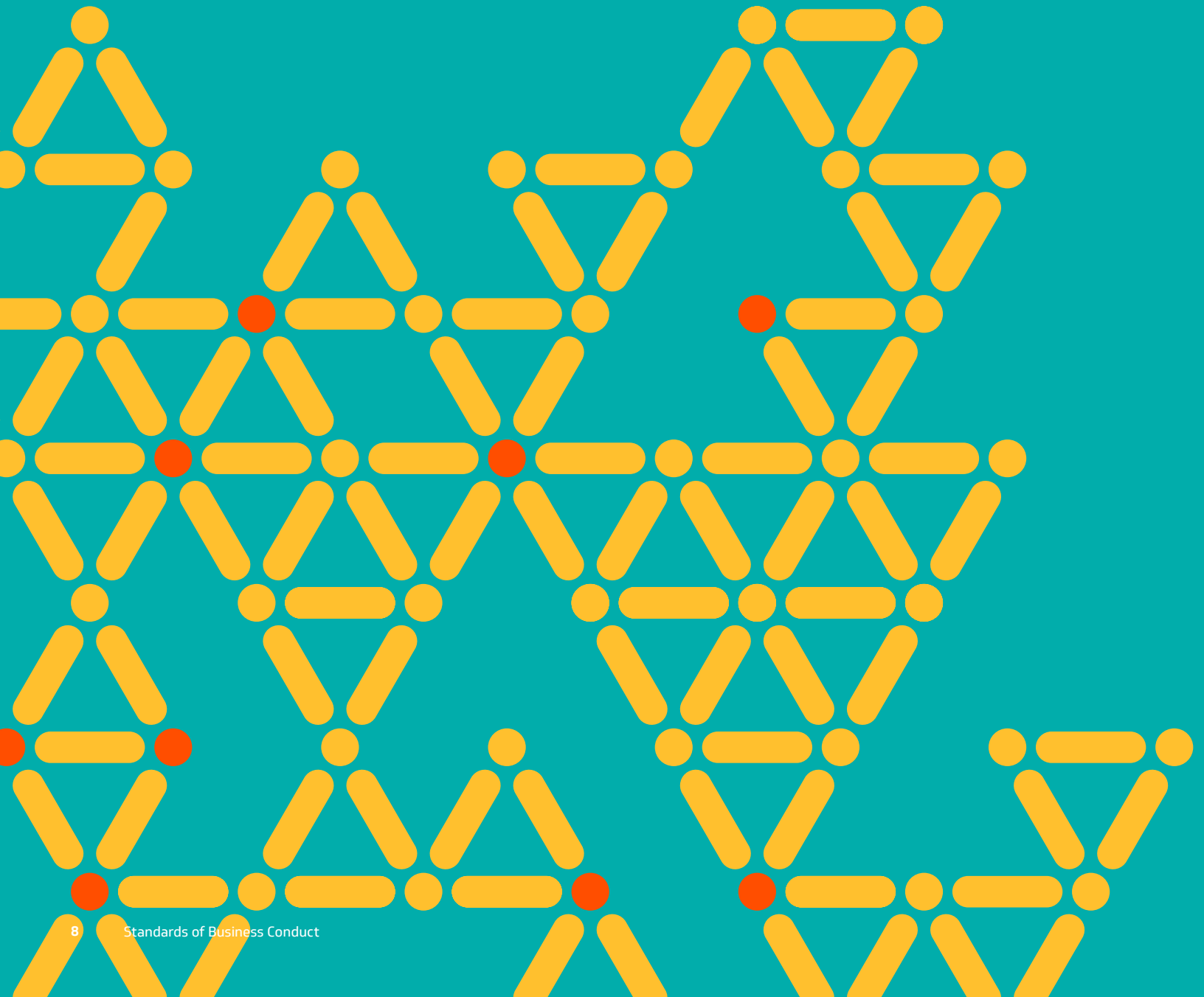
Our responsibility: Employees should not offer or accept any form of a bribe or kickback from any individual or government official. Seek guidance from our legal and compliance departments if you have any questions or a situation arises in which you are confronted with this type of scenario. Also, remember that the Company has a strict non-retaliation policy for reports made in good faith.

Example

Question: The Company has filed an application for a government permit that is essential to our business. The approval is taking longer than expected and there are concerns that the application may be rejected or substantially delayed. Is it acceptable to offer to pay the agent processing or approving our application \$1,000 to ensure that it is approved?

Answer: No. This would be an illegal bribe.

We are committed to providing our employees with an environment that encourages efficient, productive and creative work.



Employee relations – respecting others

At our organization, we respect each other and our diversity. Our work environment is intended to be inclusive, safe and nonthreatening. We have adopted Policies and Procedures to comply with applicable laws and ensure civility in the workplace.

Not all human resources policies and procedures are set out in our Standards of Business Conduct. For more information on all of these policies and procedures, please refer to the applicable human resources policies available on the Company's intranet.

Equal employment opportunity

The Company provides and promotes equal opportunity for all its employees and applicants for employment. Therefore, we do not tolerate harassment or unlawful discrimination on the basis of race, religion, color, creed, sex, age, national origin, disability, marital status, veteran status, sexual orientation, gender identity or any other legally protected characteristic. Our policies are intended to ensure that all Company employees are treated equally, without consideration of any protected characteristic, in hiring, training, promotion, transfer, demotion, discipline, compensation, use of facilities, access to benefits and termination.

See **Equal Employment Opportunity policy**.

Our responsibility: We are each required to adhere to all equal opportunity employment principles. You are encouraged to report any instances in which you feel you may have been a witness to or a victim of workplace discrimination.

Harassment and workplace violence

We are committed to providing our employees with an environment that encourages efficient, productive and creative work. To demonstrate this commitment, we strictly prohibit workplace violence and sexual or other harassment of any employee by another employee or employees, contract personnel or vendors. Violence against, or harassment of, any employee that occurs in the workplace or in other settings in which our employees may find themselves in connection with their employment, is unlawful and will not be tolerated.

Additionally, the Company prohibits the possession, use or distribution of weapons by anyone while on Company premises, in accordance with applicable laws and regulations.

Remember, harassment is anything someone does that creates a hostile or intimidating work environment for one of our employees on the basis of a protected characteristic. This can happen in any aspect of the employment process or relationship. Some examples of harassment include:

- Making offensive jokes
- Posting offensive materials
- Using epithets or slurs
- Insulting someone
- Displaying offensive pictures, cartoons or other material
- Transmitting offensive or derogatory information
- Mocking or mimicking another's culture, accent, customs or appearance
- Making unwelcome physical contact
- Intimidating someone
- Threatening or committing actual violence
- Threatening termination of employment or change in employment status based on one of the protected characteristics above

Sexual harassment includes, but is not limited to:

- Unwelcome sexual advances
- Suggestions or requests for sexual favors
- Verbal or physical conduct of a sexual nature

See **Anti-harassment policy**.

Our responsibility: We must each adhere to all policies and procedures that prohibit workplace violence and sexual or other harassment of any employee. You are encouraged to report any instance in which you feel you may have been a witness to or a victim of sexual harassment or workplace violence. Remember that the Company has a strict non-retaliation policy for reports made in good faith.

Example

Question: Can I email an inappropriate joke to a work colleague if I think he or she will find it funny?

Answer: No. This is disrespectful and viewed as harassment.



Safety and security

We comply with all applicable environmental and health and safety laws. If you are involved in an accident or if you see any condition that may impact the safety of employees, contractors or visitors, please contact the human resources or risk management team. The Company is committed to resolving any unsafe practices or conditions in the workplace.

See **Work-related Injury and Accident Reporting policy**.

Our responsibility: Potentially unsafe work conditions or situations should be immediately reported to our risk management team.

Open-door policy

All supervisors and managers are expected to maintain an “open-door policy” that permits employees to voice concerns or ask questions related to Company business. To encourage candid conversation between employees and their supervisors and to ensure that employees’ concerns are addressed promptly, it is our policy that no employee be retaliated against for raising, in good faith, what he or she believes to be a genuine issue or concern.

Our responsibility: You are encouraged to voice any concerns or questions about Company business directly to your supervisor. However, if your supervisor cannot help or is part of the problem, you are encouraged to speak with another member of management or our human resources team. You can also contact our compliance department with complaints or questions relating to our Standards or the Company’s compliance with governing laws and regulations.

Drug- and alcohol-free workplace

Our Company is committed to protecting the health, safety and welfare of its employees and members by providing a work environment that is drug- and alcohol-free in accordance with applicable state and federal law. Accordingly, the unlawful or unauthorized possession, use or dispensing of controlled substances or alcohol is prohibited on Company premises and at Company-sponsored functions. Note that the prohibition of alcohol does not apply to appropriate use at Company-sponsored functions or while engaged in Company business away from Company premises. However, any use should not interfere with an employee’s job performance or create a potential safety risk to other people, the Company or Company property.

See **Alcohol and Drug-free Workplace policy**.

Our responsibility: You are required to comply with all applicable state and federal laws to maintain a drug- and alcohol-free environment. Furthermore, you are encouraged to report any instance in which you observe controlled substances or alcohol being illegally or inappropriately used or dispensed on Company premises. Remember that the Company has a strict non-retaliation policy for reports made in good faith.

Reporting violations

Duty to come forward

We are committed to open communication with our employees about ethical and legal issues. As a Company employee, you are expected to report any potential legal or ethical wrongdoing to your supervisor, management or the legal or compliance teams. Additionally, you are encouraged to ask questions if you have any concerns about compliance with the law, these Standards or applicable Policies and Procedures. Remaining silent about an issue prevents the Company from addressing the situation and may subject the Company to liability.

Investigation of complaints

We are committed to investigating thoroughly every inquiry and complaint an employee makes. Each complaint will be fully investigated on its merits and appropriate action will be taken, depending on the results of the investigation. It is important for our employees to understand that confidentiality obligations may prevent our compliance team from sharing the results of the investigation with our employees, including, in most instances, the employee(s) who initiated the complaint. However, please know that we take every complaint seriously and will do our best to keep you informed.

Knowing when to raise issues

Every Company employee is obligated to bring to management's attention any instance in which he or she is aware of conduct that violates these Standards, Company Policies and Procedures or applicable laws and regulations. Furthermore, you should raise any concerns you may have as to whether proper procedures are being followed, even if you are not certain that legal or ethical standards are being violated. It is also important that you make management aware if you believe resources or training are inadequate to enable employees to comply with legal standards applicable to the Company.

Non-retaliation

We strictly prohibit harassment of or retaliation against any employee or person who, in good faith, reports a known or suspected violation of the law, these Standards or Company Policies and Procedures.

Subject to our obligations under applicable laws and regulations and our need to investigate the issue, we take every step possible to ensure the confidentiality of our employees. Although coming forward will not immunize an employee from the consequences of his or her own misconduct, the employee's good-faith reporting of an incident will be protected.

Any employee who engages in malicious or false reporting of violations will be subject to discipline, up to and including termination of employment.

Any supervisor who engages in, or condones, any form of retaliation against an individual in response to a good-faith report of a violation or suspected violation will be subject to discipline, up to and including termination of employment.

Procedures for raising issues

Employees are encouraged to raise issues or concerns with their immediate supervisors. If you are uncomfortable approaching your supervisor for any reason, you may also speak with:

- Any member of our human resources team
- Any member of our senior management
- Any member of our compliance or legal teams

Alternatively, employees, members, suppliers and other interested parties may submit concerns through: **(1) the Company's compliance website, vizientinc.ethicspoint.com or (2) the Company's toll-free compliance hotline, (800) 750-4972.** Both are available 24 hours a day, seven days a week. To ensure that you are not discouraged from filing a report, all reports remain confidential to the maximum extent possible, and you have the option to remain anonymous. To ensure confidentiality in reporting, all reports filed through these resources are managed by a third-party vendor and forwarded to our compliance team for review and investigation.

Business and government relations

Advocating the Company's position

We use several industry organizations, including the Healthcare Supply Chain Association (HSCA) and the Healthcare Group Purchasing Industry Initiative (HGPII), to promote our positions to government agencies and others. In addition, we will at all times represent ourselves with the highest ethics and integrity while vigorously defending our rights.

Antitrust

The Company believes in succeeding on our merits and competing fairly in the marketplace and in accordance with all applicable laws and regulations. The Company is required to respect the principles and rules of fair competition and is not permitted to violate applicable antitrust laws. The antitrust laws apply to all business arrangements, irrespective of their form, as well as to business conduct in general. The antitrust laws are complex and violations can result in severe penalties for both the Company (e.g., substantial fines and penalties) and our employees (e.g., substantial fines and penalties and potential imprisonment). Accordingly, it is extremely important that all agreements with members, suppliers, competitors or other third parties be reviewed and approved in advance by the legal team.

Health care fraud and abuse compliance

The Company is committed to complying with all laws and regulations governing group purchasing organization (GPO) activities, commonly referred to as the "GPO Safe Harbor." We have implemented specific practices to facilitate compliance, including written agreements with our members authorizing the GPO to act as a purchasing agent for our members. For additional information, contact the compliance or legal teams.

Business relationships

Our relationships with business partners, government authorities and members will comply with the highest ethical standards and business practices.

Lobbying or other contacts with government officials

The Company employs registered federal lobbyists and is registered under the Federal Lobby Disclosure Act. As a consequence, the Company is subject to limits on contacts that may be made with elected members of the U.S.

Congress and other high-ranking federal officials, and is required to file periodic reports of its time and expenses associated with such contacts. Failure to file such reports on a timely and accurate basis can result in the imposition of criminal and other penalties against the Company. Consequently, all contacts with elected members of the U.S. Congress, their staff members and other officials of the administration (including employees of federal agencies) must be promptly documented and such documentation must be forwarded to the vice president, public policy and government relations. If you have questions about these restrictions or whether a proposed contact with a member of Congress or other government official must be reported, contact the vice president, public policy and government relations, or the chief legal officer.

HIPAA and HITECH Act

The Company provides a wide variety of offerings and services to our member hospitals. In providing some of these services, some employees may have access to sensitive health information. Whether we are providing clinical improvement consulting services, hosting member forums, aggregating and/or de-identifying patient data or performing other types of data analysis on behalf of our health care member organizations, we must always protect the confidentiality of all types of health-related information entrusted to us, particularly protected health information. We are committed to handling such information with the greatest possible sensitivity and protection. Our members depend on us to use and safeguard such information appropriately, and agreements with our members (as well as state and federal laws) may limit how we use and disclose such information. For more information, contact the compliance team.

See [Privacy and Security policies](#).

Supplier sponsorship

We must avoid any appearance of impropriety that may arise from a perception of special treatment of current or prospective suppliers that are, or seek to be, sponsors of sponsored activities. The Company developed policies intended to ensure that all sponsorship activity is treated fairly and in accordance with applicable laws and regulations.

See [Supplier Sponsorship policy](#).

Facilitating trust and protecting assets

Accounting, finance and tax

It is imperative that we maintain accurate books and records on the financial condition of the Company at all times. In addition, we have periodic reporting responsibilities to our members, financial institutions and to taxing authorities.

Even if you don't have direct responsibility in these areas, you play a role in accurate reporting and disclosure. Each employee has a duty to:

- Report any business information accurately and consistent with Company policies
- Conduct business without manipulating transactions to misrepresent the financial aspects of transactions
- Report cost, expense, invoice and sales information, accurately and correctly without it being inflated or otherwise manipulated
- Report in a timely manner any financial or other business information that the Company needs to maintain and report accurate and timely financials
- Report accurate work hours and paid time off
- Submit accurate travel and business expense reports that reflect the actual expenses incurred that are consistent with Company policies
- Refrain from providing any information that would assist members or suppliers in manipulating their own financial information
- Maintain all records related to these subjects in accordance with the Company's Records Management policy

See [Accounting and Finance policies](#).

Example

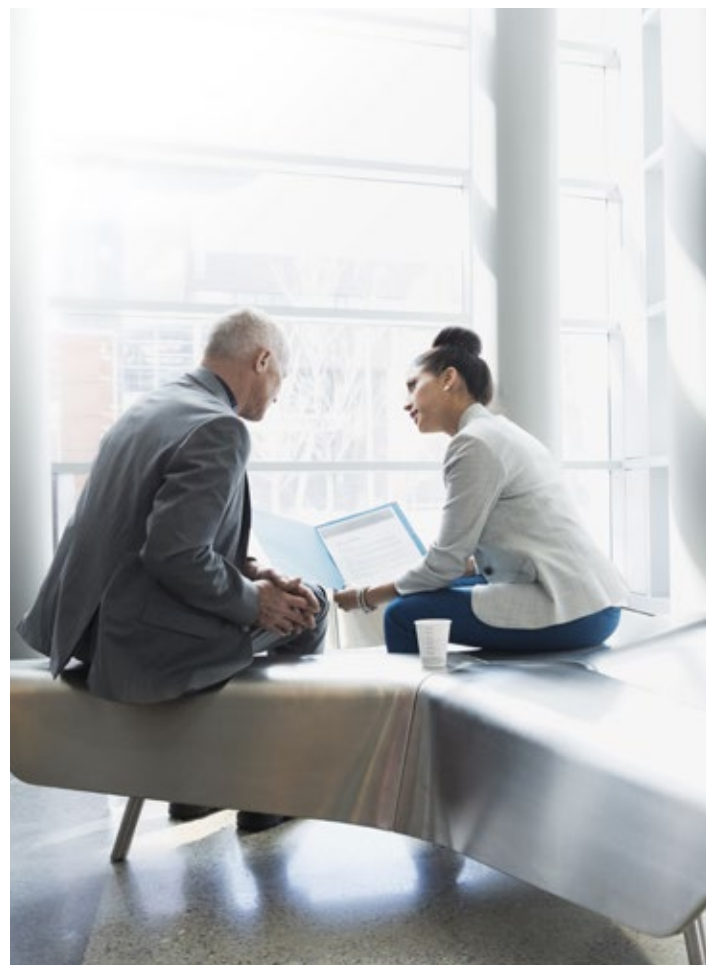
Question: I have \$50,000 in signature authority to process vendor invoices. I have received a \$165,000 invoice, but my senior vice president is not here and I really want to get this done. Can I process the invoice to get it taken care of quickly?

Answer: No. You must follow the applicable signature authority guidelines set by the Accounting and Finance policy.

Safe computing

Employees are required to follow safe computing practices that minimize risks to Company computer systems, which include Company computers, networks, mobile devices, applications and data, as well as all other computers or devices connected to these Company computer systems. Safe computing practices also allow our organization to comply with legal and contractual obligations related to their usage.

See [Safe Computing Standard and other security policies](#).



Corporate social responsibility

Our commitment

We believe that our commitment to a culture of ethics extends well beyond our own internal practices and that our Company as a whole also must uphold its social responsibility to our members, suppliers and communities. We believe that leading by example through initiatives like those described here is the best way to demonstrate our commitment to social responsibility. Our Company operates from a dynamic set of values that inspire us to act as good corporate citizens and to embrace the knowledge, skills, cultural perspectives and experience of others.

Corporate citizenship and our sustainability vision

The Company will take its commitment to community, its pledge to ethical leadership and its desire to become an indispensable partner to new levels. The sustainability plan will model and enhance the distinctive competence of our stakeholders including employees, members, community partners and suppliers who are dedicated to building better, stronger, healthier communities.

Our sustainability program includes corporate citizenship and encompasses the following integrated set of environmental, social and governance categories:

- Environmental: energy, waste, water, climate and pollution
- Social capital: community engagement, volunteerism and philanthropy
- Human capital: labor practices, diversity, talent development and employee engagement
- Business model and product stewardship: supply chain and environmentally preferred purchasing
- Leadership and governance: oversight, lobbying and business ethics



Environmental stewardship

We care about our employees', members' and suppliers' communities and the environment. Corporate citizenship and sustainability is a vital strategic commitment for the Company, as can be seen in our annual sustainability report, published at vizientinc.com.

Our Company is committed to reducing our environmental footprint and supporting our business partners who work to reduce waste to improve the health of the communities they serve. The Company's longstanding commitment to environmentally responsible practices has been repeatedly recognized by leading environmental advocacy groups.

Charitable contributions and volunteer activities

We are committed to supporting charitable causes in the communities where we operate and elsewhere. In this regard, we support various programs designed to create healthier communities and we match our employees' volunteer time in our communities with employee-directed investments in community projects. In addition, we support the efforts of our employees to participate in volunteer activities with an annual CEO-led day of service. At management's discretion, we also allow employees time off to volunteer in the community. We then match employee efforts with an employee-directed donation of \$15 per hour for each hour they work in the community, up to 40 hours for a maximum of \$600 each year.

Innovative technology

We are committed to ensuring that the members we serve have access to savings on and information about new and potentially innovative health care technology. We are able to meet these needs by:

- Providing an online forum through which members and health care vendors can exchange information about health care technology
- Inviting suppliers to submit products for consideration for an Innovative Technology award

Quality assurance

One of our top priorities is to select and promote manufacturers that will provide safe, effective, readily available and cost-effective products for use by member institutions. To deliver on this commitment, we evaluate every incumbent supplier and potential new supplier to ensure that it has no prior record of exclusion or debarment by the federal government. We also review suppliers' regulatory history of U.S. Food and Drug Administration inspections, agency observations and product recalls. Our member councils or task forces also evaluate suppliers.

In addition, we have a Quality Assurance Program in place whereby we monitor suppliers' quality and regulatory performance, overall industry standards and, where appropriate, proactively notify members of any material quality or regulatory issues or trends.

We do not manufacture, label, package, repackage, maintain, inventory, sell, distribute or control specifications for any product. All such activities are the sole responsibility of the product's manufacturer, distributor or other seller.

Supplier Diversity Program

The mission of the Company's Supplier Diversity Program is to help our members champion inclusion in their supply chains and accelerate economic growth in local communities through the engagement and empowerment of high-quality, cost-competitive small minority-, woman- and veteran-owned (collectively, small and diverse) businesses.

The program's objectives — which include creating a robust contract portfolio of certified small and diverse supplier manufacturers, distributors and service providers; driving member usage with contracted firms; and enhancing second-tier supplier diversity participation of our nonprogram suppliers and distributors — generate significant growth within the program. The Company also formally launched its Tier II reporting program in 2014. Tier II spend refers to a contracted supplier's expenditures with their diverse suppliers and subcontractors.

In addition to adopting internal practices that support the diverse supplier community, we also designed and launched a website to help health care organizations with their supplier diversity efforts. Over the years, our support of diverse suppliers has been recognized by many important advocates of supplier diversity.

Our Company operates from a dynamic set of values that inspire us to act as good corporate citizens and to embrace the knowledge, skills, cultural perspectives and experience of others.

Determining when your ethics are being challenged and what to do

It isn't always easy to determine the right thing to do.

You are on an ethical tight rope if you are thinking or if someone says to you:

"Maybe just this once."

"No one needs to know about it."

"It doesn't matter how it gets done, just as long as it gets done."

"It sounds too good to be true."

"Everyone does it."

"No one will get hurt."

"The tape of this conversation will self-destruct in three minutes."

Ask yourself:

"Are my actions legal?"

"Am I being fair and honest?"

"How would I feel about myself afterward?"

"What would I advise my child or best friend to do?"

"How would it look on the evening news or in tomorrow's newspaper?"

"How would I feel if my parents, spouse, children and friends knew what I was doing?"

Conclusion

The various components of our Business Conduct, Compliance and Ethics Program set forth guidelines and expectations concerning business ethics and conduct; however, they cannot anticipate every situation that you may face. No concern is too small or unimportant if it implicates our Company's policies on proper conduct. If you are uncertain about a given situation, you should consult your supervisor, the compliance, legal or human resources teams.

Resources and contact information

We are committed to open communication with our employees on ethical and legal issues. If you have any questions or concerns about compliance with the law, these Standards or applicable policies and procedures, here are several resources available to you.

Compliance hotlines and websites:

Vizient

(800) 750-4972

vizientinc.ethicspoint.com

Apexus

(877) 226-2332

apexus.ethicspoint.com

aptitude

(855) 327-4484

aptitude.ethicspoint.com

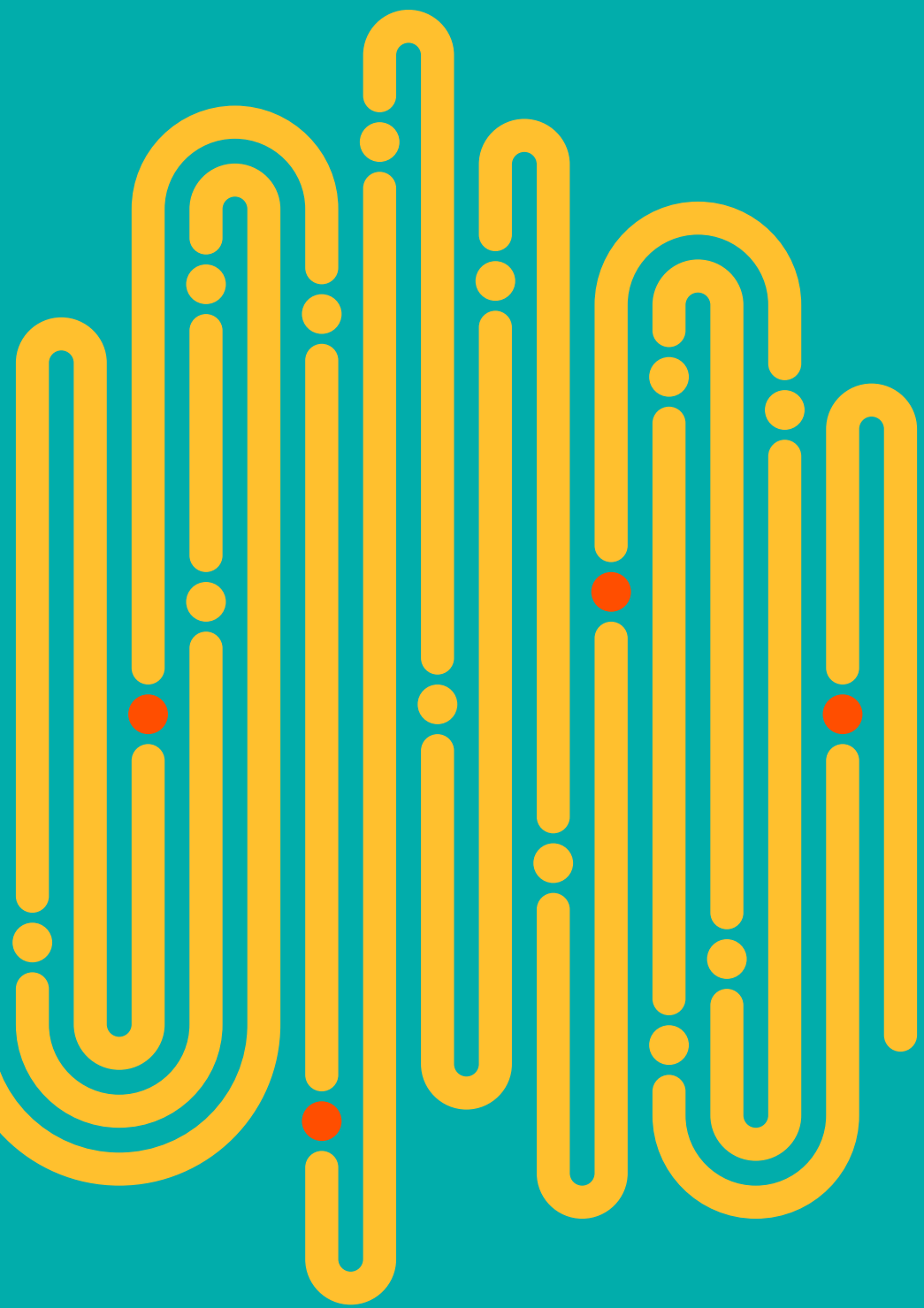
Excelerate

(855) 419-3602

excelerate.ethicspoint.com

**Vizient legal and
compliance department**

(972) 581-5966



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