



MultiPlan
Code of Business Conduct and Ethics
for Network Providers and Vendors

ABOUT OUR CODE:

MultiPlan is committed to conducting our business with integrity at all times. It's a commitment that forms the foundation of our business success, maintains our culture of honesty and fair play throughout our operations, and sustains our company's reputation for excellence. Our customers count on us to deliver innovative, high-quality services and solutions, and we earn their trust by adhering to the highest standards of ethics and business conduct. That trust, like our company's reputation, is a valuable commodity, and one that we reinforce every day by the way we treat our fellow employees, customers, health care providers, vendors, suppliers and the communities where we do business. All of our employees and business partners share that responsibility, and that's why it's so important for all of us to become familiar with MultiPlan's Code of Business Conduct and Ethics (our Code).

Our Code is designed to provide guidance for day-to-day actions and activities. It represents the values of our company and how we conduct business. It's about doing the right thing, treating others with respect and being honest at all times.

Please take the time to read our Code, and ask questions if you see something you don't understand. Many resources are available to help you. Your support in abiding by our Code – as well as in making MultiPlan a leader in the industries we serve – is appreciated and valued every day.

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CODE OF BUSINESS CONDUCT AND ETHICS

Purpose

The MultiPlan Code of Business Conduct and Ethics (this “Code”) contains the legal and ethical standards of conduct required of all parties with which MultiPlan does business with. All MultiPlan providers and vendors (“you”), are expected to apply high ethical, moral and legal principles in every aspect of their business conduct.

1. Compliance with Laws, Rules and Regulations

You must comply with all applicable laws, rules and regulations including certain Government Program laws, discussed below. The use of any MultiPlan or plan sponsor’s (“clients”) funds or assets for any unlawful purpose is strictly prohibited.

2. Confidentiality

In accordance with applicable legal and ethical requirements, you must maintain the confidentiality of the following types of information, as applicable:

- Enrollee confidential information;
- Provider confidential information;
- MultiPlan Client confidential information;
- MultiPlan Employee confidential information; and
- MultiPlan proprietary information;

Definitions

Enrollee Confidential Information is defined as non-public information regarding current and former enrollees, and includes, but is not limited to, name, social security number, all demographic information, medical condition and other clinical information, and includes Protected Health Information (“PHI”) and Electronic Protected Health Information (“EPHI”) as those terms are defined in the regulations implementing the administrative simplification provisions of the Health Insurance Portability and Accountability Act of 1996 (“HIPAA”).

Provider Confidential Information is defined as non-public information regarding providers who apply to participate in MultiPlan’s networks, current MultiPlan participating providers and former MultiPlan participating providers.

Client Confidential Information is defined as non-public information regarding prospective, current, and former MultiPlan clients.

Confidential Employee Information is defined as non-public information regarding applicants for employment with MultiPlan, current MultiPlan employees and former MultiPlan employees.

MultiPlan Proprietary Information is defined as non-public information about MultiPlan. You may use and disclose material, non-public information only in compliance with the law and the terms of your agreement or confidentiality agreement with MultiPlan, as applicable.

Patient/Enrollee Information

If entrusted to you, you must follow all applicable state and federal laws that govern the confidentiality of certain patient information, including without limitation HIPAA, which, among other areas, regulates the use and disclosure of PHI, the Privacy Rule, the Security Rule and the HITECH Act.

Information relating to a patient's PHI must be safeguarded at all times, and may only be disclosed in accordance with HIPAA and other applicable state and federal laws and/or regulations. You must safeguard the privacy, confidentiality and security of this information.

You are expected to limit access to patient information to the minimum amount required by your duties/your employees' duties and as permitted by law.

Administration of the Confidential Information Policy and HIPAA Privacy Officer

If you are a vendor to MultiPlan, please contact your routine business contact at MultiPlan for issues or questions relating to the treatment of confidential information or protected health information. In turn, MultiPlan's HIPAA Privacy Officer will be notified for issues and questions relating to HIPAA compliance and MultiPlan's HIPAA Security Officer will be notified for questions involving HIPAA information technology compliance. **If you are a network provider**, please email HIPAA@multiplan.com for HIPAA related issues or visit MultiPlan's service portal on the web (www.custservice.multiplan.com) for concerns about breach of confidentiality not related to protected health information.

3. Integrity of MultiPlan Information

You may use and disclose material, non-public information that is shared with you by MultiPlan or its clients only to carry out your/your employees' contracted duties/services and in compliance with the law.

Financial Reporting and Internal Control

All invoicing, financial reports, accounting records, research reports, expense accounts, time sheets and other such documents that you prepare in connection with MultiPlan, its clients or its clients' enrollees are highly confidential must be truthful, complete and accurately recorded, and must properly describe the transactions they reflect. Improper or fraudulent accounting, documentation or financial reporting is prohibited.

Record Retention

All records related to certain business activities with MultiPlan must be maintained for at least ten (10) years from the date that your agreement with MultiPlan terminates. You must ensure that all records containing the types of confidential and proprietary information referenced in this Code is securely maintained, controlled, and protected to prevent unauthorized access. Any unauthorized destruction, removal or use of MultiPlan's, its clients' or its clients' enrollees' records is prohibited.

4. Ethical Business Practices

MultiPlan is committed to only engaging in ethical business practices. In turn, you must accurately and honestly represent your organization and may not engage in any activity or scheme intended to defraud any person or organization of money, property, or honest services.

MultiPlan will not tolerate business practices that are intended to violate the spirit of any applicable law, even if such practices do not technically violate the law. You must exercise common sense and good judgment in assessing whether any arrangement could be perceived to be inappropriate.

The provisions set forth below are designed to provide guidance on ethical business practices. Conduct that is not specifically addressed below must nevertheless be consistent with the general intent of this Code of Business Conduct and Ethics.

Corporate Opportunities

You are prohibited from: (a) taking for yourself or for another entity, opportunities that are discovered through the use of MultiPlan's, its clients' or its clients' enrollees' property, information or position, and (b) using MultiPlan's, its clients' or its clients' enrollees' property, information or position for personal gain.

Fair Dealing and Competition

You must deal fairly with MultiPlan, MultiPlan's clients and its clients' enrollees. You should not take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other unfair-dealing practice.

Honest Communication

You should be open and honest in the performance of your contracted duties/services. You shall not make false or misleading statements to any MultiPlan or any person or entity doing business with MultiPlan or about the products or services that you perform for MultiPlan or that MultiPlan performs.

5. Conflicts of Interest

Network Providers and Vendors must avoid any conflict of interest with MultiPlan employees. A conflict of interest occurs when a MultiPlan employee's private interest interferes in any way – or even appears to interfere – the employee's ability to make fair and impartial judgment and to act in the best interest of MultiPlan. This requirement also applies to MultiPlan employees' Family Members. A "Family Member" includes: an employee's spouse, as defined by state specific statutes and adoptive, biological, step or half relation child, parent, brother, sister, grandparent, grandchild, mother or father in law and legal guardian.

MultiPlan's purchasing decision are based on the Vendor's ability to meet MultiPlan's needs and not on the basis of personal relationships or gift and gratuities extended or accepted. Any gifts, meals, favors or entertainment, in any form, that would likely result in an expectation of a personal obligation, should not be extended or accepted.

Relationships with MultiPlan Employees

MultiPlan employees may not have a personal ownership or other financial interest in any organization or individual's business that either competes with or does business with MultiPlan unless they have received prior management approval. To avoid a conflict of interest by a MultiPlan employee, you may not deal with any MultiPlan employee who has a personal ownership or other financial interest in your business. Similarly, each MultiPlan employee shall disclose if a Family Member works for an entity or individual with which MultiPlan has an arrangement, or is contemplating entering into an arrangement with an entity that directly competes with MultiPlan. As such, you too must disclose such relationships to MultiPlan.

Gifts and Gratuities

The purpose of business entertainment and gifts is to create goodwill and sound working relationships. The purpose is not to gain an improper advantage with customers, or to allow a vendor or Network Provider to obtain an improper advantage with MultiPlan. In no event shall employees accept from you or offer to you gifts, favors, services, entertainment or other things of value to the extent that decision-making or actions affecting MultiPlan might be influenced by such gratuities. Further, no bribes, kickbacks or other similar payments, in any form, shall be made, directly or indirectly, to, or for, a MultiPlan employee, agent or representative.

Before offering or providing any gift or gratuities to a MultiPlan employee, the Network Provider or Vendor must confirm with the MultiPlan employee that such gift or gratuities would not place the employee in violation of this Code and/or applicable MultiPlan policies.

Nothing in this Code shall prohibit a MultiPlan business unit or supervisor from establishing stricter rules relating to the acceptance of gifts, gratuities or other items of value from Network Provider and vendors.

Outside Activities and Directorships

Each MultiPlan employee has a duty to disclose any Outside Activities and Directorships, including any charitable or civic organization, that directly or indirectly affect company duties, to the Vice President for his/her division.

A person is involved in "Outside Activities and Directorships" if the person (1) holds a job outside of MultiPlan, or (2) is involved in a business outside of MultiPlan, or (3) is involved with civic, trade, and charitable organizations in a role that may directly or indirectly affect the ability of the employee to perform his/ her duties with MultiPlan or may influence decisions the employee makes on behalf of or affecting MultiPlan.

MultiPlan retains the right to prohibit membership on any Outside Activities and Directorships where such membership might conflict with the interests of MultiPlan. Questions regarding whether or not such participation by a MultiPlan employee might present a conflict of interest should be addressed to the employee's manager or Human Resource Representative.

Lobbying

MultiPlan providers and vendors shall not engage in lobbying activities on behalf of MultiPlan unless authorized. Lobbying is strictly regulated by federal and state government rules. For example, certain federal programs require that no federally appropriated funds have been paid or will be paid by or on behalf of MultiPlan to any person for influencing or attempting to influence an officer or employee of any agency, a member of Congress, an officer or employee of Congress, or an employee of a member of Congress in connection with the awarding of any federal contract, the making of any federal loan or grant, or the entering into of any cooperative agreement, or the extension, continuation, renewal, amendment, or modification of any federal contract, grant, loan, or cooperative agreement. You may not communicate with elected officials or their staffs on behalf of MultiPlan without clearance from Human Resources and the Legal Department. MultiPlan providers and vendors are also prohibited from contributing or making any agreement to contribute any money, property, or services of any MultiPlan resources or personnel at MultiPlan's expense to any political candidate, party, organization or committee.

Please note the foregoing is not intended to restrict MultiPlan providers and vendors from participation or association in political activities individually as citizens of their country, state, county, city, municipality and neighborhood or on behalf of their own organization. However, your involvement in politics must remain separate from your contractual responsibilities as a MultiPlan providers and vendors.

6. Protection of Assets

All employees must strive to preserve and protect MultiPlan’s assets by making prudent and effective use of MultiPlan’s resources. When providing services to MultiPlan or its clients’ enrollees, you too must make prudent and effective use of MultiPlan or its Clients’ resources. All MultiPlan physical property including facilities, computers, other equipment, and supplies, to the extent accessible to you, must be protected from misuse, damage, theft, or other improper handling and only used for its intended purpose.

Personal Use of Corporate Assets

You are prohibited from improperly using MultiPlan’s assets for your personal reasons. You are prohibited from the unauthorized use or taking of MultiPlan’s equipment, supplies, materials or services, excluding nominal use approved by MultiPlan.

7. Fair Employment Practices – Our Standard

Harassment

Harassment undermines the integrity of the employment relationship. Harassment can be non-verbal, verbal or physical and includes implied as well as overt threats. MultiPlan will not tolerate the harassment of any individual or entity with which it interacts and is committed to maintaining a workplace that is free of harassment.

It is unlawful for you to sexually harass others and any such conduct is expressly prohibited. In addition, MultiPlan prohibits harassment on the basis of age, race, marital status, sexual orientation, religion, national origin, citizenship status, physical or mental disability, veteran status, or any other basis protected by federal, state, or local laws.

Equal Employment Opportunity

It has been and will continue to be a fundamental policy of MultiPlan to offer equal employment opportunities to qualified Individuals, regardless of race, religion, national origin, age, sex, disability – or any other factor protected by law and/or MultiPlan policy. These policies apply not only to hiring decisions, but to all aspects of employment including training, promotion, compensation and other terms and conditions of employment. MultiPlan insists that your organization adopt comparable requirements.

8. Government Programs

MultiPlan offers Government Program services to clients that offer government health care programs plans at the state and federal level (e.g., Medicare Advantage, Medicaid Managed Care, TriCare, and Veterans Affairs). As in all of its business activities, MultiPlan seeks to provide Government Program services to these clients with the highest integrity.

MultiPlan is committed to adhering to and otherwise complying with applicable statutory, regulatory and other requirements of Centers for Medicaid & Medicare Services (“CMS”), Department of Defense (“DOD”), Department of Veterans Affairs and other comparable programs and/or of their designee(s). All employees, and those who do business with us to help provide services, directly or indirectly, to Government Program clients are required to conduct activities honestly and consistent with all applicable policies and procedures. Failure to do so may subject MultiPlan, its employees, or contractors to substantial penalties or sanctions.

Thus, MultiPlan is committed to full compliance with all applicable Government Program requirements and we expect all employees, vendors and providers to comply with these requirements. Employees, vendors and providers that identify or are made aware of potential misconduct or suspected violations of Government Program requirements have a duty to report it to the FWA Compliance Officer.

Federal Exclusion Databases

MultiPlan monitors government maintained databases on an ongoing basis to ensure employees, providers and vendors that provide Government Program services do not appear on the government maintained databases as excluded. Furthermore, neither providers or vendors, nor any of its employees or contractors, involved in providing government related duties/services to MultiPlan shall appear on the government maintained databases as excluded. Providers and vendors shall review the government maintained databases prior to hiring and retainer of contractors and monthly thereafter, and that if any of its employees or contractors is on such lists, it will immediately remove such employees and contractors from providing MultiPlan with any government related duties/services, and will take other appropriate corrective action as necessary.

COMPLIANCE WITH THE CODE OF BUSINESS CONDUCT AND ETHICS

If you have knowledge of a violation of the Code of Business Conduct and Ethics, you must immediately report such violation in accordance with the Reporting Process outlined below.

If an individual making a report desires to remain anonymous, he or she must include that request in the report of the alleged violation. Any employee who receives a complaint or report made in good faith shall, upon request by the individual making the complaint or report, strive to keep the source of the report confidential, to the extent possible.

In reviewing the alleged violation(s) of the Code of Business Conduct and Ethics, MultiPlan will consider all relevant facts and circumstances, including the extent to which the behavior was contrary to the express language or general intent of the Code of Business Conduct and Ethics, the severity of the violation, the employee's history with MultiPlan and other factors which MultiPlan in its sole discretion deems relevant. Discipline for failure to abide by the Code of Business Conduct and Ethics may, in MultiPlan's discretion, range from verbal reprimand to termination of contracted duties/services.

MultiPlan strictly prohibits retaliation or reprisal against anyone, who in good faith discusses any concern with his or her supervisor, utilizes the reporting process or calls the hotline to make a complaint or inquiry. However, if an individual reports a concern regarding conduct violation in which the reporting person is involved, MultiPlan may impose appropriate disciplinary action on such person. This non-retaliation policy also will not protect anyone who makes an unjustified or false report for the purpose of harassment or nuisance or other improper purpose.

This Code of Business Conduct and Ethics is meant to be read in conjunction with applicable law and any other MultiPlan manuals, instructions, and directions, as applicable. The Code is not intended to provide, nor shall be construed as providing, any employment, contractual or other rights. MultiPlan reserves the right to modify the Code as necessary, to incorporate new compliance requirements, regulations, and to incorporate new policies and procedures.

Administration of the Code of Business Conduct and Ethics

MultiPlan's Senior Vice President of Human Resources serves as MultiPlan's Compliance Officer for issues of employee conduct and conflict of interest. MultiPlan's AVP, Associate Counsel & Director of Corporate Quality is the FWA Compliance Officer for issues of fraud waste and abuse.

The Compliance Officers are responsible for reviewing and, as necessary, reporting on matters that may arise. The FWA Compliance Officer will provide periodic summary updates of all Government Programs related matters to the Quality Management Committee which serves as MultiPlan's Compliance Committee.

Reporting Process

Report violations to our Code of Business Conduct and Ethics to the MultiPlan hotline for Government Health Care Programs (888-920-4506). Calls to the Hotline will not be traced. You may remain anonymous. If you wish to identify yourself, MultiPlan cannot guarantee that your identity will not be disclosed. Please understand, however, that your identity and office location will facilitate MultiPlan's response to your concern, and that such information may be necessary to enable MultiPlan to inquire about and investigate the matter you report.

As used in this MultiPlan Code of Business Conduct and Ethics, the term "MultiPlan" means MultiPlan Inc. and each of its divisions, subsidiaries, affiliates, and operating or business units. For purposes of this Code, the term "employee" includes any individual employed or contracted by MultiPlan or any of its divisions, subsidiaries, affiliates, or operating or business units, including but not limited to employees and MultiPlan directors.