

Code of Conduct

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1. Introduction

We make good on our promises. Each of us must be committed to the highest standards of business conduct.

Our vision and values

Our vision

As leaders in health, we are redefining the future. Through innovation in technology, information sharing, advanced health care delivery systems and aligned incentives, our unique partnership will allow us to offer a health plan that supports better health and an improved health care experience at an affordable price.

Our values

Innovation — We are bold and creative in helping our members achieve better health. We are driven to pursue health in new ways to deliver innovative solutions for our stakeholders.

Affordability — We are dedicated to delivering the greatest value to each individual stakeholder. We identify options to drive higher quality outcomes and to offer health care at an affordable and fair price.

Accountability — We each have a stake in achieving better health. The health plan, care providers, members and plan sponsors share a goal for achieving measurable outcomes that demonstrate better health.

Collaboration — Through our unique relationships, we are collaborating across traditional boundaries to improve the overall health experience. We do this by leveraging the strengths of our health system and our health plan to deliver a superior network of knowledge and care resources.

Excellence — We are committed to delivering an excellent experience to those we serve. We achieve this by delivering care and service that is coordinated, streamlined and designed to optimize health.

Integrity — In building present and future partnerships, we are committed to and accountable for conducting our professional and personal lives with integrity. We will build relationships based on loyalty, fairness, truthfulness and trustworthiness.

About this Code of Conduct

Our Code of Conduct outlines the values and standards that guide our business practices and day-to-day actions. By putting these overarching principles and guidelines into action, we maintain our reputation for delivering on our promises to all our constituents. Our Code of Conduct defines the underlying framework for our compliance policies and procedures and sets the compliance expectations for the company.

Compliance is everyone's responsibility, from the top to the bottom of our organization. Our company's employees, officers, directors and business partners, including our first-tier, downstream and related entities, are expected to carry out their responsibilities in compliance with this Code of Conduct, applicable federal and state laws and regulations and company policies.

If you become aware of a violation of this Code, the law or our policies, you have an obligation to report it right away. If you are ever in doubt about the right thing to do in conducting business, ask for help.

You can access the Code of Conduct on our public website at texashealthaetna.com/en/index.html.

Any changes to the Code will be put on our public website within seven business days after the change is made.

If you become aware of a violation of this Code, the law or our policies, you have an obligation to report it immediately.

Our guide to ethical decisions

Making decisions that support our principles can be challenging. At times, it may feel as though our constituents have competing interests. Yet all of these people share the desire to build trusting, value-added relationships. Therefore, our company's values should guide us when conducting business.

This means that we:

Are clear, open, and honest

- Make what you know accessible to others.
- Deliver bad news early and personally.
- Raise concerns and problems.

Keep promises

- Hold yourself and others accountable for targets and deadlines.
- Do what you say you will do.
- Take responsibility for correcting your mistakes and do all you can to fix them.

Are fair in our dealings with others

- Express differences of opinion with others in a respectful manner.
- Assume positive intent.
- Strive for a win-win outcome with customers, clients, employees, colleagues, providers and suppliers.

Uphold our legal obligations

- Comply with all applicable federal and state laws and regulations.
- Honor contractual obligations.

Business decisions can be complex; the right course of action is not always clear.

Ask for help.

Our ethical decision-making framework

Business decisions can be complex; the right course of action is not always clear. When faced with business decisions that may affect the company's reputation for honesty and integrity, we use a six-question framework as a guide.

Involve the right people in considering the following questions:

1. Should I be troubled by this? Is this consistent with our company's commitment to integrity?

Is it really an issue? Am I genuinely perplexed, or am I afraid to do what is right?

2. Who will be affected by my decisions? How will they be affected?

Who may be affected by my decisions? Another department, members, customers, providers? What will be the impact if I act, or decide not to act? Consider the Golden Rule (treat others as you would like to be treated).

3. What's my responsibility to act? What will happen if I don't act?

Have I caused the problem, or has someone else? How far should I go in resolving the issue? How serious a problem is it? If it is not my problem, will someone else take action if I don't?

4. What are the ethical considerations?

Is it a question of legal obligations, fairness, promise keeping, honesty, doing good, or avoiding harm?

5. Who needs to be involved in making this decision?

Should I consult with my manager, compliance officer or designated legal counsel? If I am reluctant to raise this issue, should I call the AlertLine® service?

6. Am I being true to myself and the company's values? How would my actions appear to customers or the public?

What kind of person or company would do what I am contemplating? Have I made the right decision for the right reason? Would I be proud to share my decision with my family? With coworkers? With regulators or public officials? How would I feel if it were reported on the front page of the newspaper?

Your responsibilities

As an employee, officer or director, you must read this entire Code of Conduct. If you have any questions about its contents or how it applies to your job, speak to your manager or one of the contacts listed on the Resources page at the end of the Code.

Each year, you will be asked to:

- Complete a Code of Conduct Acknowledgment Form to confirm that you have read and understand this Code and comply with it and other key policies
- Disclose any possible conflicts of interest
- Raise concerns you may have about possible Code violations

Circumstances can change over the course of the year. If a new situation introduces a real or apparent conflict of interest, discuss it with your manager or compliance officer right away. You may need to update the disclosure on your Code of Conduct Acknowledgment Form.

Reporting your concerns

Anytime you observe or suspect a violation of this Code, the law, or our policies, you are obligated to report it. If you aren't sure about the right course of action, you should ask for help from any of these resources:

- Your manager knows you and your job and can often apply his or her business experience to help you make the right decision
- Your compliance officer or designated legal counsel can help with concerns or issues related to business conduct, integrity or compliance

You can also ask for help or report a violation or problem by contacting AlertLine. It is open around the clock every day of the year and you can make your report anonymously.

- By telephone: in the U.S., call toll-free at **1-844-797-0291**; or via the Internet at **aetna.alertline.com**.

Nothing in the Code of Conduct or company policy is intended to prohibit you from reporting to, or responding to an inquiry from, a governmental authority about a suspected violation of state or federal law.

Our contracted providers, suppliers and other first-tier, downstream and related entities, can use these same resources to report possible violations or business conduct and integrity concerns.

Directors should raise issues and seek guidance from their corporate secretary or designated legal contact.

All complaints, including compliance and ethics concerns, will be reviewed or investigated and addressed by legal and compliance personnel in a timely manner.

AlertLine is open around the clock every day of the year, and you can make your report anonymously.

Confidentiality and non-retaliation policy

In some situations, you may be reluctant to report a violation of this Code. Rest assured that reports are welcomed and encouraged. Reporting your concerns reflects our collective commitment to open, honest communication.

We will do our best to guard your privacy if you report a violation, raise a concern or are involved in a complaint or investigation.

We take all reports seriously. If a violation is found, appropriate corrective actions will be taken, including disciplining those involved.

We prohibit intimidating or retaliating against anyone who in good faith:

- Makes a complaint or reports a violation to the company or any law enforcement or government agency
- Cooperates or helps with a government or internal investigation
- Conducts self-evaluations, audits, remedial actions or other activities in support of our compliance program
- Provides information to the government or the company about a breach of law or company policy

If you feel that you have been intimidated or retaliated against for reporting a concern, you should report the suspected intimidation or retaliation immediately by contacting AlertLine. It is open around the clock, every day of the year and you can make your report anonymously.

Reports can be made by:

- Telephone: call toll-free at **1-844-797-0291**; or
- Via the Internet at **aetna.alertline.com**.

If you report concerns about fraud, waste or abuse, or if you raise issues concerning potential false or fraudulent claims for payment submitted to a government entity or agency, you may also have the right to employment protections under applicable laws. Your compliance officer or designated legal counsel can explain more about these laws and ways to detect and prevent fraud, waste and abuse.

Disciplinary action

Whether you are an employee, manager, supervisor or officer, you may be disciplined or lose your job, if you:

- Do not follow this Code or other company policies.
- Break any laws or regulations that apply to the company
- Tell an employee to violate the Code, a company policy, a law or a regulation
- Fail to share information, or provide false information in connection with an investigation, about a violation of the Code, a law or a regulation
- Intimidate or retaliate against an employee who reports a suspected violation — regardless of whether the report is made within the company or to an outside law enforcement or government agency — or who cooperates or helps with an investigation
- Neglect to address or report a violation of the Code, or a law or regulation, committed by you or someone you manage

Questions and answers

I know of a situation that may violate our Code. Should I report it even if I am not completely sure there is a problem?

Yes. You are responsible for reporting possible violations immediately. Report it to your manager or compliance officer, or call AlertLine. Your report will be taken seriously and investigated. It is better to report a suspicion that turns out not to be an issue than to ignore a possible violation.

As a manager, what should I do when an employee raises a concern?

When an employee raises a concern or asks for help, managers should remain objective, open and responsive. Don't think of a report as "bad news" — consider it a positive sign of employee commitment to doing the right thing. Be sure to report any compliance or business conduct and integrity issue right away to your compliance officer or designated legal counsel.

My manager is aware of a potential violation of our Code of Conduct, but is not taking any action. What other options do I have to address the problem?

You may speak with your compliance officer, call AlertLine or speak to your designated legal counsel, or you may write to Compliance via the Compliance mailbox.



2. Our promises to the company

All of our business decisions must be made in the company's best interest.

Avoiding conflicts of interest

When making business decisions, we must always consider what's in the company's best interest. A conflict of interest may exist if your personal interests, activities or relationships make it hard to perform your duties for the company objectively and effectively. Even the appearance of a conflict of interest may damage the company's reputation.

We expect our employees, officers and directors to avoid real or apparent conflicts of interest.

Examples of conflicts of interest

You may have a conflict of interest if you, a family member or a member of your household:

- Has a financial interest in any business, nonprofit or government entity that is a customer or supplier, or that otherwise does business with our company, or is one of our company's competitors
- Performs work (as an employee, officer, director, consultant or agent) for any of the above entities
- Works, or serves as an officer, director or advisor, for a nonprofit or political organization with interests that intersect with our company's businesses or with our position on a public policy
- Benefits personally from opportunities or resources that came to you as a result of your work at our company
- Uses company time or assets for personal use or outside activities
- Has an outside job or interest that interferes with your ability to do your job
- Acquires a significant ownership interest (more than 1 percent) in any business other than a privately held family business
- Works for or manages (directly or indirectly) someone with whom there is a close personal relationship (e.g., spouse, family member, close friend or significant other)
- Holds, or is running for, public office

If you believe you have an actual or possible conflict of interests, report it to your manager and seek guidance from your compliance officer to determine whether you should report the situation by updating your Code of Conduct Acknowledgment Form with the information and forwarding it to your compliance officer. Your disclosure will be reviewed by trained compliance personnel, and you will receive appropriate guidance.

Directors/officers should report possible conflicts to the corporate secretary or designated legal contact. They will consult with the Chairman of the Board or other members of the Board of Directors, as appropriate.

No employee may assume a position as a director, officer or related position with a for-profit business without prior approval. Before seeking or accepting such a position, you must report the proposed affiliation your compliance officer.

As a director, you may have a conflict of interest if you, a family member, or a member of your household:

- Takes an action or has an interest that makes it hard to perform your duties for the company objectively and effectively
- Receives improper personal benefits because of your board position

To avoid director conflicts of interest, we do not allow:

- Outside directors to have a direct economic relationship with our company unless it is approved by the Board of Directors
- Company loans to directors or their family members
- Company guarantees of obligations of directors or their family members

The Secretary of the Board must review for possible conflict situations such as:

- Any proposed director or other affiliation with a for-profit organization
- Any proposed transaction involving the company or a subsidiary where a director has a direct or indirect material interest

Disclosure to customers

Working with brokers and other producers may lead to situations that could create real or apparent conflicts of interest. We believe it is best for our customers, producers and the company when our customers understand our financial arrangements with producers. Ask your compliance officer or designated legal contact if you have questions.

Loans and guarantees of obligations

The company may not make loans to, or guarantees of obligations of, directors, executive officers and their families.

Loans to, or guarantees of obligations by the company of, other officers and employees may create conflicts of interest. They must be approved in advance by the CEO or someone appointed by the CEO.

Questions and answers

My uncle owns a maintenance company that does excellent work at a very fair price. May I recommend his company to work for us?

You may recommend that your relative's company be considered, but you must disclose your relationship at the time you make the recommendation. Normal bidding procedures must be followed. If your job would involve negotiating or administering the contract involving your relative, you may not recommend him or use your influence to have his company chosen for a job, nor may you be involved in any way in the negotiation process.

My wife is an employee benefits manager for a company customer. I am a customer service representative. Is this a conflict of interest?

It could be. Report the relationship to your manager and compliance officer. To avoid the appearance of a conflict, you should not be involved in matters related to your wife's company, and you should never discuss company confidential information with your wife.

I am a claims processor. I have a job offer to help a health care provider keep records on weekends. Can I accept the job?

Since you process claims for us and your weekend work may include submitting claims or handling claims files, there is a good chance of a real or apparent conflict of interest. Report the job offer to your manager and compliance officer.

Even if it is determined that accepting the outside position is not prohibited, you must consult with Compliance to avoid even the appearance of a conflict of interest. Compliance will share appropriate guidelines to help you out. And if you do accept the position, you also must enter this information in your online Code of Conduct Acknowledgement Form.

Even inexpensive gifts should not be accepted if they might be seen as a bribe or an attempt to influence business decisions.

Gifts, hospitality and entertainment

Giving and receiving business gifts have long been considered parts of good business etiquette. Of course, we want to project a positive image in the marketplace. However, we also need to make sure that our decisions are not influenced by favoritism or other inappropriate motives.

Never give or take a gift that could be perceived as a bribe or an attempt to influence business decisions. Bribery is illegal and prohibited by policy. See the “Bribes and other illegal payments” section of this Code for more details.

The safest course of action is not to give or receive any gifts at all. However, circumstances may arise where that’s not possible. If you must give or receive a gift, inexpensive or promotional items are appropriate if the item is widely available to others and if the exchange is legal. Even inexpensive gifts should not be given or accepted if they are intended as, or could be perceived to be, a bribe or an attempt to influence business decisions. Ask your compliance officer for help any time you are unsure about giving or receiving a gift.

Generally, gifts valued at more than \$50.00 to or from one person are not appropriate. Group gifts — those meant for, or received on behalf of, multiple people, for example, a unit, office, department, etc.— can exceed this limit, but must be reasonable in relation to the size of the group and purpose for the gift. Also, we cannot accept or give gifts of cash or cash equivalents, such as non-merchant-specific gift certificates or gift cards (e.g., VISA® or American Express®), regardless of the amount. If you are offered or receive an expensive or inappropriate gift, politely refuse by explaining our company’s policy on accepting gifts.

Any gifts given must be accurately and fully disclosed in the appropriate expense report with enough detail to reflect the true nature of the expense and the full names and business affiliations of those involved.

If you use a company supplier or contractor for personal purposes, you must pay full market value for the services and materials. You may not accept discounts or preferential treatment offered to you because of your position at the company unless the same treatment is offered openly to all of our employees.

Special rules apply to exchange of gifts, travel and entertainment with government employees and public officials. These rules are very restrictive and are explained more fully in the “Government contracts” section of this Code.

Examples of business gifts

Generally acceptable	Generally not
Logo mugs, T-shirts, pens, calendars	Jackets, wristwatches, electronics, jewelry
Flowers or gift baskets to be shared with other employees	A \$100 bottle of wine
A \$50 gift certificate to a local restaurant	A \$100 gift certificate to a local restaurant
A \$50 merchant-specific gift card, such as: <ul style="list-style-type: none">• Macy’s® stores• Barnes & Noble books• Godiva chocolates	Any non-merchant-specific gift card, such as: <ul style="list-style-type: none">• VISA• American Express• Amazon

Examples of business hospitality and entertainment

Generally acceptable	Generally not
Inexpensive general admission tickets to regular season sporting events	Expensive, hard-to-obtain tickets to playoff tournaments or series
A round of golf with a business employee	An all-expenses-paid vacation at a golf resort
Travel expenses in connection with a speaking engagement	Accepting an offer to cover the costs employed with travel, accommodations and registration fees from the host or sponsor of an industry seminar
Sharing a taxi to a trade show	Using a supplier’s ski chalet for the weekend
Dinner and a show provided to all presenters at a conference	Tickets to the theater for you and your partner

Business hospitality, entertainment, travel and meals

The company pays your travel and related expenses, as permitted by our Travel Policy, outlined in the Employee Handbook. In general, others should not pay for these costs.

You may occasionally offer or accept meals or entertainment offered in conjunction with meetings to discuss company business. At least one employee must be present at each such event. Lavish, expensive or exclusive meals and entertainment are not acceptable because they may be perceived by others as a bribe or an attempt to influence business decisions. Consult with your compliance officer if you have questions.

The company will pay for business-related hospitality offered to others if permitted by our policies, and anti-bribery or other laws. Any such expense must be recorded accurately and with enough detail to reflect the true nature of the expense and the full names and business affiliations of those involved.

On occasion, it may be acceptable to host or attend a celebratory dinner or function with business partners to mark the end of a project or a deal; however, the celebration must be a one-time event, reasonable and appropriate to the occasion and occur shortly after the project or deal concludes. For example, it would be acceptable for company personnel to attend a celebratory dinner sponsored by a business partner two weeks after the successful completion of a project or transaction.

Generally, it is not acceptable for either the company or an outside party to pay for travel, accommodations or related expenses for a spouse, family member or other companion in connection with your business travel.

Special rules apply to exchange of gifts, travel and entertainment with government employees and public officials. These rules are very restrictive and are explained more fully in the "Government contracts" section of this Code.

Honoraria and fees from others

Our employees may be asked to participate in professional activities, professional forums or surveys that are related to the company or our business interests. For example, you may be asked to serve on a committee or make a speech. You may not be paid a fee (often referred to as an honorarium) for this work. In general, you may accept an offer to cover reasonable travel and lodging costs as long as other committee members or speakers who are not company employees are treated equally.

Questions and answers

May I give a supplier a gift basket with fruit and cookies to celebrate the end of a project?

The best approach is to give no gift at all. If business custom and the circumstances are such that you feel you must give a gift, be sure it's just a token (i.e., something with a value less than \$50). You may give this type of gift so long as giving it does not violate any laws or policies, including the policies of the supplier's company. You should get approval for this gift from your manager before you present it. Be sure that its expense is disclosed accurately and fully in your expense report.

A company that I use to arrange events offered me a discount on catering services for my family party. May I accept the discount?

Personal discounts that are offered to you because of your position with the company are considered gifts and must be refused. However, if this discount is available to all of our employees, it may be acceptable. Talk to your manager or compliance officer if you need help on a specific case.

A supplier offered me tickets to a World Cup game. May I accept the tickets?

No. Whether the tickets were offered for your personal use or in conjunction with a business meeting, this type of offer is expensive and may be viewed by others as an attempt to influence business decisions. Consult your compliance officer to determine whether it would be OK for you to pay the supplier the fair market value for the tickets.

I have been offered a fee of \$1,500 to speak at an upcoming conference. The conference sponsor also offered to pay for my travel and hotel expenses. The same offers have been made to all the speakers. May I accept these offers?

You may accept the offer of travel and hotel expenses, but you may not accept the fee. Alternatively, you might suggest that the conference sponsor donate that money in the sponsor's name to a charitable organization.

Regulators will be onsite doing their annual inspection of our books and records. Can we offer to take them to lunch or have lunch brought in to the office?

There are often special rules in the U.S. and other countries regarding gifts and hospitality for government employees and public officials. In certain instances, offering even a modest lunch could be illegal. Therefore, to be safe, contact your compliance officer.

The decision maker from a prospective self-insured customer asked if we would fly him to our office so that he could meet team members, view our facilities and learn about our processes. Can we pay for his plane ticket?

Generally, this would be permissible since there is a legitimate business purpose for the visit that is directly related to promoting, demonstrating or explaining the company's products or services and is unlikely to be viewed as a bribe (e.g., to gain or retain business or give the company an advantage). The expenses covered may include reasonable lodging and incidental meals, but should not include entertainment, meals or other activity not directly related to the business purpose. There are more stringent rules relating to government and international customers. For additional information, consult with your compliance officer.

Never give or take a gift that could be perceived as a bribe or an attempt to influence business decisions.

Employee licensure and certification renewals

Due to the nature of certain roles, some of us are required to be certified or licensed and appointed by state agencies.

Anyone who is in a position requiring a license or certification is responsible for keeping it current and in effect. No one may be employed in such a position without the necessary license or certification. If you allow a lapse of or lose the license or certification, you may be subject to discipline, including termination of employment.

Keeping accurate records

Our record keeping must always be accurate, legal and proper. We are required to submit many documents and reports to U.S. Securities and Exchange Commission and other regulators. These materials and any other public communications must be complete, fair, accurate, timely and easy to understand.

If you suspect improper record keeping, report it immediately to your manager, compliance officer or designated legal contact. You may also report your concern anonymously via AlertLine, Compliance, the Texas Health Aetna Board of Directors or the Audit Committee of Aetna's Board of Directors.

Record keeping and accounting controls

We keep books, records and accounts in a way that shows a fair, complete and accurate accounting of all business transactions and use of assets. Our records reflect reasonable detail to show the true nature of expenses and other transactions, who was involved, and any affiliation to the company or third parties, such as government entities.

We will never alter or falsify company records. Unless permitted by applicable law or regulation, we do not execute off-balance sheet transactions, arrangements and obligations or maintain unrecorded funds or assets. If such transactions are allowed, we disclose them as required by the U.S. Securities and Exchange Commission or other applicable rules or regulations.

Our company is accountable to our stakeholders.

Officers and managers are expected to build and maintain an internal accounting system with controls that:

- Prevent unauthorized, unrecorded or inaccurately recorded transactions
- Result in preparation of financial statements based on generally accepted accounting principles

Managers also must ensure that third parties who create or update company records follow the same rules, where appropriate.

Bribes and other illegal payments

As we strive to further our business interests and outperform our competitors, we do so honestly, fairly, openly and with integrity. We have a zero tolerance policy towards bribery. We will never — either personally or through a third party, such as a consultant — accept, make or approve:

- Bribes or the promise of an improper benefit
- 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
- Payment for illegal activity
- Use of company property or resources in a way that creates a conflict of interest or is against the law

We comply with all applicable anti-corruption and anti-bribery laws. These include the U.S. Foreign Corrupt Practices Act (FCPA) and U.K. Bribery Act 2010.

These laws make it illegal for companies or individuals to offer, pay or approve payments to government officials

or others in order to influence official action or otherwise gain an improper advantage. This is true regardless of whether the payment is made directly or through a third party such as an agent or a broker. Anti-bribery laws and the company's anti-bribery policy apply to bribes of both government officials and private individuals or companies.

A "payment" refers to anything of value. This includes money or other benefits such as charitable or political contributions, sponsorships, scholarships, gifts, hospitality, entertainment and travel. A government official may include government workers, political parties and their officials, political candidates and the family members of these individuals.

Contact your compliance officer or designated legal contact if you have questions.

Payments for goods or services

We make payments on the company's behalf to suppliers, consultants, brokers or other parties only for identifiable goods and services. These payments must be 1. appropriate in relation to the value of the goods or services provided and 2. accurately and fully recorded in our expense records in enough detail to reflect the true nature of the expense, who was involved and any affiliation to the company or third parties, such as government entities.

Questions and answers

I took a friend to dinner while visiting another city on business. Is it OK to put the cost of his meal on my expense report, as long as the total is not more than the allowed cost of a reasonable meal?

No. Your expense report should reflect the cost of your trip on behalf of the company; therefore, it should only include the cost of your meal.

We are hosting an international health care forum. I'd like to invite the administrator of a hospital. Can I also offer to pay for the administrator's travel and lodging costs?

Before you extend the invitation and offer to pay expenses, consult your compliance officer or designated legal counsel. Several factors determine whether your invitation would be OK: the location of the forum, the ratio of business to pleasure during the event, the nature of any extracurricular activities, any current contract negotiations with this government-owned hospital or other business matters in which the administrator might be involved and local laws or ethics rules. If the invitation and offer to cover expenses could be perceived as an attempt to influence a public official in order to give the company a business advantage, it would not be appropriate to extend the offer.

Proper use of company resources

Company resources are intended for company business only. Their use must be legal and proper. Resources include time, equipment and supplies, documents and the information in our computing and communications systems.

The company may monitor or inspect information systems, email, Internet use, computer files or anything kept in company furniture or on company property. The company may do this at any time for any company purpose.

Electronic communications

Electronic communications — email, the Internet, instant messaging, texting and interactive social media applications — can be useful business tools. We use these electronic communications tools legally, wisely and responsibly, and we do so in a professional and respectful manner. Social media, which is defined as Internet applications which permit individuals or organizations to interactively share and communicate, instant messaging and mobile device text messaging (including any attachments sent via any of those mediums) are not to be used to create, transmit or store business records or for official business communications.

These mediums are not stored or preserved by the company. Therefore, if an employee creates a business record, regardless of the medium, the employee must determine the appropriate method and location to retain and preserve the business record. The employee must review the applicable Records Retention and Destruction Policy and procedures to determine the appropriate storage method and location.

We obey all applicable laws concerning copyright, trademarks, privacy and financial disclosures.

You are responsible for all of your company communications — this includes email, texting or contact via social media websites, such as LinkedIn®, Twitter or Facebook. Whenever you are identified as a company employee, always communicate in a way that supports our company's interests and reputation. Make sure you don't make statements that anyone could interpret as being the company's corporate statement. Always respect personal privacy and protect the company's confidential or proprietary information. For additional guidance, see the company's standards for use of social media on the company's intranet website.

Incidental personal use of company computers or other office equipment may be permitted. If you are unclear, ask your manager.

Business opportunities

Business opportunities that come to you through access to company property or information, or through your position at the company, belong to the company. They may not be used for your benefit or the benefit of a friend or family member. You may not compete with the company.

If you leave or are no longer affiliated with the company, all of its property, resources and confidential information remain with the company.

We use company resources legally, wisely and responsibly.

Questions and answers

May I use my work computer to check my Facebook page during my lunch hour?

Generally, you should not use company resources for personal use. Incidental, reasonable personal use of company computers may be permitted. For example, you may not use company computers or office equipment for inappropriate things like gambling or accessing inappropriate websites or chat rooms. Ask your manager if you are not clear on your department's policy.

May I use company email to communicate with customers of my personal real estate business?

No. Company property and resources should never be used for personal gain such as your personal real estate business.

Safeguarding company information

We keep restricted, confidential and proprietary information about the company, our customers and employees and all those who do business with us safe from inappropriate access, use or disclosure. In every country where we do business, we comply with applicable national, state, local and municipal privacy, data protection and security laws.

Our company classifies information into three categories:

- Restricted information consists of things like payment card information (credit card/debit card), Social Security numbers and system credentials (user ID and password)
- Confidential information is nonpublic, sensitive information, the unauthorized use or disclosure of which may be against laws and regulations or may cause significant financial and/or reputational damage to the company
- Proprietary information is nonpublic, sensitive business information, owned by our company or another company, the unauthorized use or disclosure of which may cause competitive, financial and/or reputational damage to the company or the other company

To learn more about protecting information, contact your compliance officer.

Examples of restricted, confidential and proprietary information

- Member information, including:
 - Name, address, date of birth, gender, Social Security or ID number, member ID number, cardholder data and other nonpublic, personal information
 - Financial, health or other information about the member that is not public
- Proprietary and nonpublic information about anyone who does business with our company, such as employees, customers, suppliers, providers and shareholders.
- Any information that could help or harm our ability to meet our business goals.
- Information that is owned or provided by a third party and made known to the company under a nondisclosure, license or other agreement.

Guidelines for safeguarding information

You are responsible for the protection and privacy of any confidential and proprietary information under your control. Failure to do so may result in discipline, including the loss of your job.

To ensure the security of such information, we:

- Access, use, view or send confidential information within the company only if we are authorized and there is a valid and approved business reason to do so.
- Do not reveal restricted, confidential or proprietary information to anyone outside the company unless required for legitimate business reasons and approved by management, designated legal counsel, or your compliance officer.
- Share only the minimum information necessary to meet business needs.
- Respect the restricted or confidential information and trade secret information of other companies. Never accept, keep or use improperly obtained information. Use other people's restricted, confidential or proprietary information only for permitted purposes. Do not ask another person to improperly disclose restricted, proprietary or confidential information.
- Never post or reference restricted, proprietary or confidential information on any social media site.
- Lock up paper documents when not in use.
- Encrypt all restricted and confidential information sent or stored electronically outside of the company, if allowed by local law.
- Comply with our Privacy Policy.
- Properly dispose of all information.

You are responsible for safeguarding any confidential or proprietary information under your control.

When you leave the company

When your job or affiliation ends, return any company confidential or proprietary information. Do not use or disclose this information to an unauthorized entity, such as a different employer or company. The company may ask to inspect any materials you have when you leave, to prevent unauthorized removal of information. If you have signed an agreement requiring continued cooperation, confidentiality or non-solicitation of employees, you will need to honor those obligations after leaving the company.

The company can inspect any materials you have when you leave to prevent unauthorized removal of information.

Questions and answers

I am approved to view claim systems. Can I use my system access to update or view information for my family or friends?

No. In your company role, you should not handle or be involved in any matters related to information about you or anyone you know. Avoid even the appearance of anything improper. If you are assigned to a claim or other matter about a family member or friend, report the relationship to your manager and request that the matter be assigned to another worker.

My local government requires that we retain confidential information for a period that is longer than our company's requirement. What should I do?

Always retain information for the longest of the required periods. In this case, obey the local law that requires holding information for a period longer than policy requires.

When information is no longer needed, dispose of it in a way that keeps the contents safe and private until the document can be destroyed properly.

Never destroy a document that could be relevant to an anticipated or pending lawsuit or investigation or that is subject to a legal hold notice. If you have questions about these issues, seek direction from designated legal counsel.

For more information, see our Records Retention and Destruction Policy and privacy policies.

Never destroy a document that could be relevant to an anticipated or pending lawsuit or investigation.

Protecting intellectual property

- Use names, logos, service marks or trademarks (“marks”) only if approved by brand and internal intellectual property (“IP”) legal counsel in accordance with brand guidelines.
- Display copyright notices on all materials created by the company for outside use or broad internal use.
- Take proper measures to ensure the confidentiality of proprietary and/or trade secret information (“confidential information”), belonging to the company and its business partners. Do not share your own work-related invention, idea or innovation or the company’s confidential information, or those of our business partners, unless you are authorized to do so. No disclosures, whatsoever, are permitted without an appropriate non-disclosure agreement or license agreement that has been approved by the company’s legal counsel.
- The company is the sole owner of all intellectual property created or discovered by company employees 1. acting within the scope of their employment, 2. using company resources and/or 3. where such creation or discovery reasonably relates to current or prospective product or service. Notify legal counsel of the existence of such intellectual property to protect it as soon as possible.

Respecting the intellectual property of others

- Use another party’s name, marks or copyrighted material only in accordance with the owner’s guidelines.
- Follow the terms of software product license agreements. Do not remove copyright notices from software or its documentation.
- Before you use all or part of a movie, newscast, podcast, TV show or any third-party copyrighted material in any company production or presentation, you must get required written approvals from the copyright owner. Contact your designated legal counsel for assistance.
- Assume that all material on the Internet is copyright protected even if no copyright symbol (designated by ©) is shown.

Follow additional guidelines set forth in the Intellectual Property Guide.

Questions and answers

I found an article on the Internet that I want to share with my coworkers. Can I copy and paste it to a document? Can I email it?

No. You cannot copy and send the article without written permission from the owner. As an alternative, you can send an email with a link to the page where the article appears.

Can I make a copy of a software program I use at work and load it on my home computer?

It is illegal to copy computer software or related documentation without the approval of the software product’s owner. Some software product license agreements may allow you to make a copy for backup or nonsimultaneous use, but you should check with IT or your manager before you load the software on another computer.

We protect intellectual property that is owned by our company or licensed from others.

Political, legislative and regulatory activities

Personal political activities

The company encourages employee participation in political activities as citizens of their country, state, county, city, municipality and neighborhood. This includes voting in elections and becoming educated about issues that affect the community and our company.

However, your involvement in politics must remain separate from your responsibilities as an employee. Avoid even the appearance that there is link between the company and your political work, your political opinions, or that the company endorses your political activity.

It is also important to avoid even the appearance that a political contribution is being made in order to influence official action or otherwise gain an improper advantage for the company. Consult your compliance officer, Federal & State Government Affairs (F&SGA) or designated legal counsel for additional guidance.

Using company resources for political purposes

Use of company resources for any political activity must be processed through your designated F&SGA contact, no matter what the source of the resources (corporate or departmental).

Federal elections

It is against the law to use company resources to make any political contribution related to a federal election, whether to a candidate, political party or political action committee (PAC). Contact your designated F&SGA contact if you have questions.

State elections

In some states, we may use company corporate resources for state election purposes, as allowed by that state's law.

Lobbying

Lobbying is the practice of communicating with government officials about matters that are important to the company. Lobbying is strictly regulated by federal and state government rules and our own company policies. Employees may not communicate with elected officials or their staffs on behalf of the company without clearance from F&SGA.

As a general rule, communications with other specific government personnel are the responsibility of specific groups, including F&SGA, Compliance and Law. All employees, with the exception of certain designated employees, must seek authorization from the appropriate group before contacting, responding to, or meeting with government personnel.

- Only F&SGA may hire lobbyists to help the company.
- In the limited number of states/municipalities where communication with specific state or municipal officials regarding procurements must be reported, all such reporting is made by State Government Affairs.
- There are specific and detailed federal and state rules regarding the use of corporate funds to procure or lobby for a government contract. Only F&SGA can determine appropriateness on a case by case basis.
- We do not use company resources to lobby for or influence the awarding of any government business to the company without specific approval from F&SGA. We protect intellectual property that is owned by our company or licensed from others.

Questions and answers

I want to attend a political fundraiser in order to further business relations with a certain company. Can the company reimburse my costs for this event?

Attendance at, or use of company resources for, a political event requires prior approval from F&SGA. Speak to F&SGA before attending this event as a representative of our company.

Your involvement in politics must remain separate from your responsibilities as an employee.

Communicating publicly

When communicating in any public venue — including via the Internet or on social media sites — if your company affiliation is known, you must take care to keep your own views separate from the company's views.

All communications (such as emails, letters, speeches or presentations) that are intended for a broad external audience — for example: all providers, all producers — must be reviewed and approved by designated marketing, product and communications personnel, together with your designated legal contact, as necessary.

All media inquiries should be directed to the CEO for response. Designated employees who regularly interact with the media on the company's behalf must not publicly disagree with company official positions. This is because it may be hard for the media to separate the personal views of these employees from our official company positions.

Inquiries from financial analysts or Aetna shareholders must be directed to the CEO or designated financial contact.

Only senior managers and contacts identified by management for government relations or legal work can formulate and express company views on legislation, regulations or government action.

Requests from suppliers for product or service endorsements should be directed to the Procurement contact.

Questions and answers

I am active on a social media site. If I have an opportunity to post information that would be good for our business, may I post it?

You may not speak for the company unless your manager has given you approval to do so. If you post information that relates to your job responsibilities, you must disclose your affiliation with the company and clearly state that your comments reflect your personal opinions and do not necessarily reflect the opinions of the company. Never post confidential information on a social media site or any other website.

May I use a company letterhead to write a letter to the editor of my local paper? I believe the issue is important to our company.

You may not use a company letterhead or your job title to write about any issue unless you have been authorized to do so. If you believe the issue requires an official response from the company, speak to your manager and business compliance officer to determine if it is appropriate for you to speak on the company's behalf.

The supplier who provides software enhancement services to my department asked me to provide a quote he can post on his company website about how much our company values his services. As long as I only say good things, is this okay?

No. You may never speak for the company unless you have permission to do so. In this case, you should refer the request to the designated Procurement contact.

Because companies are watched closely, any public statement that may be linked to our company must be given with care. You may not speak for the company unless you have received approval to do so.



3. Our promises to one another

We treat one another with respect and collaborate to achieve results.

Respect in the workplace

We strive for a workplace that is inclusive and safe for our employees and business partners. Our policies and programs are designed to promote fairness and respect for all individuals and to foster a workplace where diversity and inclusion are valued.

We treat one another with respect and collaborate to achieve results. We do not tolerate discrimination, harassment or retaliation. Behaviors that put our employees or business partners at risk are not allowed.

Fair employment practices

Our goal is to have a workforce that reasonably reflects the diversity of qualified talent available in relevant labor markets.

We base employment decisions, including selection, development and compensation decisions, on an individual's qualifications, skills and performance. We do not base these decisions on personal characteristics or status, such as race, color, sex, pregnancy, national origin, citizenship, ancestry, religion, age, disability, military status, veteran status, sexual orientation, gender identity and/or expression, marital or family status, and/or genetic information.

Harassment-free workplace

We strive to have a workplace that is free from harassment. We do not tolerate inappropriate behavior or harassment involving employees or business partners, including when it is based on the characteristics or statuses described above.

Harassment is any behavior that unreasonably interferes with a person's job performance or creates a workplace that is intimidating, hostile or offensive.

We treat others with respect and refrain from unwelcome or potentially offensive verbal or physical behavior, including slurs, name calling, jokes, touching and other potentially harassing or intimidating actions.

The company has the discretion to decide what behavior is not acceptable in our workplace. We will discipline those who act in an unacceptable way.

Managers are expected to:

- Administer policies and programs in a way that is appropriate, consistent and does not discriminate
- Monitor the workplace and take steps to prevent and address inappropriate behavior
- Support our fair hiring practices and policies
- Make reasonable accommodations for workers with disabilities in keeping with the laws that apply

Personal relationships

To avoid even the appearance of favoritism in the workplace, people with close personal relationships may not be in supervisory/subordinate reporting relationships or other positions of authority that can influence employment decisions. For example, you may not supervise or be supervised by a relative, or anyone with whom you have a close personal relationship.

If you find yourself in this situation, you must disclose it by speaking with your manager, calling Human Resources (HR) or contacting your compliance officer. Failure to disclose a personal relationship in your reporting chain can be grounds for disciplinary action.

Questions and answers

A coworker sometimes tells off-color jokes in the break room. Most people laugh, but he makes some of us uncomfortable. What should I do?

Tell your coworker that the jokes make you uncomfortable and he should stop. If that does not work, speak to your manager, the CEO, write to Compliance or call the AlertLine to report the situation.

I believe my manager favors someone in our area. Should I report this?

Yes. You should contact your manager, the CEO or your compliance officer to discuss your concerns. However, if you are uncomfortable doing so and would prefer to remain anonymous, you may write to Compliance or call the AlertLine to report employment situation that concerns you.

I supervise the woman that my son is planning to marry. What should I do?

Disclose this situation to your compliance officer. He or she will work with your management to see if a change in reporting relationships is needed.

To avoid even the appearance of favoritism in the workplace, people with close personal relationships may not be in supervisory/subordinate reporting relationships or other positions of authority that can influence employment decisions.

Safe and healthy workplace

We want a workplace that protects the health and safety of our employees and business partners. That is why the company prohibits intimidating behavior, threats and acts of violence in our workplace. We also require a workplace that is free from drugs and alcohol.

Alcohol and drugs

Our company policy on alcohol and drugs is that you may not unlawfully make, distribute, dispense, possess, use, transfer, solicit, purchase or sell:

- Alcoholic beverages
- Controlled substances
- Illegal or prescription drugs

In addition, if you are convicted of or plead no contest to a drug-related crime occurring in the workplace, you are required to tell your manager within five days of the conviction or plea.

Our alcohol and drug policy applies while you are on company property and while you are doing company business anywhere. If you have any questions about this policy, please contact HR.

To help you comply with our alcohol and drug policy, we have programs which offer assessment, counseling and referrals for alcohol and drug-related problems.

If you believe that you have experienced or witnessed inappropriate behavior, you must report it to your manager. You can also report your concerns anonymously by calling AlertLine. Our non-retaliation policies protect anyone who makes a report in good faith.

Criminal convictions

If you are convicted of or plead no contest to a felony, you are required to tell Investigative Services within five days of the conviction or plea.

For more information on our employment policies, practices and expected behaviors, contact your compliance officer.

Security is everyone's concern.

Security and workplace violence

Security is everyone's concern. We do not allow unauthorized or unwanted persons to trespass on company property. Each of us must be aware of specific security concerns that may exist at our workplace and report any suspicious persons or activities.

It is against company policy to bring weapons, firearms, ammunition, explosive devices and dangerous substances onto company property. We do not tolerate acts or threats of violence, either verbal or physical. Report any danger or threat immediately to building security and/or your local police.

Questions and answers

A coworker seems to be anxious and unusually sensitive. Yesterday she spoke very harshly to another coworker. What should I do?

We encourage you to be alert to sudden or dramatic changes in the workplace environment. Speak to your manager about the situation.

If I am attending an event on behalf of the company, is it OK to have a glass of wine with dinner?

Moderate intake of alcohol, such as a glass of wine with dinner, is permissible at a company event. However, if you will be driving or if the alcohol will impair your ability to interact with others in a courteous and businesslike manner, you should refrain.



4. Our promises to conduct business fairly

Our company's reputation and continued success depend on each of us conducting business in a fair, honest and responsible manner.

Guidelines for fair dealing

In conducting company business, we follow these guidelines:

- 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 company products, services, contract terms or policies to anyone.
- 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
- Do not discuss or share sensitive competitive information (for example, relating to pricing or market share) with representatives of other companies or industry and trade associations, unless your manager, in consultation with your designated legal contact or your compliance officer, has given you approval to do so.
- Do not take part in industry or trade associations unless your manager approves it after talking with your designated legal contact or your compliance officer.
- Never break any law or regulation, including unfair trade or insurance practices laws.
- Consult with your compliance officer or designated legal contact on any matter relating to actual or potential noncompliance with any law or regulation or any of the company's contractual commitments.
- Know and follow our Records Retention and Destruction Policy. Never destroy a document that could be relevant to an anticipated or pending lawsuit or investigation. On these issues, seek the direction of designated legal counsel.

Preventing fraud, dishonesty and criminal conduct

Each of us has a responsibility to do our job honestly and in compliance with applicable laws, regulations and ethics rules. Fraud, dishonesty or criminal conduct by anyone doing work for or business with our company is not allowed.

Examples of conduct that is not allowed include:

- Stealing employee or company property
- Misusing a company computer, telephone, email or other resource
- Making false records or reports, such as signing another person's name, altering a business document or logging in a company database activities not performed
- Destroying, changing, falsifying or hiding evidence of any activity that violates this Code of Conduct

If you see or suspect fraud, dishonesty or criminal conduct, immediately report the situation to your manager, compliance officer or designated legal contact. You may also report your concern anonymously by writing to compliance, or by calling the AlertLine.

You must cooperate and be truthful during all investigations. If law enforcement or another government agency contacts you about a possible violation, immediately report the contact to your manager, compliance officer or designated legal contact.

Do not:

- Talk about the matter with anyone except those authorized to investigate the matter
- Discipline an employee or officer until you are cleared to do so by your compliance officer or designated legal contact
- Promise not to report the conduct
- Try to talk anyone out of reporting real or suspected illegal activity or improper conduct to any law enforcement or government agency
- Retaliate against anyone because he or she in good faith:
 - Reports a possible violation of law, regulation or company policy
 - Helps the company or a government agency investigate a possible violation or
 - Files or participates in a proceeding to address a possible violation

Questions and answers

After I attended a meeting with an agent, I learned that the agent had misrepresented a company product to our customer. What should I do?

Explain the situation to your manager, designated legal contact or compliance officer. They will advise you on how to take steps to correct this issue with the customer and agent.

I suspect a coworker is involved in a fraudulent activity. Should I talk to her before I report my suspicion?

No. Fraud is a serious offense. If you suspect fraudulent activity, you must report it immediately to your manager, compliance officer or designated legal contact. You may also report your concern anonymously by writing to compliance or by calling the AlertLine. Do not discuss it with anyone else or promise not to report it.

Fraud, waste and abuse

Fraud, waste and abuse isn't just harmful to our company, it also impacts our entire industry, as well as the entire health care system. We all are responsible for protecting our company, coworkers, customers and business partners from fraud, waste and abuse.

What is fraud, waste and abuse?

Fraud, waste and abuse, generally, make take the form of:

- Defrauding or attempting to defraud the health care system
- Lying, using false pretenses or making false statements or promises to get money from the health care system
- Using the identifying information of another person to defraud the health care system
- Misusing resources or services, which results in unnecessary costs to the health care system
- Taking any action that leads to a payment from the health care system that is improper for substandard care or for medically unnecessary services

Fraud and abuse may look similar, but acts of fraud are done knowingly and willfully, while intent and prior knowledge is not necessarily required for a finding of abuse. Separately, incidences of waste are recognized generally as the overutilization of services or other practices that unnecessarily result in health care costs. Waste is generally not considered the result of criminally negligent or willful actions.

Some examples of fraud

Claims: Filing fictitious claims, including medical and pharmacy claims.

Identity theft: Stealing another person's identity, physician's ID numbers or prescription pads.

Doctor shopping: Visiting multiple doctors or emergency rooms for narcotics.

Provider fraud: Billing false claims, adding modifiers or up-coding.

Misrepresentation: Misrepresenting personal information to enroll in a plan.

Billing: Submitting false claims, pass-through billing.

Agent fraud: Enrolling individuals in a nonexistent plan, offering cash payments to enroll, and conducting unsolicited door-to-door marketing of Medicare Advantage or prescription drug plans or misrepresenting plans.

Employer fraud: Enrolling ineligible individuals, providing inaccurate hire or termination dates, providing false information.

Questions and answers

I work in Member Services. A member says he was billed for a test that wasn't performed. Is this fraud?

It could be. Fraud is intentionally submitting false information for money or some other benefit. If the doctor intentionally billed for a service he or she didn't perform, that would be fraud.

I'm a claims processor. A member has visited multiple doctors to get the same prescription in a relatively short time period. Could this be fraud, waste or abuse?

This is an example of abuse. Abuse is any action that may result in improper payment, unnecessary costs or items and services being provided that aren't medically necessary.

Our efforts to combat fraud, waste and abuse

To support federal and state laws that regulate fraud, waste and abuse, our company has an overarching program to prevent, detect, and correct it. Our company utilizes Aetna's Special Investigations Unit to analyze data, conduct investigations and collaborate with government agencies to control fraud, waste and abuse.

Whistleblowers

A whistleblower is someone who reports suspected or detected misconduct that would be considered an action against company policy or federal or state rules, laws or regulations.

Federal laws protect a whistleblower against retaliation. If any retaliation does occur, whistleblowers have a right to obtain legal counsel to defend their actions.

Anti-money laundering compliance program

Our company utilizes Aetna's anti-money laundering compliance program, which is based on assessed risks employed with the company's covered products, including those with cash value features such as whole life products. The program is designed to reasonably prevent the company from being used by others to facilitate money laundering and the financing of terrorist activities involving any covered product and to report suspicious transactions involving any covered product to the Financial Crimes Enforcement Network (FinCEN).

Your failure to comply with applicable law, the Bank Secrecy Act or our anti-money laundering compliance program could:

- Impact your performance evaluation
- Result in disciplinary action, including termination of employment
- Result in civil and criminal sanctions and a ban from future employment in the insurance industry

Applicable laws

Here's a summary of the key laws that pertain to fraud, waste and abuse:

Anti-kickback laws

The federal anti-kickback law that applies to Medicare, Medicaid and federal government contracts prohibits anyone from asking for or receiving, or offering or giving anything that has value in exchange for any of the following:

- Referrals for goods or services paid for (even in part) by a federal health care program
- Buying, leasing or ordering a facility, service or item paid for (even in part) by a federal health care program
- Recommending or arranging for someone else to buy, lease or order a facility, service or item paid for (even in part) by a federal health care program

Value means the value of an item or service in the marketplace; it is not the cost of the item or service to the giver. Also note that most states have laws that prohibit kickbacks, bribes and rebates.

Anti-Inducement Statute of the Civil Monetary Penalties Law

The Anti-Inducement Statute prohibits anyone from offering or giving anything that has value to a Medicare or Medicaid beneficiary that is likely to influence the beneficiary to use a particular provider for Medicare or Medicaid covered items or services.

Stark Law (Physician Self-Referral Prohibition Statute)

This federal statute prohibits a physician from making a referral for certain health services to an entity in which the physician (or a member of their family) has an ownership/investment interest or with which he or she has a compensation arrangement. The government has carved out specific exceptions to this prohibition that must be strictly followed; otherwise, any claim tainted by an arrangement that does not fit within an exception is not payable.

False Claims Act

The False Claims Act is a federal statute that imposes liability on any individual who knowingly, recklessly or with deliberate ignorance:

- Submits or causes someone else to submit to the government a false or fraudulent claim for approval or payment
- Makes, uses or causes someone else to use a false record or statement to get a claim paid or approved by the government
- Has possession or control of the government's money or property and delivers or causes someone else to deliver less than all of the government's money or property
- Makes a false record or statement related to an obligation to pay the government or conceals, avoids or decreases an obligation to pay or transmit money or property to the government
- Conspires to do any of the above

To report suspected incidents of Fraud, waste and abuse, contact Aetna's Special Investigations Unit.

Doing business

Our businesses must comply with many U.S., state, local and municipal laws, regulations and rules. Our level of compliance is often tested through federal government audits, state market conduct exams and other regulatory reviews and requests for information. In all our business locations, we obey all laws and regulations that apply to our business, and we follow all company policies.

Anti-terrorism, money laundering and boycott compliance

Laws and regulations exist to combat the financing of actions (through money laundering or other activities) that pose national security or criminal threats. Examples include terrorism, drug trafficking and arms and weapons dealing.

To ensure full compliance with these laws as they apply to our businesses, you should know and follow our company's guidelines to ensure compliance with:

- Applicable requirements of anti-money laundering laws and regulations
- 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 (SDN) List
- Applicable requirements of the European Union (EU) Financial Sanctions Regime
- Laws prohibiting companies from participating in or cooperating with international trade embargoes, boycotts or unrecognized sanctions that have been imposed by other countries

If you have questions on how these laws and related guidelines apply, contact your compliance officer, and promptly report any concerns you may have.

Government contracts

Our company is a responsible and reputable government contractor. We work hard to properly administer the contracts we earn.

We strive to conduct these activities in a way that fully complies with all applicable federal and state laws, regulations and ethics rules that apply. We hold ourselves to high standards of business conduct and integrity. We hold any subcontractors involved in supporting our government contracts to the same standards.

U.S. federal and state laws impose stringent rules with substantial penalties for violations.

One of these sets of rules, the False Claims Act (FCA), imposes liability on any person or organization that knowingly submits a false or fraudulent claim for payment to the federal government or retains federal funds to which they are not entitled.

As a health care company, we must comply with the FCA. If you question the accuracy or completeness of data sent to any government, believe that our company may have been overpaid by a government agency or have any concern about any of our government business policies, practices or processes, promptly raise this concern to your manager or compliance officer.

For other issues involving U.S. federal, state, local or municipal government, work with your designated legal or F&SGA contact.

Government contracts often include special rules that we must follow. If you work in an area that contracts with a government or supports a government contract, it is your responsibility to understand and abide by these rules.

Guidelines for government contracts

- We follow all laws that apply to government contracting and procurement. This includes all employment laws that apply to contractors, as well as anti-corruption laws such as the U.S. Foreign Corrupt Practices Act. Laws, regulations and ethics rules vary by locality. Consult your compliance officer or designated legal contact with questions.
- We provide current, complete and accurate information for all government contracts. You and the company may be liable for false, incomplete or misleading documents or statements.
- We never give or agree to give anything of value to government customers, employees or third parties to influence the award or renewal of a government contract. If you are uncertain about how to apply the law in your situation, contact your designated legal or F&SGA contact.
- Some government contracts require us to certify that we did not violate procurement laws or regulations in winning the contract. If you are asked to sign a certificate or disclosure related to a government contract, contact your designated legal contact or your compliance officer before signing.
- Promptly contact your designated legal or F&SGA contact if any part of a government, including a U.S. state insurance department, contacts you on a new situation or matter.
- We comply with all requirements — often referred to as “revolving door” rules — for hiring former government officials. Contact your compliance officer or designated legal or F&SGA contact before making an offer to hire a current or former government employee, as the situation must be analyzed and a decision reached on what restrictions may apply.
- No gifts, entertainment, meals, lodging or travel may be provided to a government official or employee without prior approval from your compliance officer or designated legal or F&SGA contact.
- Rewards, incentives or promotional programs for Texas Health Aetna Medicaid or Medicare Advantage or Prescription Drug Plan members are only permissible if they meet certain Centers for Medicare & Medicaid Services (CMS) requirements. Consult your business compliance officer, internal legal counsel or F&SGA regarding questions on these CMS requirements.

Guidelines for government contracts, continued

- We are committed to having an effective Medicare Compliance Program which is based upon CMS guidance and the Federal Sentencing Guidelines. This program is prescribed within our Medicare Compliance Plan and associated Medicare Business policies and procedures. 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. Our Medicare products are governed by various regulations, including: Title XVIII of the Social Security Act; Code of Federal Regulations sections 42CFR 422 and 423; and sub-regulatory guidance released by CMS (e.g., HPMS memos, manuals).
- We comply with the sanction and debarment screenings of the U.S. Department of Health & Human Services Office of Inspector General (OIG) and General Services Administration (GSA) Systems of Award Management (SAM). For our government contracts (e.g., Medicare, Medicaid), we are prohibited from employing or contracting with persons or entities that have been excluded from doing business with the federal government. If you are on either of these lists, you should report it immediately to your compliance officer or the AlertLine.

Questions and answers

One of my municipal customers has asked that we contribute to a local charity event to benefit the town's firefighters. Is there any reason we can't do that?

There might be and, therefore, you need to check with your compliance officer. Government plans are often subject to very broad restrictions about soliciting or receiving payments from suppliers, particularly payments that might be seen as influencing the award or renewal of business. Our company strongly supports community involvement. However, any donation to or at the request of a government customer or prospect should be reviewed by your compliance officer or designated legal contact to determine whether it is allowable.

We are going to hire a former public sector person to help us respond to a state request for proposal (RFP) and pay her a fixed fee with success bonus if we get the business. Is this okay?

Increasingly, former government officials are subject to "revolving door" restrictions related to dealings with their prior employer. Therefore, it must be determined if and how these rules apply to your prospective hire prior to engagement. Also, it is company policy not to engage procurement consultants on a contingency fee basis. Consult with your compliance officer or designated legal contact before engaging any procurement consultant to work in the public sector.

U.S. federal government contracts

Follow the laws, rules, regulations and requirements of contractor conduct in the Federal Employees Health Benefits Program (FEHBP), Medicare, Medicaid and other U.S. government programs.

- All employees who directly or indirectly administer and/or deliver Medicare-related services must complete mandatory annual training.
- Follow the rules on recruiting and hiring current or former federal workers. Your designated legal contact or compliance officer must give approval before you talk to such individuals about working at the company.
- Notify your designated legal contact or compliance officer right away if you have been debarred, excluded or suspended from working with any government sponsored program. This includes Medicare and Medicaid. You must also tell them if you know of any other reason why you might not be permitted to perform work related directly or indirectly to a government sponsored program, or if you know of anyone who works for or is affiliated with the company who is in this situation.

Questions and answers

I have an appointment to meet with an official from the federal government agency we are seeking to do business with. May I take her to lunch after the meeting? Can I leave her with a logo pen to keep us fresh in her mind?

Generally, government entities have specific rules around accepting gifts (of any size or significance) from a supplier. So before you extend the luncheon invitation or give the logo pen, consult with your Compliance Officer or designated legal contact.

The RFP for a potential government customer includes one required item that we cannot accommodate. I hate to have this one item jeopardize our chances to win this account. Can I just indicate in the RFP that we are able to provide the item and worry about the consequences later?

No. We should never make a commitment that we cannot meet and must be diligent, thorough, and honest in all of our business dealings. Failure to do so is not only unethical; it might also be considered a violation of the FCA. Possible consequences for violation of this law include civil and criminal penalties.

Insider trading

Insider trading refers to the illegal practice of trading securities while possessing “material, nonpublic information” about a public company, such as Aetna.

- “Material” information is information that a reasonable investor would think is important when making a decision about buying, holding or selling a company’s securities. Information that affects the price of any company’s stock is typically “material.”
- Information is considered “nonpublic” until it is made publicly available (via a press release or public filing with the Securities and Exchange Commission, for example) and the public and the financial markets have had time to read and understand it.

Insider trading is unethical and illegal under U.S. federal and other local securities laws. It is generally illegal for any person who possesses “material, nonpublic” information about a company to:

- Buy or sell stock, options or bonds or other debt instruments of that company.
- Tell or “tip” anyone else by communicating the nonpublic information to them.

You must follow all insider trading and securities laws, regulations and policies applicable to securities transactions and nonpublic information. Insider trading will be dealt with firmly, and both you and the company could face civil and criminal penalties for insider trading.

For questions, employees and officers should contact our 32 designated legal contact. Directors should contact the Secretary of the Board of Directors.

What are some examples of “material” information?

Examples of “material” information include:

- Financial results or expected results for the quarter or the year
- Possible mergers or acquisitions or financing transactions
- Major changes in customer relationships
- Winning or losing an important contract
- Information about new products
- Information about a change in policy
- Changes in senior management
- Major lawsuit or regulatory developments, including fines or sanctions

Whether or not information is “material” may depend on the circumstances. Contact your legal contact for guidance.

What are some examples of securities?

Insider trading rules apply to any transaction regarding securities. Examples include:

- A company’s common stock, preferred stock, or bonds, notes or other debt instruments
- Options or swaps on a company’s stock

What rules do I need to follow to protect myself and the company when I trade securities?

- Do not trade securities of another company if you have material, nonpublic information about that company or if the trade for other reasons is not legal or creates a conflict of interests. This rule applies to securities whether they are traded in the U.S. or foreign markets.
- Do not share material nonpublic or other confidential information that you have about our Company or any other company with anyone who is:
 - Inside our company, unless they need the information to do their job.
 - Outside our company, unless your manager has worked with our designated legal contact to approve sharing it.
- Information you have because of your position belongs to the company, and you must not take or share it for anyone's benefit. Giving a tip based on this information is unethical, illegal and a violation of our Code even if you do not profit from it.

Questions and answers

At a family party a relative asked me some very specific questions about the company's business. Is it OK to discuss these issues with family?

Company policies on confidential information apply to members of your family and any person living in your home. You should never share confidential information about the company with friends or family members.

Supplier engagements

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 company's procurement process, so that Corporate Procurement can:

- Obligate suppliers to comply with relevant laws, regulations and commitments to our customers
- Position the company to better manage risks employed with supplier-provided goods and services
- Maximize the value of dollars spent on goods and services

To minimize the potential for conflicts of interest as you work with suppliers, you must:

- Report any potential conflicts of interest to Procurement, your manager and your compliance officer
- Safeguard the company's Information
- Honor commitments to safeguard supplier confidential information
- Promote positive supplier relationships through professional conduct, courtesy and impartiality
- NOT negotiate directly or sign contracts with suppliers, unless you are a duly authorized Procurement agent

For more information, please contact your designated procurement officer or compliance officer.



5. Our promises to the community

We strive to be a responsible corporate citizen, improving the quality of life in the communities where we live and work. This starts with our mission statement and corporate values and is demonstrated through our application of responsible business policies and practices.

Diversity

We recognize the impact and importance of diversity in all aspects of our business.

We seek to develop a workforce that fully understands the customers we serve by:

- Aligning diversity to the company values
- Creating and sustaining a positive work environment enabling us to attract, develop and retain the highest performing talent in an increasingly global and diverse marketplace
- Working with small businesses, women- and minority-owned and LGBTQ-owned business enterprises



Code administration and waiver

Any waiver of this Code for our directors can only be granted by the Board of Directors.

Any waiver of this Code for executive officers can only be granted by the Board of Directors.

Any waiver of this Code for other officers or employees can only be granted by the CEO.

Any waiver of this Code for directors, executive officers, the Chief Executive Officer or people with similar functions will be put on our public website within four business days after the waiver is granted.

Resources for raising and reporting concerns

If you have concerns about potential non-compliance or suspected fraud, waste and abuse, or need to report a violation of the Code of Conduct, company policy, or law, these resources are available to help:

- Your manager
- Compliance officer
- AlertLine — you may report issues anonymously, 24 hours a day, 7 days a week:
 - Dial **1-844-797-0291**; or
 - Via the Internet at **aetna.alertline.com**.

Our subcontracted first-tier, downstream and related entities can use these same resources to report possible violations or business conduct and integrity concerns.

Every reported compliance or fraud, waste and abuse concern will be thoroughly investigated and addressed or corrected, as appropriate. Rest assured that your reports are welcomed and encouraged. Our company prohibits intimidating or retaliating against anyone who in good faith:

- Makes a complaint or reports a violation to the company or any law enforcement or government agency
- Collaborates or helps with a government or internal investigation
- Provides information to the government or company about a breach of law or policy

Remember to consult your manager or compliance officer if you are unsure whether you or your external business partner (e.g. contractor, supplier, first-tier, downstream or related entity) are aware of all the compliance regulations that apply to the work you do for the company. Nothing in the Code of Conduct or other company policy is intended to prohibit you from reporting to, or responding to an inquiry from, a governmental authority about a suspected violation of state or federal law.

Texas Health Aetna is the brand name used for products and services provided by Texas Health + Aetna Health Insurance Company and Texas Health + Aetna Health Plan Inc.



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