



# COMPLIANCE CODE OF CONDUCT

# MESSAGE FROM THE CEO

“A good reputation is hard-won and easily lost. But the lost reputation has invariably been given away by the actions of the holder, rather than been taken away by somebody else.”

- C. Beveridge

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In a very short period of time, agilon health has established and enjoys a very positive reputation across our industry. This reputation rests on all of our shoulders and is the direct result of the good work we all do day in and day out. Your hard work and relentless pursuit of enabling our physicians to provide high quality and efficient health care to our members has already brought us very positive recognition at a national level. Our reputation influences so many aspects of our company - the way our physician customers and partners value our services; whether or not health plans choose to contract with us and entrust their members to us; how regulators perceive us; and whether employees find agilon health a fulfilling place to work. A strong reputation will fuel growth and future success. We should not take it for granted. Therefore, it is important for all of us to protect our reputation through a strong culture of integrity and ethical conduct.

As part of our evolution as a high performing organization which brings people, solutions, capital and technology to enable primary care physicians to achieve long-term success, we have adopted this Code of Conduct that applies to all of us. All employees of agilon health are responsible for knowing the Code of Conduct and for abiding by high legal, ethical and moral standards. Every employee of agilon health is also required to be familiar with and comply with all federal and state laws, rules, and regulations that govern their role within the organization. If you are unfamiliar with what those rules are, it is your obligation to ask. Not knowing the rules, or turning a blind-eye to activities you are not comfortable with is not acceptable and violates our Code of Conduct.

We are all accountable for upholding these principles and behaviors in accordance with the highest of ethical and legal standards. Our Code of Conduct obligates us to avoid any conduct that even raises the appearance of impropriety and to hold ourselves to even higher ethical standards than the legal rules require. It is also important that we recognize that breaches of the Code of Conduct will be taken seriously.

With your help, I am confident that our reputation will be upheld long into the future.



Ron Kuerbitz  
Chief Executive Officer

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# SCOPE AND OVERVIEW



Through our Compliance Program, we are striving to create open lines of communication to address all compliance issues that may exist, now and in the future.



# COMPLIANCE

## This Code of Conduct

In creating this Code of Conduct, agilon health's goal is to ensure compliance with the laws, rules and regulations that govern its operations, in order to live up to this commitment, agilon health has developed principles and rules to be followed by all employees, members of the Boards of Directors, and other individuals who work with agilon health to ensure that we are operating pursuant to the highest ethical and moral standards.

## Covered Personnel

This Code of Conduct sets forth the standards of conduct and procedures that all governing board members, employees and members of the workforce of agilon health are expected to follow ("Covered Personnel" or "Personnel"). All Covered Personnel are expected to read and understand this Code of Conduct and to review it as necessary to be alert to situations that could be contrary to our established policies and procedures. All Covered Personnel must, upon receiving a copy of this Manual, sign and date an Acknowledgment of Receipt and return that Acknowledgment to agilon health's Compliance Officer.

## Responsibilities of Supervisors and Managers

Through our Compliance Program, we are striving to create open lines of communication to address all compliance issues that may exist, now and in the future. Supervisors and Managers have the responsibility to help create and maintain a work environment in which ethical, compliance and legal concerns may be raised and openly discussed by anyone at any time. They are also responsible to ensure: that the personnel they supervise understand the importance of this Code of Conduct, our policies and the Compliance Program; that the personnel they supervise are aware of the Compliance Program's standards and the procedures for reporting suspected unethical, illegal or improper activity; and that all Personnel are protected from retaliation or intimidation if they come forward in good faith with information about suspected wrongdoing, unethical or illegal conduct.

## Raising Questions and Concerns

Neither this Code of Conduct nor our overall Compliance Program can cover every situation that you might face. As a result, if you are unsure of what the proper course of conduct might be in a specific situation, or if you believe that any of our standards of conduct or procedures (whether set forth in this Code of Conduct or elsewhere) may have been violated, then you are urged to contact agilon health's Compliance Officer either directly or over our Compliance Hotline, your immediate supervisor or manager or Human Resources.

You may contact any of these persons at any time, either in person, in writing, over the telephone, by e-mail, or over the Compliance Hotline with any compliance related concerns or questions you may have.

## Anonymity and Confidentiality

Your questions or concerns may be raised anonymously, if you wish. In addition, all reports will be held in the strictest confidence possible, consistent with the need to investigate the matter.

## Non-Retaliation and Non-Intimidation

No Personnel who, in good faith, report a compliance issue or raise compliance questions or concerns will be subjected to retaliation or intimidation. Any retaliation or intimidation for good faith reporting is, itself, a violation of our Compliance Program's standards of conduct.

## Contact Information

The contact information for agilon health's Compliance Officer is set forth in the Contact Sheet.

operating pursuant to  
the highest ethical and  
moral standards

# CODE OF CONDUCT



## BE HONEST & TRUTHFUL

Be honest and truthful in what you say and do in all your dealings, both within and outside of agilon.



**agilon health has adopted the following Code of Conduct as a central part of our Compliance Program.**

The Code sets forth the standards that all Personnel are expected to follow. Not only is everyone expected to adhere to the letter of this Code, but they are also expected to adhere to its spirit, to maintain a high level of integrity in all of their dealings, and to avoid any conduct that could reasonably be expected to reflect adversely upon the integrity or reputation of agilon health.

Compliance with agilon health’s Code of Conduct is a condition of employment, and violation of these standards will result in discipline being imposed, up to and including possible termination.

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## Mission and Values

agilon health is committed not only to its mission of reimagining quality efficiency and patient experience by providing solutions, but doing so pursuant to the highest ethical standards and to acting in compliance with all applicable federal and state laws, rules and regulations. This commitment extends to all of our interactions, including those with health care providers and vendors, with companies with whom we do business, with government entities that regulate us, and with public and private payors for which we provide delegated services from whom reimbursement for services is sought and received.

As a representative of agilon health, you are expected not only to act in compliance with all applicable legal standards, but to avoid any conduct that raises even the appearance of impropriety. While the legal rules are very important, we strive to hold ourselves to even higher ethical standards.

In short, we do not and will not tolerate any form of unlawful or unethical behavior by anyone associated with agilon health. We expect and require all Personnel to be law-abiding, honest, trustworthy, and fair in all of their business dealings. To ensure that these expectations are met, the Compliance Program has become an integral part of our mission and of our business operations.

## Obligation to an Ethical Workplace

Because the highest standards of ethics and integrity are required of every agilon health employee, all employees must follow the guidelines below:

- Perform all delegated services with the upmost professionalism and honest behavior, always focusing on adhering to regulatory requirements;
- Comply with all applicable laws and agilon health’s policies, including, but not limited to, those addressing fraud, waste and abuse, HIPAA, as well as other federal and state laws regarding patient privacy and employees’ health, safety, and welfare in the workplace;
- Set an example through your behavior;
- Avoid situations that may result in conflicts of interest with agilon health and its business, i.e., situations where personal interests conflict or could be perceived as conflicting with agilon health’s business interests;
- Practice marketing in compliance with applicable state and federal requirements and forego any business that can only be obtained by improper or illegal means;
- Create a workplace that is free from harassment and discriminatory practices;
- Be familiar with agilon health’s policies on document retention and confidentiality and abide by all applicable state and federal laws, regulations, and contractual requirements regarding the retention of records..

set an example  
through your behavior



**Be Honest and Truthful.** Be honest and truthful in what you say and do in all your dealings, both within and outside of agilon health. Strive always to do the right thing, both ethically and legally. Avoid any unethical, illegal or improper conduct, and do not take any action that you believe may be unethical, illegal or improper. Do not help anyone at agilon health or elsewhere engage in unethical or illegal conduct, and do not “look the other way” if you suspect or become aware that anyone associated with agilon health is acting improperly.

**Comply with All Legal and Ethical Requirements.** Be familiar with and comply with all federal and state laws, rules, and regulations that govern your job within agilon health. If you are not sure what the rules and requirements are or whether a particular action is appropriate or lawful, then do not act until you check with the Compliance Officer.

**Cooperate with the Compliance Program.** Our Compliance Program will work effectively only if everyone works together to ensure its success, understands what is required under the law and our own Code of Conduct, and strives to ensure that those standards and the policies we adopt are being followed at all times. You must fully cooperate with the Compliance Program by following its standards of conduct; reading all policies, memos or other documents relating to compliance that are distributed to you; asking questions if you do not understand the expectations for you under the Program; cooperating with any compliance review, inquiry or investigation conducted by the Compliance Officer or designee; attending all required compliance meetings and training sessions; and reporting any possible or suspected compliance issues.

**Standards Relating to Government Contracts.** agilon health must conduct all activities (e.g., credentialing, claims payment and utilization management) in a way that fully complies with all applicable federal and state healthcare program requirements, including, but not limited to, requirements for first tier, downstream and related entities regarding the Medicare Advantage program, and all Medicaid state regulations.

our compliance  
program will work  
effectively only  
if everyone  
works together  
to ensure  
its success





**Workplace Practices.** agilon health acknowledges our most valuable asset is its workforce and is committed to making every effort to provide each employee with a safe working environment. We treat one another with respect and collaborate to reach our goals. agilon health does not tolerate discrimination, harassment, or retaliation. Behaviors that put our employees or business partners at risk are not allowed.

**Workplace Property.** Employees may not use workplace property, information or a position with agilon health to take advantage of corporate opportunities for personal benefits. All agilon health property should be used only for legitimate business purposes. In addition, you are expected to use proper care when you use agilon health property and equipment.

**Conflict of Interest.** A conflict of interest is any activity that is inconsistent with or opposed to agilon health's interest or even gives the appearance of impropriety. Employees should not engage in any activity that could appear to conflict with the employee's interests and the best interests of agilon health. Employees must avoid actual, potential, or perceived conflicts of interest with agilon health in their professional and personal relationships.

It is your responsibility to disclose to agilon health any transaction or relationship that you feel could give rise to an actual, potential, or perceived conflict of interest.

**Retention of Records.** All records that demonstrate agilon health's or a provider's right to receive payment from third-party payors, and all medical and other records that disclose the nature and extent of services, items and tests furnished and their medical necessity will be retained by agilon health for a minimum of ten years.

**Ineligible Persons and Exclusion Checks.** agilon health does not employ or contract with any persons who are deemed to be "Ineligible Persons" who have been excluded from participating in any federal healthcare program, including Medicare, Medicaid or Medicare or Medicaid managed care plans. All Covered Personnel, as well as all vendors will be checked against federal and state exclusion databases to ensure that they have not been excluded from participating in federal or state healthcare programs.

## agilon health Compliance Program

agilon health's Compliance Program is responsible for the organization's awareness of applicable state and federal laws and regulations. Our Compliance Program, along with our policies and procedures, provide guidance in maintaining appropriate business practices. The Chief Compliance Officer is responsible oversee and manage all aspects of the Compliance Program. agilon health's Compliance Committee has been established to assist the Chief Compliance Officer in providing guidance in the execution of the initiatives to meet the Compliance Program goals.

The primary components of the agilon health Compliance Program include, but are not limited to, the following pillars of compliance:

- Establish Written Policies and Procedures
- Designation of a Chief Compliance Officer and a Compliance Committee
- Exercise Effective Compliance Oversight
- Exercise Due Diligence to Avoid Delegation of Authority to Unethical Individuals
- Communicate and Educate Employees on the Compliance Program
- Monitor and Oversee the Compliance Program for Effectiveness
- Ensure Consistent Enforcement and Discipline of Violations
- Respond Appropriately to Incidents and Take Steps to Prevent Future Incidents
- Whistleblower Protection and Non-Retaliation for Reports of Non-Compliance

committed to provide  
each employee with  
a safe working  
environment



## Standards Relating to Business Practices

**Business Practices.** agilon health will forego any business transaction or opportunity that can only be obtained by unethical, illegal or improper means, and will not offer, pay, solicit or receive any unethical, illegal or improper payments.

**Business Transactions.** Business transactions will be based on the bona fide financial value of the transaction and its positive impact on agilon health's ability to deliver services. Such transactions will not be based on an intent to induce or reward referrals or other business between agilon health and others with whom we do business (including, but not limited to, other health care providers and suppliers).

In the course of agilon health's day-to-day operations, Personnel must deal with a variety of individuals, companies, organizations, and government agencies. In those dealings, Personnel must never make any misrepresentations, dishonest statements, or statements intended to mislead or to misinform. If it appears that anything you have said has been misunderstood, you are to correct it promptly.

**Business Records.** All of agilon health's business records must be accurate and truthful, with no material omissions; the assets and liabilities of agilon health must be accounted for properly in compliance with all tax and financial reporting requirements; and no false records are ever to be made. Similarly, all records that are submitted to government agencies, insurance carriers, health plans or other entities will be accurately and honestly made.

**Purchasing Policy.** All purchasing decisions must be made with the purpose of obtaining the highest quality service or item for agilon health at the most reasonable price and must be consistent with all applicable laws, including, without limitation, the federal and state Anti-Kickback laws. For example, purchasing decisions will not take into account the possible referral of business to, from, or for the benefit of, agilon health.

**Payments, Gifts, and Entertainment.** Personnel may not engage, either directly or indirectly, in any corrupt business practice, including bribery, kickbacks or payoffs, intended to influence or reward favorable decisions of any patient, provider or other referral source, government representative, contractor, vendor, or any other person in a position to benefit agilon health or the employee in any way.

**Giving Payments or Gifts.** Gifts or other items may be offered to another person only if they are of nominal value and only if it is clear from the circumstances that they are given only as tokens of friendship or business hospitality. They cannot be given with an intent to induce referrals or under circumstances that make it appear that they are given with such intent.

Gifts of cash or cash equivalents (e.g., gift certificates) to providers, referral sources, patients or potential patients that are not part of an approved incentive program are strictly prohibited. Meals of modest value may be offered only in connection with informational or educational presentations.

Gifts of even nominal value may not be offered to any governmental official. Such gifts can be misinterpreted as an attempt to improperly influence the official and are absolutely prohibited.

**Accepting Payments or Gifts.** Personnel may not accept any gifts, gratuities or other favors under circumstances from which it could be inferred that the Personnel's action was for his or her own benefit, and not solely for the benefit of agilon health. Gifts of cash or cash equivalents are strictly prohibited. This policy does not prohibit the receipt of gifts of nominal value that are clearly tokens of friendship or business hospitality.

Free lunches or other meals from suppliers or other vendors may not be accepted unless such meals are of modest value and accompanied by an informational or educational presentation.

never make any misrepresentations, dishonest statements, or statements intended to mislead or to misinform



## Standards Relating to Referrals

### Compliance with Federal and State Anti-Referral Laws.

The federal and state Anti-Kickback statutes make it a crime to give or receive any remuneration (which is broadly defined to include money, goods, and services) in exchange for a referral or as an inducement to provide health care services paid for by any federal or state healthcare program, including Medicare and Medicaid managed care plans.

In accordance with these rules, agilon health does not pay or offer any remuneration to other physicians, providers, vendors, or anyone else, either directly or indirectly, for referrals or other business; nor do we solicit or accept any remuneration to refer patients or business to other providers, suppliers or anyone else. This includes giving any form of remuneration, including virtually anything of value, in return for a referral.

### Relationships with Health Care Providers.

All contracts, leases, and other financial relationships with providers, suppliers and others with whom we have a referral relationship or do business will comply with the applicable anti-referral laws, including the federal and state Stark and Anti-Kickback laws. We will not, for instance, provide free services or items or other benefits to any party with whom we have a relationship; nor will we enter into commercially questionable business relationships in order to further a referral relationship.

**Marketing Activities.** agilon health shall comply with all applicable marketing regulations and guidelines, including, but not limited to, appropriate disclaimers on marketing materials, reporting suspected marketing guideline violations, providing assistance to beneficiaries to select a plan that is in their best interest, and limiting sales and marketing activities/distributions to common areas of healthcare settings. agilon health shall not engage in activities prohibited under applicable law, including, but not limited to, offer sales or appointment forms to beneficiaries, accept enrollment applications, mail marketing materials on behalf of a plan sponsor, offer inducements to persuade beneficiaries to enroll in a particular plan or accept compensation in any form from a plan sponsor in exchange for soliciting beneficiaries.

All marketing activities and advertising by agilon health and its Personnel must be based on the merits of the services we provide and must not involve any promise, express or implied, of remuneration for referrals or other business.

Marketing activities and advertising must be truthful and not misleading, and must be supported by evidence to substantiate all claims made. In this regard, agilon health's best advertisements are the quality of the services we provide. No personnel should disparage the service or business of a competitor through the use of false or misleading representations.

we shall comply with all applicable marketing regulations and guidelines, including appropriate disclaimers on marketing materials



## Standards Relating to Confidentiality

### **Confidential Protected Health Information.**

agilon health and all of its Personnel are bound by and must observe all confidentiality provisions of the Health Insurance Portability and Accountability Act (“HIPAA”) and other applicable federal and state laws, rules and regulations governing the confidentiality of medical records and information. All Personnel will keep protected health information in the strictest of confidence in accordance with these requirements. Such information will not be disclosed to anyone unless done in a manner that is permitted by applicable law.

In this regard, any disclosure of personal health information will be made in compliance with the HIPAA regulations or other applicable laws, rules or regulations, on a need to know basis, and will consist of the least amount of information required to perform the function.

**Confidential Business Information.** Confidential information acquired by Personnel about the business of agilon health must also be held in confidence and may not be used as a basis for personal gain by Personnel, their families, or others. Such information includes, but is not limited to: patient lists/information, development plans, marketing strategy, financial data, proprietary research, and information about pending or contemplated business deals.

The governing principle is that if you receive any confidential information pertaining to agilon health, you must not use such for your own benefit or for your family’s benefit, nor may you disclose it to others for their personal use

## Government Inquiries.

**Speaking with Government Agents.** Personnel may speak voluntarily with government agents, and agilon health will not attempt to obstruct any government inquiry or prevent anyone from speaking with government agents, should Personnel desire to do so. It is recommended, however, that before speaking with government agents, you contact the Compliance Officer first.

**Responding to Subpoenas and Requests for Documents.** Personnel may not respond to a request to disclose documents that are the property of agilon health without first speaking with the Compliance Officer. As a general matter, anyone who receives a government request for information, a subpoena, or any other inquiry or legal document regarding agilon health’s business should notify the Compliance Officer before attempting to make a reply. The Compliance Officer will then notify legal counsel, as necessary and appropriate.

**Accurate Responses.** If a response is given to a request for information from a government agency, the response must be accurate. It is agilon health’s policy to comply with the law and to cooperate with reasonable demands made during the course of a legitimate government investigation or inquiry.

**No Destruction of Records or Evidence.** Personnel may not destroy, alter or change any records in any way in response to a request for such records. Such action will subject the Personnel to immediate discharge and possible criminal prosecution.

it is agilon’s policy  
to comply with the law  
and to cooperate with  
reasonable demands

# COMPLIANCE CONTACT SHEET



**One of our primary goals here at agilon health** is to foster a proactive culture centered on accountability and trust, in which all employees act to “do the right thing” each day, and not just for our organization, but for our patients and provider partners. This means working closely with each of you, to ensure you have the tools you need to act ethically and be compliant in every decision.

The agilon health Code of Conduct is a guide and reference that helps us carry out our job responsibilities in accordance with the highest possible standards of ethical behavior. While the Code is designed to promote our shared values – integrity, compassion, relationships, innovation and performance – these values can only be fulfilled when we acknowledge and incorporate them into all that we do. Our reputation and success as an industry leader begins and ends with you.

Thank you for taking the time to get to know our Code, but especially for embodying the principles that help people live healthier lives every day.

Sunmi Janicek  
agilon health’s Chief Compliance Officer

**Number** 833-668-8638  
**E-mail** ComplianceAH@agilonhealth.com

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## Anonymity and Confidentiality

Your questions or concerns may be raised anonymously, if you wish. In addition, all reports will be held in the strictest confidence possible, consistent with the need to investigate the matter.

## Non-Retaliation and Non-Intimidation

No Personnel who, in good faith, report a compliance issue or raise compliance questions or concerns will be subjected to retaliation or intimidation. Any retaliation or intimidation for good faith reporting is, itself, a violation of our Compliance Program’s standards of conduct.

# ACKNOWLEDGMENT OF RECEIPT



I acknowledge that I have received a copy of the Compliance Code of Conduct for agilon health. I agree to read the Code of Conduct, conduct myself in conformity with all its standards and requirements, and fully cooperate with agilon health in carrying out the objectives of its Compliance Program.

Acknowledged and agreed:

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Signature

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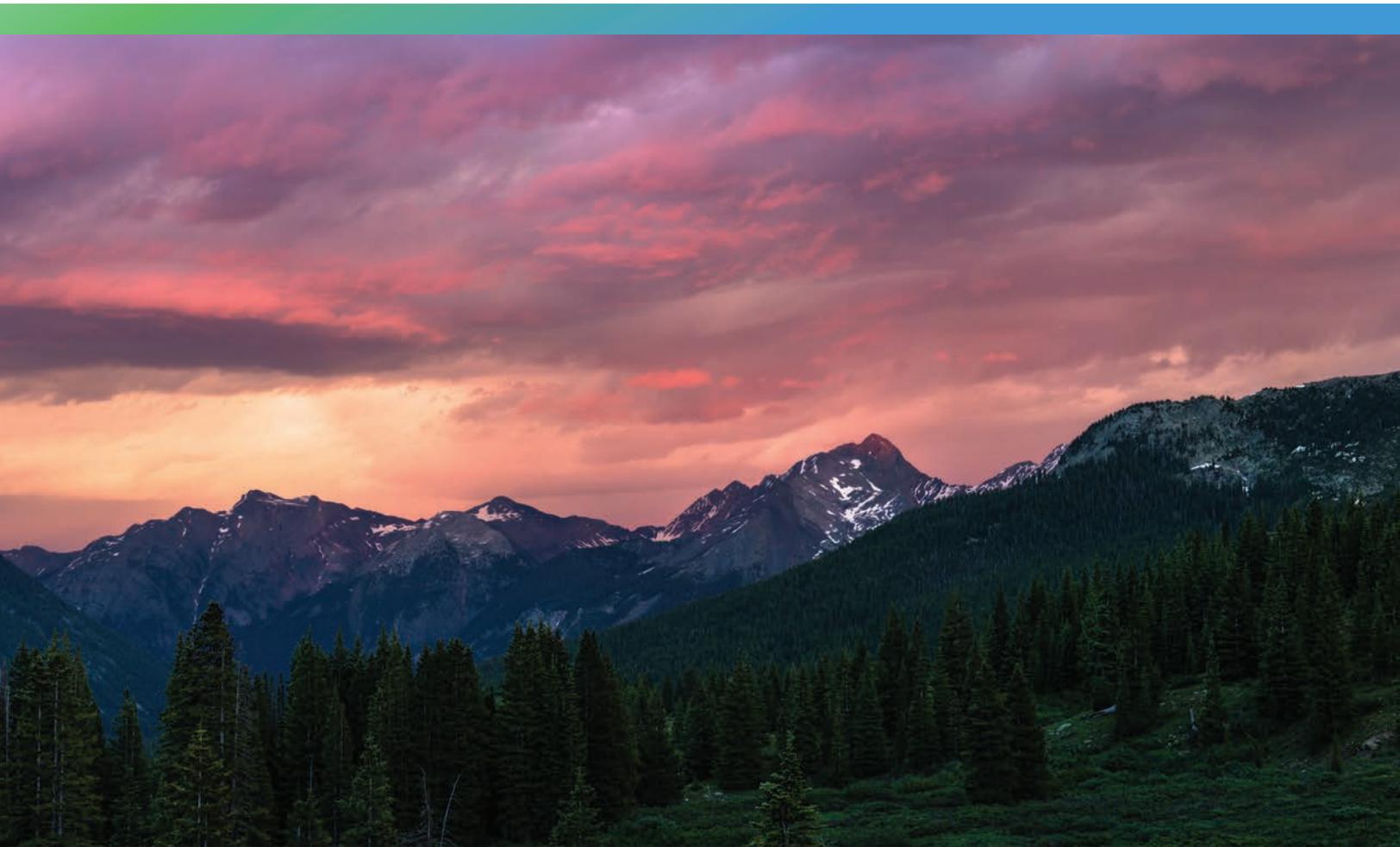
Print Name

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Job Title or Description

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Today's Date



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