



CODE OF CONDUCT

September 12, 2023

On September 12, 2023, the Veradigm Board of Directors adopted this revised, comprehensive Code of Conduct that applies to all our board members, contractors, and employees, including our Chief Executive Officer, Chief Financial Officer, and senior financial and accounting officers. Our Code of Conduct requires, among other things, that all of our board members, contractors, and employees avoid conflicts of interest, comply with all laws and other legal requirements, conduct business in an honest and ethical manner, and otherwise act with integrity and in the best interests of Veradigm.

Veradigm employees may not vary from the requirements of this Code of Conduct without a written waiver signed by the General Counsel or CEO. Pursuant to NASDAQ rules, any waiver of the Code for executive officers and directors can only be made by the Board of Directors.

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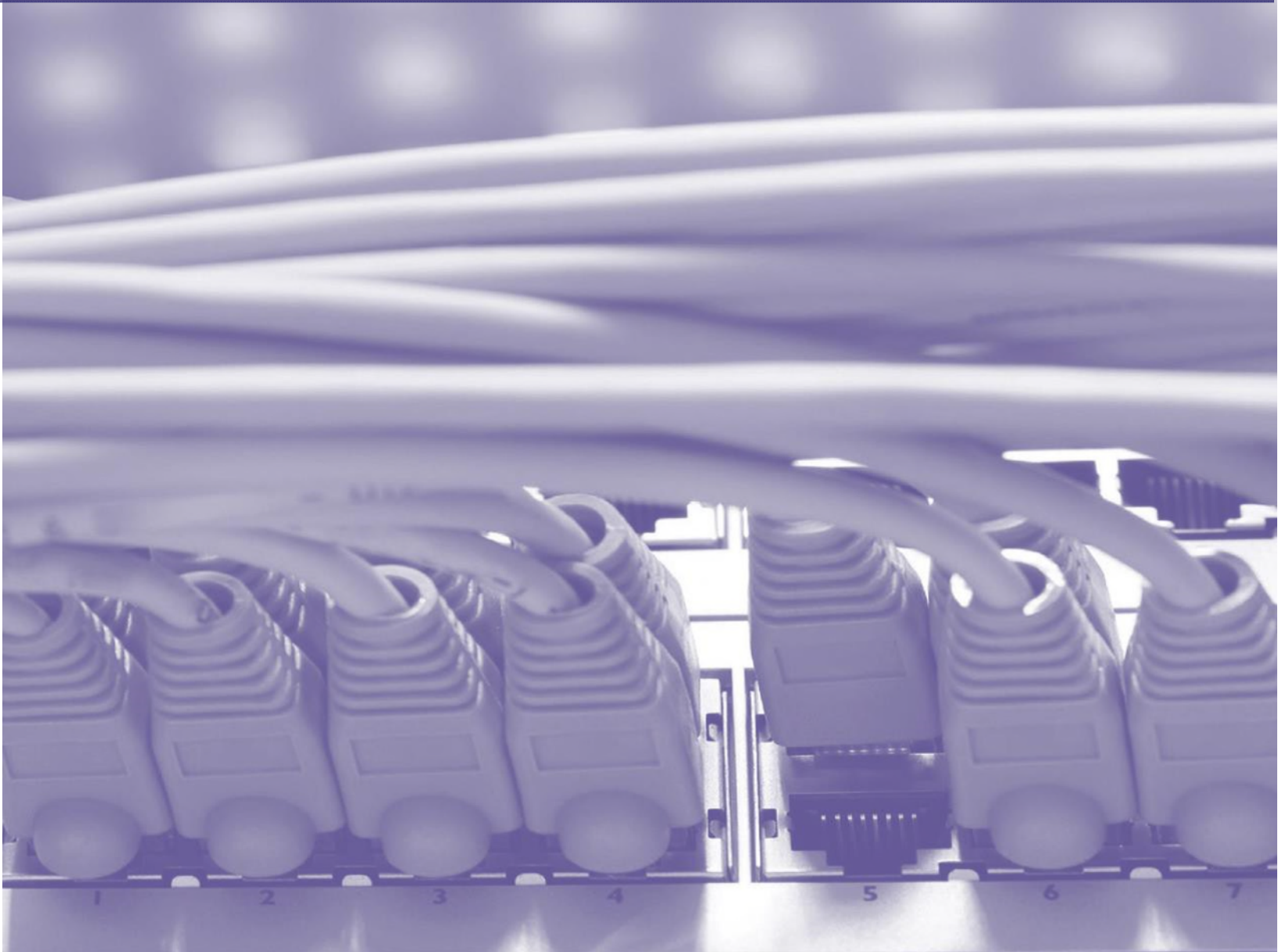
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Connected to Available Resources

A Connected Community of Health™ can only be achieved and sustained if it is built on a solid foundation of leadership strategies and business practices that are safe, fair, respectful, honest, responsible, ethical, and lawful.



Connected to Our Mission

We at Veradigm are dedicated to creating a fully integrated healthcare ecosystem, providing advanced insights and data-driven solutions, and continue to evolve in our mission of Transforming Health, *Insightfully*.

Leveraging technology to *simplify* healthcare. Veradigm is focused on research, analytics, and building scalable data-driven solutions of value for ALL healthcare stakeholders. These stakeholders include Biopharma, Health Plans and Payers and Healthcare Providers.

THE VERADIGM PROMISE

To be worthy of our clients' trust and partnership, we must uphold the highest levels of business ethics and personal integrity in all interactions and transactions. Veradigm requires each valued Team Member, as a condition of their employment at Veradigm, to uphold the corporate responsibilities summarized in this Code and the associated policies it references by staying:

- connected to their responsibilities as stewards of Veradigm, its resources, and its conduct;
- connected to the best interests of Veradigm;
- connected to their fellow Veradigm Team Members;
- connected to our clients;
- connected to fair competition in our industry; and
- connected to the spirit and letter of the laws, regulations, ethics, and agencies that affect our business within the countries Veradigm operates.

The spirit and letter of this Promise is defined further in this Code of Conduct. Each Team Member is held accountable to learning and adhering to the Veradigm Promise and the Code of Conduct on which it is founded.

IMPORTANT:

The Veradigm Promise outlines our commitment to stay connected to our corporate responsibilities and our values

As trusted members of the Veradigm team, the company demands the highest standards of business ethics and personal integrity from each individual. It also encourages each Team Member to act as stewards of the company and its resources. Team Members are charged with ensuring the company stays connected to the principles described in this Code and taking corrective steps when it does not. Veradigm is committed to protecting stewards who take steps to report violations of this Code in good faith.



Connected to Our Stewardship Responsibilities

As members of the Veradigm team, we are entrusted by shareholders, clients and fellow Team Members with the responsibility to protect the assets and reputation of the company.

We are not only responsible for our own behaviors and compliance to the Veradigm Code of Conduct, but we are also encouraged to report any violations of the Code we witness. Veradigm supports an active Open Door Policy (as described in detail within the Team Member Handbook) in which Team Members can speak freely and openly about their concerns and ideas. Team Members who honestly raise compliance concerns will be protected from any retaliation associated with their report.

Who Must Follow this Code

Board members, employees, and contractors must follow this Code. Veradigm Team Members working with third parties representing Veradigm must require these parties to comply with the applicable material aspects of this Code. This includes partners, consultants, agents, sales representatives, firms, distributors and independent contractors.

What Team Members Should Do

All Team Members contribute to a culture of ethics by understanding the Veradigm Code of Conduct, embracing a commitment to integrity, and acting to enforce compliance and avoid violations. Team Members can take steps to implement the Veradigm Code of Conduct by:

UNDERSTANDING THE VERADIGM CODE:

- Gain a basic understanding of the policy requirements summarized in this Code
- Learn the details of policies relevant to their job
- Find useful tips and tools, as well as up-to-date information, on the Veradigm Compliance Intranet site
- Go to their manager, the Veradigm Legal Team, or Human Resources with any questions

SPEAKING FREELY:

- Raise any concerns they may have about potential violations of any Veradigm policy
- Understand the different channels for raising integrity concerns
- If a concern they raise is not resolved, pursue the issue
- Cooperate in investigations related to integrity concerns

REMEMBER:

The Veradigm Open Door Policy encourages Team Members to speak freely about their compliance concerns without fear of retaliation

What Leaders Should Do

A leader should embrace the Veradigm Open Door Policy and create a culture of compliance in which Team Members understand their responsibilities and feel comfortable raising concerns without fear of retaliation. Leaders should ensure that they and their teams comply with the Veradigm Code of Conduct and take action when a suspected violation of the Code has been reported. Leaders should ensure that their direct reports understand that business results are never more important than ethical conduct and compliance with the Veradigm Code of Conduct. Leaders are encouraged to take the following steps to support compliance with the Code:

PREVENT COMPLIANCE ISSUES:

- Identify business compliance risks
- Ensure that processes, tailored to address their particular risk areas, are communicated and implemented
- Provide education on Veradigm policies to direct reports and (where appropriate) third parties

DETECT COMPLIANCE ISSUES:

- Implement control measures to detect heightened compliance risks and/ or violations
- Promote an effective Speak Freely program
- Ensure that periodic compliance reviews are conducted, with the assistance of the Veradigm Compliance Team

RESPOND TO COMPLIANCE ISSUES:

- Contact the Veradigm Compliance Team if a concern is reported
- Work with the Veradigm Compliance Team on identified issues
- Promptly respond to reported concerns
- Take prompt corrective action to fix identified weaknesses

Team Members Are Encouraged to Report Concerns

Raising an integrity concern protects Veradigm and its Team Members. If Team Members have concerns about compliance with the Veradigm Code of Conduct, they are encouraged to raise those concerns. Team Members should raise concerns early; the longer they wait to address a concern, the worse the situation may become.

Team Members may remain anonymous in reporting a concern. However, if they identify themselves, Veradigm will be able to follow up and provide feedback. Confidentiality will be respected to the extent possible while investigating and resolving reported concerns. A Team Member's identity and the information they provide will be shared only on a "need-to-know" basis with those responsible for resolving the concern.

No Tolerance for Retaliation

Veradigm values the help of Team Members who identify potential problems that need to be addressed. Veradigm prohibits retaliation against any Team Member who honestly raises an issue of concern. The Team Member may not be subject to any adverse employment action, including separation, demotion, suspension, loss of benefits, threats, harassment or discrimination based on their report. Team Members who have raised a concern should continue to be treated with courtesy and respect. If Team Members believe they have been subject to retaliation, they should report the matter to the Chief Compliance Counsel immediately. Retaliation against a Team Member for honestly raising a concern is grounds for discipline up to and including dismissal.

TAKE ACTION:

Leaders should take action when a suspected violation is reported

Ways to Report a Concern

Veradigm offers several channels for reporting concerns. Team Members are encouraged to use the channel that is most comfortable for them to report compliance concerns.

WITHIN A TEAM MEMBER'S DEPARTMENT:

Generally, a supervisor or manager will be in the best position to resolve an integrity concern quickly. However, a direct supervisor is not the only option. Other resources include:

- The Veradigm Chief Compliance Counsel or the Veradigm Legal Team
- Department head
- Human Resources

VERADIGM SPEAK FREELY PROGRAM

The Veradigm Speak Freely Program allows Team Members to voice their integrity questions and concerns, anonymously if they choose (options marked below with a *), and receive a response:

Call*

- Global Compliance Hotline at: 866.206.1906 for calls originating within the United States or Canada or 740.934.4784 for calls originating outside the United States or Canada

Online*

- <https://ethcomp.com/Veradigm> (all locations)

Write*

Chief Compliance Counsel, Veradigm

222 Merchandise Mart Plaza, Suite 2024, Chicago, IL 60654

Email

compliance@veradigm.com

CALL:

Global Compliance Hotline
866.206.1906
(United States and Canada)
<https://ethcomp.com/Veradigm>
(all locations)

Penalties for Violations

Team Members and leaders who violate the spirit or the letter of Veradigm Code of Conduct or associated policies are subject to disciplinary action up to and including termination of employment, contract, or consulting agreement. Misconduct that may result in disciplinary action includes:

- Violating the Veradigm Code of Conduct or policies
- Requesting that others violate the Veradigm Code of Conduct or policies
- Failure to cooperate in investigations of possible policy violations
- Retaliation against another Team Member for reporting an integrity concern
- Failure to demonstrate leadership and diligence to ensure compliance with the Veradigm Code of Conduct, compliance policies, and the law

Team Members are entrusted to carry out their duties to the best of their abilities and within the best interests of Veradigm. They are entrusted with assets, financial obligations, confidential information, communication responsibilities, and important decisions that will determine the company's success and reputation.

Connected to Veradigm

Conflicts of Interest

A conflict of interest exists when a Team Member's duty of undivided commercial loyalty to Veradigm is or is perceived to be prejudiced by personal benefit or potential personal benefit from another source. Conflicts of interest may result directly through the Team Member's activities or indirectly through the activities of a family member, persons sharing their household, or friends and associates.

Team Members must not directly or indirectly attempt to influence any decision of the company in order to derive a personal or financial benefit.

It is also important that members of the Veradigm Board of Directors do not have material conflicts of interest that have not been appropriately considered and waived by the company. As a result, if an actual or potential conflict of interest develops for any reason, a Director should promptly report it to the Veradigm General Counsel and/or Chairman of the Nominating and Governance Committee for evaluation. Any matter that would be material and detrimental to Veradigm (as determined by the Veradigm General Counsel and/or Chairman of the Nominating and Governance Committee) will be brought to the attention of the entire Board of Directors for a determination of whether a material conflict of interest exists and, if so, whether a waiver should be granted.

Team Members may not accept gifts of more than nominal value from suppliers or clients, particularly if they are making decisions on behalf of Veradigm that involve those that are offering the gift. In these instances, they should contact the Veradigm Legal Team to obtain a waiver from the Management Compliance Committee.

Team Members can find the full details of the Veradigm Conflicts of Interest policy at: [Veradigm Policies](#)

EXAMPLES OF CONFLICTS OF INTEREST (this list is not exhaustive)

- Part-time jobs performed during Veradigm business hours or using Veradigm systems and/or property
- Direct or indirect vertical reporting relationship with a family member or others with whom there is a significant relationship
- Discounts or other perks from suppliers, partners, or clients that are not available to the public or other Veradigm Team Members
- Compensation for speaking engagements on behalf of Veradigm
- Outside employment or consulting agreements with a Veradigm client, partner, vendor, or competitor, or having a significant financial interest in their enterprise
- Board positions with entities that have a Veradigm relationship or might expect financial support

WHAT TO DO



- Disclose (in writing to your manager and the Veradigm Legal Team) all outside activities, financial interests or relationships that may either present or appear as a conflict
- Provide a competitive opportunity for suppliers and partners to fairly earn Veradigm business
- Use good judgment in all personal and business dealings outside your job
- Ask yourself if what you are doing is right for Veradigm
- Act professionally and make business decisions without any consideration of personal gain
- Avoid actions or relationships that may cause potential conflicts or create the appearance of a conflict with your job or the best interests of Veradigm
- Get approval before accepting an officer or director position with an outside business while you are an employee of Veradigm

ASK YOURSELF:

Is what I am doing right for Veradigm?
Avoid actions, outside jobs, or relationships that conflict with the best interests of Veradigm

✘ WHAT NOT TO DO

- Do not solicit or accept salaries, fees, commissions or any other type of compensation from any individual or organization that conducts or seeks to conduct business with Veradigm or a competitor
- Do not have a significant financial or other interest in those who deal or compete with Veradigm
- Do not make a loan or extend credit to or receive a loan or credit from those who deal with Veradigm
- Do not attempt to give an unfair advantage to family members or close personal friends who are seeking a contractor or vendor relationship, internship, or other employment opportunity with Veradigm

QUESTIONS

Q: What if I am not sure about whether an activity outside of work poses a conflict of interest?

A: Unfortunately, it is not possible to list all the circumstances that might signal potential conflicts of interest. One of the best ways to gauge whether the activity creates a conflict of interest is to consider a series of questions: Does the activity interfere (or give the appearance of interfering) with your Veradigm duties? Are you, a member of your family, or a close personal friend receiving improper personal benefits through the activity because of your position with Veradigm? Does the activity compete against the interests of Veradigm? If you answer “yes” to any of these questions, a conflict of interest may exist, and its circumstances must be disclosed to the Veradigm Legal Team.

VITAL
INFORMATION

Insider Trading

National and local securities laws in many of the countries in which Veradigm operates prohibit the purchase or sale of a company’s securities by persons who are aware of material information about that company that is not generally known or available to the public. These laws also prohibit persons who are aware of such nonpublic information from disclosing this information to others who may use that knowledge to trade a company’s securities.

Material nonpublic information is any information that, if it were made public, could affect any investor’s decision to buy or sell the stock of a company. Team Members who have nonpublic material information relating to Veradigm or its business are prohibited from buying or selling Veradigm securities or engage in any other action to take advantage of, or pass on to others, that information. This also applies to trading in the securities of another company (for example, Veradigm clients, suppliers, contractors, outside advisors, vendors, and partners) if Team Members have nonpublic material information about that company that they obtain by virtue of their position at Veradigm. Team Members should contact Investor Relations or the Veradigm Legal Team if they have a question regarding whether information they possess is considered nonpublic.

Team Members are also prohibited from tipping off others; that is, passing along nonpublic material information to friends or family under circumstances that suggest that the Team Member was trying to help such individuals make a profit or avoid a loss. Besides being considered a form of insider trading, tipping is also a serious breach of corporate confidentiality. All such information should be kept strictly confidential.

It is important that Team Members comply with a Veradigm Blackout Period. Blackout periods, or dates, are windows of time during which there are restrictions on exercising stock options and buying or selling Veradigm stock. Veradigm has prescheduled blackout periods, often before the end of each quarter, at a fiscal year-end, or just after earnings are publicly announced.

Veradigm may also issue an unscheduled blackout period prior to major announcements. Team Members will be given advance notice of any blackout periods by email.

Team Members can find the full details of the Veradigm Insider Trading policy at: [Veradigm Policies](#)

NONPUBLIC INFORMATION That Could Affect Stock Price

- Signing of large client contracts
- Strategic alliance agreements
- Developments in lawsuits
- New products
- Product recalls or failures
- Significant security breaches
- Market information acquired on suppliers, partners, or competitors due to position at Veradigm
- Termination of contracts or agreements
- Mergers and acquisitions
- Sales figures, profit margins, market shares
- Government investigations
- Audit results

BE AWARE:

Employees may NOT trade any Veradigm stock during a blackout, this includes trading or exercising stock options, stock purchased through the Employee Stock Purchase Plan, and any additional stock that Team Members may have purchased on their own through a personal brokerage

✔ WHAT TO DO

- Strictly abide with all company-designated stock blackout periods
- Maintain the confidentiality of Veradigm information and do not convey this information to anyone outside the company unless authorized
- Limit disclosure of highly sensitive financial data to only Team Members that require the information to carry out their responsibilities
- Ensure that immediate family and others living at home, as well as friends or business associates, comply with the Veradigm Insider Trading Policy

✘ WHAT NOT TO DO

- Do not buy or sell a security because you hear or learn of information at work that you think will make the price go up or down once it is publicly announced
- Do not talk with non-Veradigm personnel about what you are working on, where you are going on company business, or who has visited the office

BE EXTRA CAREFUL WHEN

- Trading securities before major announcements which could give the appearance of insider trading
- Answering questions from family members, business partners, or friends about the financial health of Veradigm
- Asked or approached by investors, analysts, industry consultants, or other third parties who want sensitive information about Veradigm; refer these individuals to Veradigm Investor Relations

Protecting Confidential Information

During the course of their work, Team Members may have access to confidential information concerning Veradigm, its clients, its business partners, and patients. Team Members are expected to safeguard confidential information and not to divulge it unless they are authorized to do so and it is necessary for the performance of their duties. Team Members are also obligated to report any incident that they may be aware of that could compromise the confidentiality, integrity, or availability of the information.

Team Members are expected to comply with any non-disclosure agreement executed as part of their employment with Veradigm. A Team Member's obligation to treat information as confidential does not end when they leave Veradigm. Team Members may not disclose confidential information to new employers or to others after ceasing to be a Veradigm Team Member.

Team Members should ensure that their professional and personal communications do not disclose confidential information. For example, Team Members should not forward internal email strings/chains or emails stamped "Attorney-Client Privileged" to external parties, such as clients or suppliers.

Protecting confidentiality of any individual health information or medical records is particularly critical. Veradigm takes its responsibility to meet privacy and security standards for protected health information (PHI) seriously. Team Members with access to PHI must take all necessary precautions to ensure its confidentiality. Please see “Medical Records Privacy Laws” within this Code for additional information.

Team Members can find the full details of the company’s confidentiality policies in the Veradigm Team Member Handbook, the Veradigm Privacy Policy, and the Veradigm Security Policy. All of these can be found at: [Veradigm Policies](#)

EXAMPLES OF CONFIDENTIAL INFORMATION (this list is not exhaustive)

- Protected health information
- Flowcharts
- Software programs and Engineering drawings subroutines
- Client lists
- Algorithms
- Inventions
- Source and object code (whether patentable or not)
- Techniques and methodology
- Schematics
- Contracts
- Strategy documents
- Financial information
- Business plans
- Works of authorship
- Client information
- Know-how
- Vendor information, pricing, and compliance reports
- Ideas
- Personnel files and records
- Audit reports
- Log files
- Vendor information, pricing, and compliance reports
- Physician identifiers and transaction data
- National Provider Identifier (NPI) data
- Firewall rules (hosted/non-hosted)
- Internal security and/or risk assessments
- Business risk analyses
- Disaster recovery and business continuity plans
- Facility security plans
- Patent program-related documentation
- Innovation disclosure forms
- Draft patent applications
- Hosted environment network maps
- Internal procedural documents
- Pending deals
- Pricing policies
- Product specifications
- New product roadmaps
- Costs or other financial data
- Veradigm work information on personal cell phones, computers, or tablets
- Data schema
- Acquisitions and merger information
- Planned press releases
- Any information considered confidential by contracts or agreements

REMEMBER:

Information encountered during the course of business at Veradigm may be considered confidential whether or not it is designated as confidential

THINGS TO CONSIDER

- Remember, information encountered during the course of business at Veradigm may be considered confidential whether or not it is designated as confidential
- All hard copy and electronic notes, memoranda, reports, drawings, manuals, materials, data, schedules, lists, and other papers and records of any kind which come into a Team Member's possession as a result of their employment which concerns or relates to confidential information are the sole and exclusive property of Veradigm (or its clients or partners) and must be surrendered at any time upon request
- Team Members should contact Human Resources or the Veradigm Legal Team if they have any questions on whether information they are handling is considered confidential or for questions about how to properly handle confidential information

QUESTIONS

Q: Are my handwritten notes, notebooks, and meeting minutes considered confidential?

A: Yes, all notes and other such documentation, whether handwritten or electronic, are considered confidential information and should not be disclosed.

Q: What must I do if I need to share confidential information with a client or a potential vendor?

A: Veradigm requires all clients and outside vendors that require access to confidential information to enter into a Veradigm Legal Team approved confidentiality agreement before such information is provided. Contact the Veradigm Legal Team to ensure that the right confidentiality agreement is in place to fully protect the company's confidential information.

Good Controllershship

Team Members should comply with good controllershship practices. Good controllershship means complying with accounting policies, processes, and controls. It also requires reporting information and metrics accurately and on a timely basis. Good controllershship principles include maintaining complete, accurate, and timely records and books, safeguarding all company assets, maintaining sound processes and controls, and complying with document retention policies including preserving documents and records. Team Members who have accounting, internal controls, or auditing concerns should report their concerns in the manner in which they are most comfortable based on the mechanisms outlined in "Ways to Report a Concern" within this Code.

✔ WHAT TO DO

- Do completely and accurately execute all financial and operational controls for which you are responsible in a timely manner
- Do submit only accurate expense reports, timesheets, purchase requisitions, payment requests, and invoices
- Do follow all of the company's client contracting procedures and ensure client contracts are complete and accurate, reflecting all agreed upon business terms, obligations, commitments, and promises
- Do protect company assets from risk of loss
- Do comply with review & approval procedures
- Do comply with all applicable document retention policies, including procedures to preserve documents (like email) for pending or reasonably foreseeable litigations, audits, and investigations

✘ WHAT NOT TO DO

- Do not circumvent established controls
- Do not create false or incomplete financial entries or records
- Do not make false or misleading statements to anyone, including Veradigm team members, auditors, vendors, or clients
- Do not make or agree to business terms, obligations, commitments, or promises that are not contained
 - within the client contract (in essence an oral or written "side agreement")
- Do not misrepresent the capabilities or warranties of any product or service offering

Record Accuracy & Retention

It is critical that Team Members maintain complete, accurate, and timely business records and accounts to reflect all business transactions appropriately, whether the information is financial or non-financial in nature. Veradigm Team Members should become familiar with applicable policies regarding records retention and to adhere to those procedures as outlined in the policies.

In the event a Team Member receives a directive from the Veradigm Legal Team to "HOLD" documents and business records, they must comply with the order immediately. They should not attempt to delete, modify, or adjust any document properties. Team Members must continue to hold all business records subject to a hold order until they receive specific instruction from the Veradigm Legal Team to discontinue the hold. These holds may be placed as a result of a subpoena, a pending, imminent or contemplated litigation, a government investigation, or other official proceedings requiring documents to be held.

Team Members can find the full details of the Veradigm Records Management Policy at: [Veradigm Policies](#)

EXAMPLES OF BUSINESS RECORD (this list is not exhaustive)

- Emails
- Contracts
- Certification documentation
- Release notes
- Notes & notebooks
- Project notes
- Financial recordkeeping
- Tax-related documentation
- Patent and other documentation associated with government filings
- Calendars
- Draft versions
- Employee records
- Expense reports
- Training materials and programs
- Veradigm Intranet
- Letters and memos

REMINDER:

Clean out and dispose of business records regularly according to the Record Retention Schedule (if not subject to a “HOLD” order)

✔ WHAT TO DO

- Retain all documentation (electronic and paper) pertaining to a “HOLD” order by the Veradigm Legal Team, regardless of Record Retention Schedule
- Develop a system to retain and store documents long-term since HOLD orders can last several years
- Ensure the accuracy of all business information and accounts recorded on paper or electronically
- Record dates and times on notes, financial records, and expense reports accurately
- Ensure sensitive information is properly destroyed when disposing of business records
- Clean out and dispose of business records regularly according to the Record Retention Schedule (if not subject to a “HOLD” order)
- Remove documents and other business records from the Veradigm Intranet according to the Record Retention Schedule
- Retain copies of webpages and/or other documents that are superseded or replaced using “cut & paste” if under a HOLD order

WHAT NOT TO DO

- ✘ Do not falsify any documents including financial records, quality reports, time records, expense reports, certification documents, and submissions such as benefits claim forms and resumes
- Do not dispose of any documentation (electronic or paper) subject to a “HOLD” order unless you are given written approval by the Veradigm Legal Team
- Do not distort the true nature of any transaction
- Do not provide exaggerated accounts in notes or emails

QUESTIONS

Q: I have recently completed a project; can I throw out or delete all the project documentation?

A: There is business value in storing records related to a project, however, you should only keep necessary information. Retention guidelines will differ from project to project. Veradigm has a legal obligation to retain records as provided in the Record Retention Schedule, which incorporates applicable laws and regulations, and an obligation to prevent the disposition of information related to an investigation, claim, or lawsuit.

Q: I was not the author of a printed document, however, I used a printed copy of the document to take notes in an important meeting. Do I need to keep my paper copy with the notes if I am subject to a HOLD order?

A: Yes. Your notes could be considered material if they were used to document discussion or other activities. For this reason, it is important to preserve the document and your handwritten notes.

Use of Veradigm Systems & Assets

Veradigm allows for limited personal use of company resources including computers and Internet access. However, this personal use should neither infringe upon a Team Member's ability to carry out their Veradigm responsibilities nor violate this Code of Conduct or other company policies. Veradigm respects the individual privacy of each of its Team Members, but these privacy rights do not extend to work-related conduct or to the use of Veradigm equipment and facilities, including its email and Internet systems. Team Members should be aware that they cannot expect confidentiality or privacy when using company systems. In certain circumstances, Veradigm may be required to take action to preserve and provide data stored on the company's systems to outside parties. If personal information is included (e.g. personal emails, files, instant messaging notes, etc...) as a result of these actions, Veradigm will take reasonable steps to preserve privacy, however the company cannot guarantee the privacy of this personal data.

Team Members may not use Veradigm systems to access, distribute, download, or upload material that is prohibited by law or contains sexual content, offensive language, or derogatory comments about race, color, national origin or ancestry, religion, sex, age, marital status, pregnancy, sexual orientation, gender identity, genetic characteristics, individuals with disabilities, protected veterans, or any other characteristic protected by applicable law.

Team Members are expected to learn and abide by Veradigm policies on use of company systems and property as described in detail in the Veradigm Team Member Handbook which can be found at: [Veradigm Policies](#)

REMEMBER:

Team Members must hold all business records subject to a HOLD order immediately and continue to do so until they receive specific instruction from the Veradigm Legal Team to discontinue the hold

PERSONAL USE OF SYSTEMS

- Limited personal use of company resources is permitted as long as such use does not interfere with work or violate any company policies
- Email messages are treated like work-related messages, and Veradigm reserves the right to monitor or disclose them, regardless of content
- Never create, send, display inappropriate, offensive, illegal, or disruptive material on any Veradigm system
- Do not expect confidentiality or privacy when using company systems, except as provided by applicable laws

✔ WHAT TO DO

- Do protect systems from theft or misappropriation
- Do report all loss or theft of assets and/or improper access to systems to the IT Department

✘ WHAT NOT TO DO

- Do not disable virus protection software when using Veradigm systems
- Do not share user IDs and passwords with anyone

USE OF PERSONAL ASSETS TO ACCESS VERADIGM SYSTEMS

- In some circumstances, Team Members can use personal computers or mobile devices to access information on Veradigm systems
- Team Members should not store sensitive data (like Protected Health Information) on their personal devices
- Personal assets used to access Veradigm systems should be password protected
- All data must be removed when authorization is revoked
- Team Members must submit a “Certification of Destruction” to certify the removal of data from personal assets on their last day of employment

VERADIGM SYSTEMS & ASSETS CAN INCLUDE

- Email
- Internet and Intranet
- Copy machines
- Scanners
- Fax machines
- Computers/laptops
- Videos/recording systems
- Phones
- Voicemail
- Software/applications
- Lockers
- Instant messaging

PLEASE REPORT:

Any and all loss or theft of assets and/or improper access to systems to the IT Department promptly

QUESTIONS

Q: Since Veradigm provides a stipend to help pay for my mobile phone, does this mean my mobile phone is considered a company asset?

A: That depends. The stipend is provided to those Team Members that have a business need for a mobile device. However, the stipend does not cover the cost of mobile equipment. Since you are personally responsible for the cost of mobile equipment, your mobile phone is your personal property and not a company asset.

HOWEVER, all company information that is contained on your mobile device IS considered a company asset (e.g. company emails, Veradigm documents, PHI, etc...). Some of these assets may also be considered confidential (see “Confidential Information” within this Code), and some may require legal protection. You must take steps to protect any confidential information contained on your device. You must permanently erase all company information from your device (including your Veradigm email account) before you sell, donate, upgrade, or dispose of your mobile device. You also must report any loss or theft of your device if it contains company information or access to your Veradigm email account.

Q: I am starting a small business with some colleagues after work hours. The Veradigm Legal Team has determined that this does not create a conflict of interest. Can I use my company office number as the main telephone number for the business?

A: No. While Team Members may engage in a side business that does not create a conflict of interest with their job at Veradigm, they may not use company time, property, or other resources to do so.

Intellectual Property & Protections

Veradigm intellectual property rights (including its patents, trade secrets, trademarks, logos, copyrights, and “know-how”) are among the company’s most valuable assets. Unauthorized use can lead to their loss or serious loss of value. All Veradigm trade secrets and “know-how”, including our technology, should be kept strictly confidential. Any sharing of our trade secrets and know-how with third parties should be on a need-to-know basis and be pursuant to a non-disclosure agreement approved by the Veradigm Legal Team. Use of Veradigm trademarks and logos should be done in accordance with the company’s policies. Team Members should report any suspected misuse of trade secrets, trademarks, logos, or other Veradigm intellectual property (IP) to the Veradigm Legal Team.

Veradigm respects proprietary protections; its own and those obtained by others. Team Members may not use Veradigm systems to distribute or upload material containing third-party software or copyright-protected materials without documented permission from the owner. Inappropriate use of others’ IP may expose Veradigm and individual Team Members to criminal and civil fines and penalties. Veradigm is committed to the compliant use of open source software.

Consistent with its policy of respecting the valid IP rights of others, Veradigm strives to comply with the license requirements under which open source software is distributed. Failing to do so may lead to legal claims against Veradigm as well as significant damage to the company’s reputation and its standing in the open source community. Team Members should seek guidance from the Veradigm Legal Team before incorporating open source code into any Veradigm solutions or services. Team Members can find the full details of the Veradigm Intellectual Property policy at: [Veradigm Policies](#)

VERADIGM PATENT PROGRAM

- Veradigm has a patent program that focuses on identifying and patenting certain Veradigm innovations
- In order to protect our innovations with patents, it is important that potentially patentable innovations are not disclosed to third-parties, without the proper protections in place
- To protect against losing valuable patent rights contact the Veradigm Legal IP team prior to disclosing new innovation to third-parties, in announcements, or in presentations at tradeshow

VERADIGM COPYRIGHTS AND TRADEMARKS

- Veradigm documentation, software code, and other materials are protected by copyrights
- To protect Veradigm copyrights, ensure that all Veradigm products, marketing materials, and related documentation are properly marked with the appropriate copyright attributions
- Veradigm trademarks are extremely valuable assets that identify and differentiate our products and services from our competitors
- Ensure that any use of a Veradigm trademark is in accordance with Veradigm trademark use policy
- Report any unauthorized use of a Veradigm trademark

COPYRIGHT-PROTECTED MATERIALS

- Respect all third-party copyrights when using Veradigm systems to distribute or communicate information
- Do not use copyright-protected materials without permission
- Examples include:
 - Photography
 - Books
 - Articles
 - Illustrations
 - Clip Art
 - Graphics
 - Cartoons
 - Graphic designs
 - Authorship materials
 - Videos

ASK YOURSELF:

Would I be comfortable if my communications were made available to the public?

USE OF CONTRACTORS TO DEVELOP VERADIGM MATERIALS

- Veradigm works with many consultants and contractors to develop Veradigm materials and documents
- Protect Veradigm IP rights in any work completed by a third-party on the company's behalf by ensuring that any written agreement or contract with third parties addresses the ownership of IP rights and is executed before the work is started

Careful Communication

Veradigm Team Members are responsible for ensuring that their communications are clear, correct, and appropriate. Responsible and appropriate communications are essential not only to conducting the company's business, but also to the company's reputation. Almost everything a Team Member says, does, or writes on behalf of Veradigm can be used as evidence against them and/or the company at a later date. Team Members should be aware that copies of their communications using Veradigm assets or systems may be used as evidence in a courtroom, in submissions to government agencies that regulate our business, and in the development of articles by the media. Such communications can include written memoranda, handwritten notes, drawings, email, computer files, voice mail, and photographs. State the facts clearly to ensure that the content of a communication is not misunderstood. Do not exaggerate or include unsupported assumptions in your communications. Team Member should also be aware that any derogatory or harassing communications using Veradigm systems can also be subject to disclosure, even if the intent of such communication is personal in nature. Personal use of confidential client information, including client contact information, learned in the course of employment at Veradigm is strictly prohibited. Please see "Protecting Confidential Information" in this Code for additional information.

Team Members can ensure they are in compliance with careful communications policies if they ask themselves a single question — Would you be fully comfortable if your name and the email/voice mail you are sending or the handwritten notes you are writing were published in the New York Times or Wall Street Journal and openly shared with friends and family, your fellow Veradigm Team Members, and regulatory agencies? If the answer is "No", Team Members should redraft their communication.

✔ WHAT TO DO

- Do determine if certain subject matters should be communicated in a documented format; some sensitive topics are best communicated in person or over the phone
- Do assume that all electronic communication is public
- Do remember that emails are recorded, catalogued and stored
- Do send confidential data using a secure communication method
- Do communicate within the scope of your expertise and the facts
- Do review and comply with Record Retention Schedules (See "Record Accuracy & Retention" in this Code)

✘ WHAT NOT TO DO

- Do not "Reply All" unless for a legitimate business reason and limit your response to those individuals who really need to be included on the response
- Do not use personal systems to send improper communications to Veradigm Team Members or clients

Social Media Policies

Veradigm understands social media venues and channels are increasingly popular communication and engagement tools in both personal and professional settings. The company recognizes that Team Members may maintain or contribute to personal blogs, message boards, conversation pages and other forms of social media (such as Facebook and X) outside of their job function and may wish to periodically post information about their job or Veradigm activities on these outlets. Team Members are required to review and follow the Veradigm Global Social Media policy before they do so. Veradigm expectations on the use of social media applies to all consultants, contractors, partners and Team Members worldwide.

Team Members can find the full details of the Veradigm Social Media policy at: [Veradigm Policies](#)

Inquiries from Investors and the Press

As a publicly traded company, Veradigm has a responsibility to maintain an orderly flow of information to the general public and to its shareholders. All of the company's dealings with the investment community and the media, including reporters, must be properly managed to make certain that accurate and timely information is given to investors and the public. Veradigm also must comply fully with all laws governing our disclosures.

Reporters, media representatives, investors, and investment analysts may try to solicit information directly from individual Team Members. Team Members should be aware that only members of the executive management or designated Veradigm spokespersons are authorized to speak on behalf of the company. Team Members should refer all requests for information from the media or financial community to the appropriate designated Veradigm spokespersons in Veradigm Public Relations or Veradigm Investor Relations.

IMPORTANT:

All requests for information from the media or financial community should be referred to Veradigm Public Relations or Veradigm Investor Relations respectively

The individual members of the Veradigm Team are the lifeblood of the company. They drive the success and future growth of Veradigm. Veradigm holds its responsibilities to its team members seriously. The company is dedicated to creating a community and a culture within Veradigm that is fun, innovative, caring and enables Team Members and the company to be successful.



Connected to Our Veradigm Team

Employment Laws

Fair employment practices do more than keep Veradigm in compliance with applicable labor and employment laws. They are the foundation of building a talented, diverse, and winning Veradigm Team.

Veradigm seeks to comply with all applicable laws aimed at providing a work environment that is free from discrimination based on race, color, ethnicity, place or origin or ancestry, religion, political belief, gender, sexual orientation, age, marital or family status, pregnancy status, physical or mental disability, or any other characteristic protected by applicable laws. Team Members are expected to learn and abide by these policies which are described in detail in the Veradigm Team Member Handbook and can be found at: [Veradigm Policies](#)

Veradigm aims to provide equal opportunity in its employment practices and works to ensure that each Team Member is treated with fairness and dignity. Beyond legal compliance, the company strives to create an environment considerate of Team Members wherever Veradigm business is conducted.

ATTENTION:

Veradigm takes reports of retaliation against Team Members who bring a discrimination, harassment, or any ethics issue forward

✔ WHAT TO DO

- Base employment decisions on job qualifications (e.g. education, prior experience) and merit (e.g. an individual's skills, performance, values, leadership and other job-related criteria)
- Report receipt of offensive or harassing emails or other forms of communication
- Treat everyone with respect and dignity
- Provide a work environment free of harassment and bullying
- Make employment-related decisions and actions without regard to a person's race, color, religion, national origin, gender, pregnancy status, sexual orientation, age, disability, veteran status or other characteristic protected by law
- If a conflict arises between the requirements of this Code of Conduct and the laws, customs or practices of a particular state or country, consult with Human Resources or the Veradigm Legal Team to determine the most appropriate course of action

✘ WHAT NOT TO DO

- Do not retaliate against Team Members who bring a discrimination, harassment, or any ethics issue forward. Veradigm takes reports of retaliation seriously; anyone found to have retaliated will face disciplinary action up to and including termination of employment
- Do not create a hostile work environment (e.g. telling jokes or displaying materials that ridicule or offend a member of a particular race or ethnic group)
- Do not violate any labor laws in any of the countries in which Veradigm operates, including laws pertaining to employee health and safety and the employment of minor children
- Do not make sexual advances towards other Team Members or persons with whom you work
- Do not refuse to work, or otherwise cooperate with, certain individuals because of their race, religion, gender, or other characteristic protected by law

Occupational Health and Safety Laws

Veradigm is committed to providing our Team Members a healthy and safe work environment. Each Team Member must abide by company policies in safety matters and do their part to maintain a healthy and safe work environment for themselves and their fellow Team Members.

Veradigm has strict rules on the use and abuse of drugs and alcohol. Team Members are expected to learn and abide by these policies which are described in detail in the Veradigm Team Member Handbook. Veradigm does not tolerate any violations of these policies.

Team Members can find the full details of these policies in the Veradigm Team Member Handbook which can be found at: [Veradigm Policies](#)

REMEMBER:

Veradigm is committed to providing our Team Members with a healthy and safe work environment

✔ WHAT TO DO

- Comply with posted occupational health and safety laws and regulations
- Know and follow the Veradigm Emergency Preparedness Plan
- Comply with all rules associated with fire safety
- Wear appropriate protective equipment when required
- Keep aisles, exits and fire exits clear. Know the locations of all exits and fire extinguishers
- Ensure security doors are properly closed to prevent unauthorized access to Veradigm premises
- Lift loads properly or get help when necessary
- Create and maintain a safe working environment and prevent workplace injuries
- Report all safety concerns and observations to a Human Resources representative
- Report all work-related accidents, illnesses, and injuries to your leader

✘ WHAT NOT TO DO

- Do not use, abuse, or misuse controlled substances or alcohol during working hours or in the workplace setting
- Do not use, possess, sell, transfer, manufacture, distribute, or be under the influence of illegal drugs on a Veradigm or client owned/leased property, during working hours, while on company or client business, or while using company or client property
- Do not attempt to fix electrical equipment of any kind unless appropriately trained
- Do not smoke or use smokeless tobacco in any company or client building, office, restroom, corridor, or access way to those buildings or offices; do not smoke in any company vehicles
- Do not text, email or make or take cell phone calls while driving on Veradigm business or while driving a vehicle rented through Veradigm
- Do not allow for unsafe activities and conditions including:
 - Unlabeled or unapproved chemicals
 - Exposed or unsafe wiring
 - Blocked fire or emergency exits
 - Unsafe driving, or failure to wear seat belts
 - Working on electrical or powered equipment without following safety procedures
 - Working unsafely at a client site
- Do not allow visitors or strangers to enter Veradigm premises unescorted
- Do not prop open security doors
- Do not bring firearms or similar weapons onto Veradigm premises

Protecting Team Member Information

Veradigm collects, uses, and maintains Team Member information that relates to employment. This includes information related to the hiring process, payroll, compensation, benefits, and performance. Use of Team Member personal information should be restricted to only those at Veradigm (and business partners performing services on behalf of Veradigm) who have a need-to-know. Team Members or business partners who are responsible for maintaining personal information and those who are provided access to such information should ensure that the information is not disclosed in violation of applicable laws, regulations or Veradigm policies.

Any use and distribution of Team Member personal health information residing with the company’s medical insurance provider must be handled in accordance with medical records privacy laws and other applicable laws and regulations in the state or country in which they work.

Team Members should review “Medical Records Privacy” within this Code for additional information on how their medical information is protected under medical privacy laws.

IMPORTANT:
Use of Team Member personal information should be restricted to only those at Veradigm and business partners who have a need-to-know

✔ WHAT TO DO

- Respect the privacy rights of fellow Team Members by using, maintaining and transferring their personal data in accordance with policies established by Human Resources
- Comply with all employee privacy laws effective in areas and countries in which Veradigm operates
- Take care to prevent unauthorized disclosure
- Collect, use, and process such information only for legitimate purposes

✘ WHAT NOT TO DO

- Do not disclose any employment data to a person who does not have the business need, authority, or the subject’s consent
- Do not access any employee information unless there is a legitimate business need


QUESTIONS

Q: Will Veradigm review my medical information collected by our health insurance provider?

A: No. The company does not receive any medical information from the health insurance provider. Veradigm will request and review medical information only if it is necessary to assess an application for the Family and Medical Leave Act or other medical leave or if it is provided by a Team Member in connection with a request for a reasonable accommodation for a disability.

Q: Can I get a copy of my personnel file?

A: Access and copying of personnel records is permitted subject to the laws applicable where you work. Contact your Human Resources representative with any questions regarding personnel records.



Veradigm strives to ensure that interactions and business dealings with its clients are lawful and based on the highest standards of ethics, good business practices, and customer service.

Connected to Our Clients

Interaction with Health Care Professionals

It is the policy of Veradigm to obey all relevant U.S. federal and state laws relating to liability for false claims and statements, to implement and enforce procedures to detect and prevent fraud, waste, and abuse regarding payments from U.S. federal or state healthcare programs, and to provide protections against reprisal or retaliation for

Team Members who report actual or suspected wrongdoing. For example, U.S. Anti-Kickback laws prohibit the offer, payment, solicitation or receipt of any remuneration if one purpose of the remuneration is to induce the purchase, order, arrangement, or recommendation of any item or service payable in whole or in part by a government-funded health insurance program like Medicare or Medicaid.

Another important law is the U.S. False Claims Act (FCA) -- a federal law that prohibits companies and individuals from knowingly submitting to federally-funded health care programs a false claim for payment, creating a false record in support of a claim for payment, or knowingly retaining the proceeds of a false claim for payment submitted to the government. A person or entity found liable under the FCA is subject to a civil money penalty plus three times the amount of damages that the government sustained because of the illegal act. The FCA provides protection to qui tam relators who are discharged, demoted, suspended, threatened, harassed, or in any other manner discriminated against in the terms and conditions of their employment as a result of their furtherance of an action under the FCA. Team Members interested in learning more about their rights as qui tam relators can contact the Veradigm Chief Compliance Counsel without fear of retaliation.

Many states have also implemented similar anti-kickback and false claims laws that, in some states, could apply to both public and private payers. Violations of these laws can potentially result in civil and criminal penalties. Veradigm and its Team Members must obey all relevant state fraud, waste, and abuse laws in all states in which it operates. Team Members interested in learning more about a particular state's laws can contact the Veradigm Chief Compliance Counsel without fear of retaliation. There are certain exceptions to these laws. However, these exceptions are complex and can operate differently in any particular situation and/or location. Team Members should consult the Veradigm Legal Team before providing any actual or perceived remuneration to any health care professional.

VITAL INFORMATION

ANTI-KICKBACK:

Laws prohibit the offer, payment, solicitation, or receipt of any remuneration by a HCP if one purpose of the remuneration is to induce the HCP to purchase, order, arrange, or recommend a product or service

US FALSE CLAIMS:

Prohibit companies and individuals from knowingly submitting a false claim to federally-funded health care programs like Medicare

The Veradigm Guidelines for Interactions with Health Care Professionals (HCPs) were crafted in a manner to help the company comply with U.S. Anti-Kickback and False Claims laws. These Guidelines cover meals, entertainment, gifts, events, discounts, rebates, concessions, charitable donations, sponsorship, reference sites, and consulting services. Veradigm Team Members are expected to know and follow the company's Guidelines for Interactions with HCPs. Team Members may not offer or provide anything of value with the intent of directly or indirectly influencing or encouraging the recipient to purchase or recommend a Veradigm solution, or as a reward for doing so.

Team Members can find implementation tools and full details about the Veradigm Guidelines for Interactions with HCPs at: [Veradigm Policies](#)

UNDERSTAND:

Veradigm Guidelines for Interactions with HCPs were crafted to help the company comply with U.S. Anti-Kickback and False Claims laws

TRANSFERS OF VALUE CAN INCLUDE

- Meals
- Airfare, lodging & hotels
- Discounts
- Tickets to entertainment/sport events, cash, gift cards or certificates
- Wine, gifts or donations
- Prizes or giveaways
- Favorable terms on a product or service Freebies
- Preferential or unnecessary selection as a vendor (e.g. reference site or consultant)

✓ WHAT TO DO

- Be truthful and accurate when dealing with government officials and agencies
- Familiarize yourself with compliance guidelines on interactions with HCPs
- Pre-plan events and meals to ensure compliance with guidelines and dollar limits
- Contact the Veradigm Legal Team before committing to actions, concessions, or any terms that are subject to the compliance guidelines
- Regularly visit the Veradigm Compliance Team Intranet site at [Veradigm Legal Team \(sharepoint.com\)](#) to stay current on compliance policies and tools
- Do properly document & invoice any rebates, discounts, concessions, or transfers of value to HCPs that have the potential appearance of remuneration
- Do follow required procedures for consulting agreements when compensating any HCP for their services; the agreement must be in writing and approved prior to the services being rendered and the amount must be commensurate with the services provided and reflect fair market value
- Do implement processes that ensure all reports, verifications, and statements are current, accurate, and complete

✗ WHAT NOT TO DO

- Do not promise or provide anything of value for the purpose of encouraging or inducing any HCP to purchase Veradigm solution
- Do not exceed dollar limits described by guidelines
- Do not use personal money for things Team Members can't do with Veradigm funds based on these rules
- In general, do not allow spouses or guests of HCPs to attend business events, meals, or discussions charitable donations, sponsorship, reference sites, and consulting services
- Do not promise any donations to HCPs without approval from the Veradigm Charitable Contribution Committee
- Do not make sponsorship, raffle giveaways, or general giveaways commitments to clients without receiving clearance from the Veradigm Compliance Team

HCP GUIDELINES:

Cover meals, entertainment, gifts, events, discounts, rebates, concessions, charitable donations, sponsorship, reference sites, and consulting services

QUESTIONS

Q: What is the definition of a Health Care Professional?

A: A Health Care Professional (HCP) is anyone who can influence the purchase of our products. The definition is not limited to licensed healthcare providers. It is also not limited to those employed by a hospital or a doctor.

Q: Where can I find answers to my compliance questions?

A: Tip sheets, client handouts, training materials, and FAQs can all be found on the Veradigm Compliance Intranet site at [Veradigm Legal Team](#). Questions can also be submitted to compliance@veradigm.com.

VITAL INFORMATION

Medical Records Privacy Laws

As a provider of electronic health solutions, Veradigm has access to its clients' patients' individual health information. Clients have entrusted Veradigm with ensuring the privacy and security of their patients' Protected Health Information (PHI) at all times. Failure to maintain the privacy and security of PHI, either as a covered entity or a business associate, could result in significant damage to the company's reputation and business as well as incur government actions and/or fines.

Veradigm takes its responsibilities in protecting confidential medical information seriously. The company is committed to meeting patient privacy standards in all countries in which it operates. All Team Members are required to protect individual health information obtained by Veradigm at all times in accordance with the company's privacy and data security policies.

Team Members should review the details and procedures within both the Veradigm Privacy Policy and the Veradigm Information Security Management Policy which can be found at: [Veradigm Policies](#)

UNDERSTAND:

Failure to maintain the privacy and security of PHI could result in significant damage to the company's reputation as well as incur government actions and/or fines

U.S. PRIVACY LAWS, IN BRIEF

- Passed by U.S. Congress as the Health Insurance Portability and Accountability Act of 1996 (HIPAA)
- HIPAA regulates privacy standards for protected health information (PHI) held by covered entities
- PHI is "individually identifiable health information" (i.e. provision of health care services, information on medical conditions, and reimbursement payments) that identifies the individual, or there is a reasonable basis to believe the information could be used to identify the individual
- As both a covered entity and a business associate to our clients, Veradigm is obligated to protect and secure any and all PHI that the company has access to or possesses

REPORT:

All actual or suspected privacy and security incidents to the Privacy & Security Team

✔ WHAT TO DO

- Team Members must comply with all applicable privacy laws, including U.S. regulations established due to HIPAA
- When possible, do not use actual PHI when working with a client on an application issue; for example, use test patient data versus actual patient data
- In case of any doubt or questions as to what is required for the collection, storage, transmission, and/or use of PHI, consult the Veradigm Chief Privacy Counsel or Chief Security Officer
- Lock up company assets containing PHI when stepping away from your desk or office and use applicable, secure, and Veradigm-approved systems to interact with clients
- Team members are required to report all actual or suspected privacy and security incidents, including any loss, theft or destruction of company or personal assets, to the Privacy & Security Team

✘ WHAT NOT TO DO

- Do not leave your laptop unattended in an unsecured area (e.g. restaurants, airports, cars, bars, or hotels)
- Do not share your password
- Do not write, forward, share, or keep emails with PHI unless the email is encrypted; if you are unsure, delete the PHI from the email
- Do not store PHI on removable thumb drives or disks unless it is encrypted and stored in a secure place
- Do not trade in or give away any personal smart phones or computers if they were ever connected to the Veradigm email system without contacting the Veradigm Help Desk for assistance with a factory reset

WAYS TO PROPERLY HANDLE PHI

- Identify proper procedures and policies via the Veradigm Privacy & Security Team's Intranet site
- Lock up all unsecured paper copies of PHI that are on your desk or in your office before stepping away or leaving for the day
- Use shredders to dispose of these paper copies as soon as you no longer need the information

Vendor Policies Established by Clients

REMEMBER:

Team Members are required to follow all client policies while they are on the client's site

As laws and regulations governing interactions between vendors and Health Care Professionals grow more complex and the consequences of noncompliance become more significant, there is a growing trend among health institutions and systems (as well as the associations that represent them) to implement policies and codes of ethics to ensure that all employees meet compliance requirements. These policies may include rules governing sales calls, gifts, meals, and procedures when visiting a client's place of business. Veradigm respects these rules. Team Members are responsible for becoming familiar with and abiding by any such rules when interacting with clients or prospective clients.

Team Members are required to follow all client policies while they are on the client's site. These policies can include drug and health screening requirements, background checks, procedures, certifications, and adherence with client code of conduct.

WHERE CAN I FIND CLIENT POLICIES?

- The American Medical Student Association (AMSA) "PharmFree Scorecard" located at www.amsascorecard.org
- Client's public website under the "About Us", "Leadership", or "Governance" sub-pages
- Information desk located at the main entrance of the client's facilities
- Client's Office of Compliance
- Ask your client contacts
- The Veradigm Compliance Team Intranet site has a repository with links to policies of which we are aware. It is not complete.

WHAT DO THESE POLICIES TYPICALLY COVER?

- Visitor registration and restrictions
- Disclosures and declarations
- Meals and entertainment
- Consulting arrangements
- Research policies
- Gifts
- Medical student interactions
- Vendor request for proposals and bidding procedures
- Ethical conduct requirements
- Government laws and regulations compliance
- Patient confidentiality
- General confidentiality of client business information

THINGS TO CONSIDER

- Remember, we are guests entering our client's facilities which requires us to follow their rules
- Carry copies of clients' policies with you when conducting client visits
- Regularly check to see if there are updates to these client policies
- Make every attempt to avoid viewing protected personal health information during site visits
- Follow all Veradigm and client compliance policies pertaining to vendors even if individual employees are failing to comply with their institution's policies
- When there is a discrepancy between Veradigm guidelines and client policies, follow the stricter or more conservative policy or contact the Veradigm Compliance Team to obtain further guidance

Patient Safety

Veradigm is aware that our products and services play a key role in patient care. The Veradigm Team should strive to ensure that our applications deliver quality performance. Each Team Member should be vigilant about patient safety and immediately report any potential safety issue related to a Veradigm solution they learn about from clients, patients, and other concerned parties.

BE VIGILANT:

About patient safety and immediately report any potential safety issue related to a Veradigm solution

Each Team Member is required to know and follow the Veradigm Potential Patient Safety (PPS) process which will:

1. Identify and investigate PPS issues related to the performance of our solutions,
2. Identify steps for formulating a response plan in the event a safety issue is confirmed, and
3. Monitor and evaluate potential improvements to product delivery processes and/or responding to a PPS event.

VERADIGM POTENTIAL PATIENT SAFETY PROCESS: FIVE STEPS

1. **Identification** — PPS issues related to Veradigm-provided solutions may be identified by a client or by a Veradigm Team Member
2. **Communication** — Communication within Veradigm and with affected clients
3. **Remediation** — Identify options for remediation to resolve the safety issues as quickly as possible with minimal disruptions in a client's ability to deliver quality patient care
4. **Deployment** — Deploy a solution, if needed, and validate successful implementation
5. **Assessment** — Veradigm will perform a root cause assessment focused on identifying ways to prevent similar issues in the future

✓ WHAT TO DO

- Read the detailed official policy on Veradigm Potential Patient Safety process
- Take all reports of safety concerns seriously
- Forward any potential safety issues that a client reports immediately
- Complete all scheduled Veradigm training and certification requirements according to assigned deadlines
- Record all the details possible around the safety concern that the client is comfortable providing
- Take all required precautions in protecting HIPAA-protected data contained in a safety report submitted to Veradigm

✗ WHAT NOT TO DO

- Do not attempt to ascertain the validity of a safety report; that is the responsibility of the Veradigm Patient Safety Review Board
- Do not provide any medical or clinical advice on behalf of Veradigm, even if you are a trained health care professional
- Do not delay notifying Veradigm of a potential patient safety issue; this is your top priority and nothing else should take precedence
- Do not retaliate against Team Members or clients who have submitted a potential patient safety report; retaliation will not be tolerated at Veradigm

QUESTIONS

Q: How can I tell if something is a potential patient safety issue related to our products?

A: While Team Members are not responsible for deciding if the event is truly a patient safety issue, they should ask themselves: (1) Has a client indicated that a Veradigm-provided solution resulted in or contributed to injury or death of a patient?; (2) Could the failure of the Veradigm-provided solution potentially cause injury to a patient?; (3) Could the failure corrupt, delete or otherwise alter data that could affect the diagnosis or treatment of a patient or otherwise impact care delivery?; (4) Could the failure affect the functioning of alarms or warning messages that would indicate a potential hazard or danger to a patient?; and (5) Could the failure adversely affect the clinical communication between healthcare professionals, such that the patient could be adversely impacted? Answering yes to any of these questions would indicate a potential safety issue.



Our business is highly competitive by nature. Veradigm strives to be the leading health information technology company while competing fairly.

Connected to Our Industry

Competing Fairly

Team Members shall conduct business with integrity and in compliance with applicable laws. Using proprietary information, possessing trade secret information that was obtained without the owner's consent, or inducing such disclosures by past or present employees of other companies is prohibited. Veradigm has a healthy competitive spirit, but we will compete and win fairly.

POLICY:

Compete vigorously and ethically while complying with competition laws in all countries in which Veradigm operates

✔ WHAT TO DO

- Seek competitive advantages only through legal and ethical business practices
- Succeed by outperforming our competitors honestly and fairly
- Avoid disparaging competitors or making untrue statements to clients
- Treat competitors respectfully
- Honor pledges of confidentiality made to former employers

✘ WHAT NOT TO DO

- Do not attempt to obtain competitive trade secrets or confidential information
- Do not divulge proprietary information from your former employer
- Do not capitalize on confidential competitive information obtained inadvertently from a current or former employee

Competition Laws

Competition or anti-trust laws of the countries in which we operate are designed to protect consumers and competitors against unfair business practices and to promote and preserve competition. These laws prohibit agreements or understandings between competitors that undermine competition; regulate the behavior of dominant companies; and require prior review, and in some instances, clearance for mergers, acquisitions and certain other transactions, in order to prevent transactions that would substantially reduce competition.

Veradigm policy is to compete vigorously and ethically while complying with competition laws in all countries in which Veradigm operates. These laws are complex, and global in reach, and can operate differently in any particular situation. Thus, it is important to involve the Veradigm Legal Team early when developing new commercial initiatives or business ventures that could raise competition law issues.

INVOLVE THE VERADIGM LEGAL TEAM WHEN:

- Interacting with industry peers at conventions or other industry-related events
- Considering exclusive arrangements for the purchase or sale of products or services
- Considering agreements that restrict client choices
- Considering agreements that restrict the company's or a partner's ability to conduct business

INVOLVE THE VERADIGM LEGAL TEAM WHEN:

- Interacting with industry peers at conventions or other industry-related events
- Considering exclusive arrangements for the purchase or sale of products or services
- Considering agreements that restrict client choices
- Considering agreements that restrict the company's or a partner's ability to conduct business

✔ WHAT TO DO

- Consult the Veradigm Legal Team on any questions concerning compliance with any anti-trust laws
- Avoid contacts of any kind with competitors that could create the appearance of improper agreements or understandings

✘ WHAT NOT TO DO

- Do not propose or enter into agreements or understandings with suppliers or clients that restrict the price or other terms at which Veradigm may resell or lease any product or service, except as otherwise expressly authorized by the Veradigm Legal Team
- Do not engage in discussions or make agreements with any actual or potential competitor about pricing policies, discounts, or other terms of sale, or splitting markets or clients
- Do not discuss the following with competitors:
 - Prices
 - Bids
 - Sales territories or allocations of clients
 - Terms or conditions of sales
 - Cost, profits, profit margins
 - Market share
 - Product or service offerings
 - Other confidential information
- Avoid false or exaggerated statements in emails, presentations, hand written notes, or other documents



Veradigm's business operates in a highly regulated environment. Maintaining ethical, respectful and cooperative relationships with government agencies, policymakers, and other public officials is critical to the company's ability to deliver our innovative solutions. In the course of a Team Member's work, they may interact with government laws, agencies and officials. In every instance, Veradigm Team Members must apply the highest ethical standards and comply with all applicable laws and regulations in all countries in which the company conducts business.

Connected to Our Governments

VITAL
INFORMATION

Improper Payments and Anti-Bribery Laws

Veradigm does not tolerate bribery and corruption in any country in which the company operates. Company policy, the U.S. Foreign Corrupt Practices Act (the “FCPA”), and the laws of many other countries prohibit Veradigm and its Team Members, contractors, and partners from giving or offering to give money or anything of value to a government official, a political party, a party official or a candidate for political office in order to influence official acts or decisions of that person or entity, to obtain or retain business, or to secure any improper advantage. In particular, the FCPA prohibits giving or offering to give “anything of value to seek special favor.”

Some countries have anti-bribery laws that are far broader in scope and cover improper payments made to both government clients and clients in the private sector. For example, the United Kingdom Bribery Act of 2010 makes it a crime to offer, promise, or give “a financial or other advantage intending to induce another person to perform improperly one of their functions in their position of trust and responsibility, or as a reward for improper performances.”

Team Members can find the full details of the Veradigm Improper Payments & Bribery policy and additional information on anti-bribery laws at [Veradigm Policies](#)

GOVERNMENT OFFICIALS INCLUDE OFFICERS OR EMPLOYEES OF:

- Government funded health care institutions (e.g. the VA, state university health systems, and county hospitals)
- The government (including national, state, territory, municipal, county, and city)
 - Legislatures
 - Departments
 - Agencies
 - Militaries
 - United Nations
 - World Bank
 - Embassies and consulates

PLEASE NOTE:

Laws of many countries prohibit Veradigm, and its Team Members, from offering money or anything of value in order to influence official acts

VALUE CAN BE DEFINED AS

- Cash or cash equivalents
- Travel expenses
- Golf outings or other entertainment
- Loans with favorable interest rates or repayment terms
- Gifts
- Political or charitable contributions
- Non-monetary value (letters of recommendation)

REMEMBER:

In some countries, government-funded health care institutions and the HCPs who provide patient care at these sites, are considered “government officials” by bribery and corruption laws

✔ WHAT TO DO

- Do ensure all firms representing Veradigm with government officials throughout the world comply with this Code
- Do complete background research on these firms and avoid firms with a history of allegations of improper business practices, reputation for bribes, or family relationships that could improperly influence government decisions
- Do contact the Veradigm Compliance Team for additional information

✘ WHAT NOT TO DO

- Do not follow suggestions to direct Veradigm business through specific individuals or partners due to a “special relationship”
- Do not give a gratuity or other payments to government officials or employees to expedite a routine administrative action
- Do not falsify any expense report or document to hide gifts or bribes paid to government officials

Medical Device Regulatory Agencies

In some of the countries in which Veradigm operates, the company’s and/or its partners’ solutions may be subject to medical device regulations or oversight by device regulatory agencies. These agencies govern all written and verbal marketing and sales communications to health care professionals, patients, and other external third parties made by Veradigm Team Members and its partners.

Where and when applicable, Veradigm is committed to complying with all relevant regulations and standards in conducting its marketing, promotional, research, and educational activities in support of the company's or its partners' regulated products. Team members can contact the Veradigm Legal Team to learn more about device regulatory agencies and ways to ensure compliance with these rules if and when required.

With respect to the resale of products that are devices regulated by the Food & Drug Administration (FDA) in the U.S., please see the full details of the Veradigm Marketing Guidelines at: [Veradigm Policies](#)

INFORMATION:

Rules on promoting resale of devices regulated by the Food & Drug Administration (FDA) in the U. S. can be found in the Veradigm Marketing Guidelines

FOLLOW REGULATORY MARKETING RULES

- When a regulated product receives market clearance it is often accompanied with labeling information that details the nature and specifications associated with the agency's approval
- Veradigm is committed to ensuring that all information we provide to health care professionals about regulated products is consistent with product labeling and marketing laws
- Information disseminated about regulated products should be:
 - Consistent with the product's labeling or approval specifications
 - Fairly balanced with respect to product attributes
 - Truthful and not misleading

WHAT TO DO

- Use all materials and talking points provided by the Marketing Team exactly as provided
- Complete all training requirements associated with regulated products before promoting the offerings to clients
- Under partnership agreements, market all third-party regulated devices according to specifications within the product labeling and using approved marketing materials

WHAT NOT TO DO

- Do not alter any promotional documents provided by the Marketing Team associated with regulated products
- Do not promote information about regulated products that is not supported in the associated labeling or approval specifications
- Do not create custom marketing materials for regulated products
- Do not make alterations to any regulated device; changing such regulated products so that Veradigm becomes a re-brander is prohibited

Trade Control Laws

In every country in which we do business, laws and regulations govern imports and exports. These laws and regulations may restrict or prohibit the physical shipment of our products or the transfer or electronic transmission of software and technology to certain destinations, entities, and foreign persons. In many cases, the law requires an export license or other appropriate government approvals before an item may be shipped or transferred. Team Members have a responsibility to comply with these laws and regulations. Violations, even inadvertent ones, could result in significant fines and penalties, denied export licenses, loss of export privileges, or customs scrutiny and delays. Team Members who are involved with the cross-border transmission of technical data over the Internet or other electronic means, must consult with the Veradigm Legal Team before conducting such activities to ensure that all export, trade, and privacy laws are being appropriately met.

VITAL
INFORMATION

✔ WHAT TO DO

- Follow relevant trade regulations for importing and exporting technology and software in all countries in which Veradigm operates
- Screen all your business partners, suppliers and parties involved in international transactions against government provided watch lists
- Team Members, where required, must clear all goods through customs and must not:
 - Proceed with a transaction if they know that a violation has occurred or is about to occur
 - Transfer controlled software and technology unless they have obtained an approved export license
 - Apply an inappropriate monetary value to goods and services

✘ WHAT NOT TO DO

- Do not falsify customs documentation, shipping orders, or tariff classifications

Disclosure of Trade Secrets to Federal, State, or Local Government Officials

A Veradigm employee shall not be held criminally or civilly liable under any Federal or State trade secret law for the disclosure of a trade secret that—(A) is made—(i) in confidence to a Federal, State, or local government official, either directly or indirectly, or to an attorney; and (ii) solely for the purpose of reporting or investigating a suspected violation of law; or (B) is made in a complaint or other document filed in a lawsuit or other proceeding, if such filing is made under seal.

Veradigm employees have the right to disclose in confidence trade secrets to Federal, State, and local government officials, or to an attorney, for the sole purpose of reporting or investigating a suspected violation of law. The Parties also have the right to disclose trade secrets in a document filed in a lawsuit or other proceeding, but only if the filing is made under seal and protected from public disclosure. Nothing in the Veradigm Code of Conduct is intended to conflict with 18 U.S.C. § 1833(b) or create liability for disclosures of trade secrets that are expressly allowed by 18 U.S.C. § 1833(b).

Interactions with Government Employees

Veradigm conducts business with national and local governments and government-owned enterprises, including instances in which the company hosts officials at Veradigm events or interacts with them at industry meetings. In the course of our work, Team Members may interact with elected representatives, officials from government agencies, or international public agencies. When interacting with these individuals, Team Members must apply the highest standards of ethics and comply with applicable laws and regulations, which vary by location and include special requirements associated with interacting with individuals employed by the government, at a city, state, territory, federal, or national level.

Ground rules for interacting with government officials can be strict, and failure to comply can generate repercussions for Veradigm. The laws in some instances forbid Team Members from giving anything of value or providing any product discounts, even small tokens like coffee mugs. These rules also apply to employees of government militaries or veterans' affairs agencies. They can also apply to health care professionals affiliated with state universities which are funded in part by the government. Team Members should contact the Veradigm Compliance Team when a situation will cause them to interact with a government employee where the law or regulatory environment may affect the terms of the interaction.

IMPORTANT:

Ground rules for interacting with government officials, including HCPs affiliated with health care institutions funded in part by the government, can be strict, and failure to comply can generate repercussions

✓ WHAT TO DO

- Contact the Veradigm Compliance Team before inviting any government official to a Veradigm event or meeting
- Before providing a meal, snack, or drink to an elected or government official, such as members of the U.S. Congress or their staff, ask them if any compliance forms need to be completed or whether they are required to reimburse Veradigm for the cost of the meal, snack, or drink

✗ WHAT NOT TO DO

- Do not provide any gifts to elected officials, their staff, or any other government officials without approval from the Veradigm Compliance Team
- Do not engage government officials regarding Veradigm business if they are seeking employment at Veradigm
- Do not offer government officials invitations of free attendance at events, such as conferences, unless you contact the Veradigm Compliance Team or the Veradigm Government Affairs Leadership to determine if the invitations are allowable
- Do not engage a government official on Veradigm business if you believe the engagement may benefit the official personally, may affect the financial interests of the official's family, or may involve individuals or organizations with which the official has some past, present, or future connection away from their official duties

Political Contributions

Veradigm does not make improper political contributions. Any political contribution by Veradigm in excess of \$7,500 requires the approval of the Board of Directors. If Team Members wish to participate in political activities not sponsored by Veradigm, they must do so during non-working hours and away from Veradigm property. If Team Members require information about the Federal Election Commission's limitations on individual contributions to a campaign or Political Action Committee (PAC), they should contact the Veradigm Legal Team.

Prohibition Against Modern Slavery

Modern slavery is an international crime affecting an estimated 40 million people worldwide. This growing global issue transcends age, gender and ethnicities. It includes victims trafficked from all parts of the world, who are forced illegally to work against their will across many different sectors such as agriculture, hospitality, construction, retail and manufacturing.

Veradigm specifically prohibits slavery, child labor or human trafficking in our business and prohibits utilization of any supplier that does not comply with the Modern Slavery Act 2015 or the California Transparency in Supply Chain Act (CTSCA).

Lobbying

The U.S. federal government, every state, and many local cities and counties have enacted lobbying disclosure laws which require registration and reporting by entities and individuals who engage in lobbying activities. Lobbying means any attempt to influence any public official at any level of government to take or not take official action. “Lobbying activities” generally include: all oral and written communications with federal executive branch, congressional officials, or state and/or local officials and staff, made on behalf of Veradigm, regarding the formulation, modification, or adoption of federal, state or local legislation, agency rules and regulations, policies, or programs, or administration of a federal program; and all efforts to support these communications. Veradigm and its Team Members focused on government affairs are required to file lobbying disclosure reports in a variety of jurisdictions, depending on local laws and regulations governing lobbying activity. Penalties for noncompliance can be significant.

Team Members must obtain approval from the Veradigm Legal Team before engaging in any activity on behalf of Veradigm that might be considered “lobbying”.

Questions about what activities may constitute lobbying can also be directed to the Veradigm Legal Team.

Connected to Available Resources

If you have any questions about the Code of Conduct or areas potentially not addressed by it, please contact us at compliance@veradigm.com or consult the Legal and Compliance Team intranet site located [here](#).

