

## Memo

To: New employees at *CVS Health*

From: Aidan Pounder



Date: 10/5/20

Subject: Ethics concerning written materials

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### Introduction

Ethics are defined as the moral principles that govern a person's behavior or the conducting of an activity. Our *Code of Conduct* is based around compliance with the law and the highest ethical standards. Ethics are important at *CVS Health* as they help our employees make the best possible decisions. You are vital to our success as a CVS Health employee, and you're who really makes this company tick.

Our *Code of Conduct* here at *CVS Health* is intended to help resolve ethics and compliance issues by providing information, tools, and resources necessary to make good decisions. This memo shall specifically be covering the handling of written documents within the organization. This memo shall serve you in providing clarity on issues that may arise as you work for CVS Health.

This report's scope covers everyone in the company regardless of job, level, or title within the organization. The report fully encompasses all people working at a position within CVS Health from top to bottom of the organization. Regardless of paygrade or stature within this company, the information within this memo directly concerns you if you are employed by CVS Health.

This report is organized according to section within the *CVS Health Code of Conduct*. For reference, page numbers from *The Code* shall be included next to notable sections.

### Summary

1. **Living Our Code of Conduct (see pg. 4-5):** *Code of Conduct is intended to resolve ethics and compliance issues. It is the responsibility of every colleague to be familiar with all policies and procedures relevant to their job functions. Please see the "Colleague Responsibilities" section at the conclusion of the Code for additional information regarding these types of reporting obligations.*
2. **Taking Care of Those We Serve (see pg. 6-9):** *Many CVS Health colleagues, including pharmacists, pharmacy technicians, nurses, nurse practitioners, physician assistants and physicians, are required to maintain current professional licensure, certification or registration and follow the code of ethics of their*

*professional organizations. When documenting the professional services you provide, all entries must be accurate and truthful. Always remember to use and disclose the minimum necessary when handling a person's personal information. Our role in the health care industry requires us to collect and maintain personal information of those we serve. Use and disclose only the minimum necessary amount of PHI or PII to do the required work. Appropriately dispose of unneeded copies of documents containing PHI or PII. Keep documents with confidential information out of sight in a locked file cabinet or desk drawer, and never leave the PHI or PII active on computers, in fax machines or other generally accessible areas. Ensure PHI and PII transmitted or transported outside the Company is encrypted. This includes not only emails but also PHI and PII stored on portable devices such as USB devices, disks, laptops and mobile devices. The privacy and personal information of those we serve is central to what we do at CVS Health. Violating these or other privacy requirements will result in a disciplinary action up to and including termination, even for a first offense.*

3. **Acting with Integrity (see pg. 10-15):** *The Sarbanes-Oxley Act of 2002 (SOX) requires certain Company leaders to certify to the truth and accuracy of Company financial statements. SOX also mandates that we maintain appropriate financial controls, report significant fraud and keep detailed and accurate records of all our business operations. We will maintain books, records, and accounts that accurately reflect the business transactions and assets of CVS Health. Confidential and proprietary information such as trade secrets (which may include certain Company policies and/or procedures), technological advances, customer lists, knowledge of acquisitions of divestitures and financial dates are some of the Company's most valuable business assets. Use proprietary information only for job-related purposes. Share proprietary information with colleagues only on a "need-to-know" basis, and not disclose it to persons outside the Company. Return all proprietary information in your possession upon leaving CVS Health. We will always review and abide by the stock trading policy prior to making and trade of CVS Health stock. Colleagues and directors are not permitted to make any disclosure of material, non-public information about the Company to any person or entity outside the Company unless the disclosure complies with the CVS Health Regulation FD Disclosure Policy. If a colleague or member of the Board of Directors of CVS Health believes that a disclosure of material non-public information about the Company has occurred, he or she must immediately notify the General Counsel. This prohibition includes the sharing of information about any issues relating to our Company, including our policies, operations, procedures, customer service or client service issues or positions/opinions on any issues concerning our business. For more information, please refer to the Corporate Social Responsibility report available on [www.CVSHealth.com](http://www.CVSHealth.com). CVS Health works to ensure we handle and maintain all Company records in accordance with our Corporate Records*

*Management Program where applicable, and provides colleagues, contingent workers and suppliers with direction and support in properly managing our records throughout their life cycle.*

4. **Respecting Colleagues (see pg. 16-19):** *Colleagues may refer to the Equal Employment Opportunity, Affirmative Action, Anti-Discrimination, Anti-Harassment & Anti-Retaliation Policy found on the Company's intranet sites. CVS Health is committed to compliance with all applicable laws and regulations, including those concerning payment for all hours worked, human rights and working conditions. At CVS Health, our work sometimes requires access to colleague health care and other sensitive information. We must protect the confidentiality of this information and provide the same level of protection we provide for similar information of the people we serve.*
5. **Interacting with Others (see pg. 20-24):** *CVS Health is committed to the highest ethical standards. If you have questions about accepting any gift, meal, entertainment or other thing of value, get written approval from your supervisor before you accept it. You are responsible for understanding the policies and following the rules. We gain information about competitors only in legal and ethical ways. Be careful during any conversations with competitors. Never post CVS Health confidential information or personal information about our patients, customers or your colleagues online. CVS Health colleagues who choose to make use of social media or otherwise engage in online communications as an identifiable colleague of CVS Health must comply with the CVS Health Social Media Policy and Colleague Social Media Guidelines at all times and on all forms of social media. Colleagues who choose to speak on social media about the Company in any way must make it clear that they are a CVS Health colleague, but not speaking on behalf of the Company or as an official Company representative. It is against Company policy for any colleague to create a CVS social media account outside of the outline protocol in the CVS Health New Social Media Channel Request Policy. Never post CVS Health confidential information or personal information about our patients, customers or your colleagues online. Never take pictures or post photos of any workspace or store that may contain confidential information. As a good business practice, CVS Health maintains firewalls between select businesses within the Company to separate and protect certain competitively sensitive information. More detailed information is available in the policy titled CVS Health Firewall Policy and Procedure, located on the Company's intranet sites.*
6. **Doing the Right Thing (see pg. 25-30):** *Many of our products and services are primarily contractual promises. We consult with the Legal Department on any matter relating to actual or potential noncompliance with any law or regulation or any of CVS Health's contractual commitments. We comply with applicable federal and state anti-kickback laws and regulations. Contractually obligate suppliers to comply with CVS Health regulatory, and client requirements in accordance with*

*Company policy. Ensure a Mutual Non-Disclosure Agreement is in place before you engage the vendor. Safeguard CVS Health and client information. Honor commitments to safeguard supplier confidential information. CVS Health demands compliance with U.S. and applicable non-U.S. anti-bribery and anti-corruption laws including, but not limited to, the U.S. Foreign Corrupt Practices Act and the UK Bribery Act of 2010. CVS Health takes reasonable steps and has established policies and procedures to prevent and detect unacceptable and suspicious forms of payment, including money orders. Our Medicare businesses have one or more dedicated Compliance Officers and Compliance and Fraud, Waste and Abuse Committees to monitor and oversee compliance for our Medicare participation. These Compliance Officers and Committees perform subject matter review of areas of potential fraud. Federal and state false claims acts and similar laws prohibit submitting a false claim or making a false record or statement in order to gain reimbursement. Never alter, withhold or destroy records related to an investigation.*

7. **Maintaining Trust (see pg. 31-32):** *A Corporate Integrity Agreement (CIA) is an agreement between the office of the Inspector General of the U.S. Department of Health and Human Services and a health care provider. Our Code guides how we do business. CVS Health has corporate policies, standard operating procedures and work instructions related to, among other issues, implementation of the CIA. The Company also considers compliance in performance reviews.*
8. **Holding Ourselves Accountable (see pg. 33-37):** *Understand and follow the Code and Company policies and procedures. Speak up and report any business activity that you believe may violate the law or the Code, using the resource that is most comfortable. Address all reports of misconduct and never ignore misconduct or retaliation. There are written resources to guide your decisions. It is the responsibility of each colleague to use these resources for guidance, advice, information and/or reporting and to keep reports and other interaction with the Chief Compliance Officer confidential. The Company investigates all good faith reports of wrongdoing. Falsification of timekeeping records or other Company records may result in discipline up to and including termination of employment. Unauthorized use or disclosure of confidential and proprietary Company information, confidential customer information or patient information may result in termination as well.*

Without ethics and written rules, regulations, and a code of conduct this company will not stand a chance. These guidelines are for the benefit of you (the employees), customers, and the greater good of the world. Guidelines keep operations running smoothly, lawfully, and fairly which is essential to the wellbeing of the company. The handling of written materials is one of the most important parts of day-to-day activities

and are an area where ethical issues may arise if not predicated by rules, regulations, and code.

To make the workplace environment here at CVS Health inclusive and fair for all, ethical standards must be kept at the highest level. Ethical standards must be kept at the highest level for the sake of those involved with CVS Health.

I expect from all our new employees to thoroughly read through these various written materials involving ethics and be well versed in CVS Health's rules and regulations. If found responsible for not practicing and being aware of all CVS Health's requirements for their employees then you may be fired, or possibly termination of your contract.