

VENDOR CODE OF CONDUCT

SpecialtyCare is committed to maintaining a compliance program that helps ensure that SpecialtyCare complies with applicable laws and regulations, and continues to operate with honesty and integrity. SpecialtyCare seeks to conduct business with Vendors¹ who share our commitment to compliance and the need to conduct business in a responsible and ethical manner. This Vendor Code of Conduct sets forth our expectations for Vendors who do business with SpecialtyCare.

Compliance with Laws

Vendors are required to conduct their business activities in compliance with applicable laws and regulations.

Conflicts of Interest

Conflicts of interest, in which a SpecialtyCare associate's relationship with a Vendor conflicts, or could appear to conflict, with SpecialtyCare's business interests, must be avoided. We recognize there are circumstances in which a SpecialtyCare associate, an associate's family member, or an associate's friend may receive a personal or financial benefit from, have a financial interest in, provide services to, or work for a SpecialtyCare Vendor. SpecialtyCare requires our associates to disclose such potential conflicts of interest promptly by notifying their manager. We also expect our Vendors to bring any actual, potential, or perceived conflicts of interest to the attention of their SpecialtyCare contact, other than the person who has a potential conflict with the Vendor.

Gifts

Vendors acknowledge that SpecialtyCare's associates are prohibited from accepting anything more than infrequent gifts which are of nominal value, including meals and entertainment. Vendors are not authorized to give or receive gifts, hospitality or entertainment on SpecialtyCare's behalf.

Privacy and Security

Federal and state laws require SpecialtyCare and our Vendors to maintain the privacy and security of SpecialtyCare protected health information ("PHI"). Vendors are responsible for ensuring that all Vendor personnel who provide services to SpecialtyCare involving PHI are aware of and familiar with the requirements of both the Health Insurance Portability and Accountability Act (HIPAA) Privacy and Security Rules and, where applicable, those state laws that provide more stringent protection of PHI. If a

¹ For purposes of this Vendor Code of Conduct, Vendors shall mean vendors, suppliers, distributors, agents, independent contractors, and other business partners (and their employees, directors, officers, agents, representatives and subcontractors) who provide goods or services to SpecialtyCare, Inc., its subsidiaries or affiliates (collectively, "SpecialtyCare").

VENDOR CODE OF CONDUCT

Vendor's business relationship with SpecialtyCare will require access to or usage of PHI, the Vendor will be required to sign a Business Associate Agreement with SpecialtyCare.

Confidentiality

Vendors must not disclose to others and will not use for its own purposes or the purpose of others any trade secrets, confidential information, knowledge, designs, data, skill, or any other information considered by SpecialtyCare as "confidential."

Product Safety

All products and equipment delivered by Vendors must meet the quality and safety standards required by applicable law. Vendors who provide SpecialtyCare with products or equipment used in patient care must notify SpecialtyCare of any applicable recalls (including any correction or removals) as required by Food and Drug Administration (FDA) statutes or regulations.

Eligibility to Participate in Federal and State Health Care Programs

Vendors who provide items or services relating to federal or state beneficiaries (e.g., Medicare beneficiaries) are responsible for taking all necessary steps to ensure that the Vendor entity and Vendor personnel involved in providing goods and services to SpecialtyCare, directly or indirectly, remain eligible to participate in federal and state health care programs.

Environmental Matters

Vendors shall conduct their business activities in compliance with applicable environmental laws, regulations and industry standards and shall support SpecialtyCare's efforts to operate sustainably. In furtherance of those efforts, SpecialtyCare has established a preference for products and equipment that combine comparable performance with superior environmental attributes.

Human Rights

Vendors shall ensure that the products and equipment they sell to SpecialtyCare are not created with child labor, forced labor or through the victims of human trafficking and shall take reasonable steps to eliminate such practices in their supply chains. SpecialtyCare will not procure products and equipment from Vendors that are known to tolerate human rights abuses in their supply chains.

Reporting of Questionable Behavior and Possible Violations

SpecialtyCare encourages Vendors and their personnel with questions or concerns regarding this Vendor Code of Conduct to contact SpecialtyCare regarding those matters. Vendors and their personnel should work with their SpecialtyCare contact in resolving a business practice or compliance concern. Should it not be possible or appropriate to resolve a given concern directly with their SpecialtyCare contact,

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Vendors can contact SpecialtyCare's (i) Chief Compliance Officer at compliance@specialtycare.net or (ii) Compliance Alertline at (800) 481-6982 or through the internet at www.sc.alertline.com.