



Better Health. Within Reach. Every Day.

## Code of Conduct and Ethics

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MC-Rx's Code of Conduct and Ethics ("The Code") applies to all employees, directors, executives, contractors, committee members, subcontractors, and contract-delegated entities. The Code applies to all lines of business, including, but not limited to, Medicare Part D, Commercial, and State Government Health Plan/Medicaid.

## Message

One of MC-Rx's operating principles is to "provide high quality services to our members using moral and ethical standards."

MC-Rx's ethical ideology starts with us and includes our entire team. By transmitting the guidelines and principles of this Code into actions, MC-Rx will continue to achieve its goals, thus earning the continued trust of our members, partners, clients, and coworkers.

MC-Rx's Code of Conduct and Ethics sets our Company's guidelines and expectations for employees, officers, executives, directors, and everyone who works on our behalf, consequently clarifying to the best of our knowledge any potential ethical situations that may be encountered throughout our workforce. We serve the healthcare industry with passion, while maintaining the belief that nothing really matters if we do not behave ethically as a Company.

MC-Rx welcomes you in renewing your commitment to these moral and ethical standards, while keeping them at the center of what you do.

## Mission Statement

We are people caring for people. Our mission is to provide our unique and tailor-made pharmacy benefit programs with integrity, honesty, and accountability. We follow high ethical and quality standards in order to guarantee our providers and patients a better quality of life in a cost-effective framework.

## Why Do We Have a Code of Conduct and Ethics?

MC-21, LLC, d/b/a MC-Rx ("MC-Rx"), strives to maintain an ethical culture of values wherein you feel empowered and accountable to do the right thing. MC-Rx expects you to:

- Act with integrity and trust.
- Be accountable – take ownership of problems, as well as the consequences that flow from your decisions, actions, and mistakes.
- Comply with the Code and policies, laws, rules, and regulations that apply to our business.
- Avoid all conflicts of interest.

We all have the responsibility to ask questions, seek guidance, and promptly report suspected misconduct. MC-Rx commits to taking all reports seriously, resolving substantiated reports quickly, and taking steps to prevent repeat occurrences. Retaliation against anyone who comes forward in good faith will not be tolerated and is prohibited by the Whistleblower qui-tam protections under the False Claims Act.

MC-Rx distributes the Code, the Compliance Program, and compliance policies and procedures to employees within ninety (90) days of hire, when there are updates, and annually thereafter.

## Does the Code Apply to You?

This Code applies to everyone in the Company: full-time or part-time employees, consultants, vendors, subcontractors, and independent contractors of MC-Rx (collectively, the "MC-Rx workforce"). It also serves as guidance to, and may be adopted by, contractors, consultants, and any other individuals or organizations conducting business on behalf of or with MC-Rx.

This Code does not contain all Company policies and procedures or all details related to all policies. It is everyone's responsibility to know and understand Company policies and procedures as they apply to them. Remember, you may also find helpful guidance in other resources, such as Regulatory Policies and Procedures,

Human Resources Policies and Procedures, the Employee Handbook, and other employee materials, as applicable.

Failure to comply with this Code or any other MC-Rx policy could subject you to corrective action, up to and including termination.

### **Compliance Program**

MC-Rx adopted and implemented a Compliance Program to describe compliance expectations as embodied within this Code. Our Compliance Program includes measures to prevent, detect, and correct instances of noncompliance, as well as potential Fraud, Waste, and Abuse ("FWA").

Compliance with our Code of Conduct and Ethics and other aspects of our Corporate Compliance Program is a condition for employment.

### **Speaking Up & Reporting**

You have the responsibility to ask questions, seek guidance, and promptly report suspected non-compliance, potential fraud, and misconduct.

MC-Rx commits to taking all reports seriously, resolving substantiated reports quickly, and taking steps to prevent repeat occurrences. Retaliation is prohibited against anyone who comes forward in good faith and will not be tolerated.

If you need help deciding whether to speak up, consider the following questions:

- Does it comply with MC-Rx policy or procedures?
- Is it consistent with the Code?
- Is it ethical or legal?

It is important to speak up. Remember, those who observe inappropriate behavior also have accountability. Please be aware that you could be subject to corrective action, up to and including termination, if you know of misconduct and do not report it, intimidate any employee from speaking up, fail to cooperate during an investigation, or knowingly and intentionally reveal false declarations during an investigation.

MC-Rx is committed to creating an environment where you feel comfortable reporting, and as such, employees are required to report suspected violations of federal and state laws, regulations, and regulatory policies or procedures, including, but not limited to Fraud, Waste, and Abuse, the False Claims Act, and the Anti-Kickback Statute, among others. Such suspected violations must be reported immediately to the Executive Compliance Officer, your department's Supervisor or Manager, a Human Resources representative, or the General Counsel.

The Code does not summarize all the laws, rules, and regulations applicable to MC-Rx, but it sets forth the behavioral expectations and guidelines for proper business conduct.

### **By What Means Can I Report Suspected Violations?**

- Emailing the confidential compliance email address or the Executive Compliance Officer's email address.
- Calling the confidential Hotline phone number or the Executive Compliance Officer's phone number.

### **Anonymous Reports**

You always have the option to make an anonymous report through any of the following options:

- Internal Confidential Compliance Hotline: (Puerto Rico) 787-286-6032, Ext. 3800; (US) 678-248-3125.

- Confidential Compliance Direct Number: (Puerto Rico) 787-773-1328; (US) 678-248-3180.
- Include an anonymous note in one of the physical mailboxes located in your building.
- Use an anonymous external email account and notify our confidential compliance email: (Puerto Rico) [cumplimiento@mc-rx.com](mailto:cumplimiento@mc-rx.com); (US) [hotline@procarerx.com](mailto:hotline@procarerx.com).

Your report will be promptly and thoroughly investigated upon receipt. The Executive Compliance Officer/General Counsel may order a legal review and investigation, if so warranted. Depending on the nature of the violation or the results of an investigation, disciplinary action may be taken.

### **Confidentiality**

Your identity and the information provided will be shared only on a need to know basis. There may be circumstances where we are required to disclose your identity, such as in a legal proceeding or government investigation. Do not delay. Your failure to speak up could result in possible termination of employment, recovery of damages, and/or filing of criminal charges, if deemed appropriate.

### **Anti-Fraud**

MC-Rx has zero tolerance for fraudulent or illegal acts and is firmly committed to complying with federal and local anti-fraud statutes.

### **Conflicts of Interest**

A conflict of interest may exist when you, a member of your family, or other known relations are involved in an activity or have a personal interest (financial or otherwise) that could affect or appear to affect your objectivity in making decisions on behalf of MC-Rx.

MC-Rx's workforce has the obligation to preserve the reputation of the organization and uphold our ethical responsibility to the Company. Employees cannot use their position for personal gain or assist others in profiting in any way at the expense of the Company. Employees are expected and required to make decisions and take actions in our respective job functions based upon what is best for the Company and not based upon how the decision or action might affect us personally.

Any time you are involved in decisions where your personal considerations or relationships might affect or appear to affect your decisions, you should disclose that information to your supervisor.

You are required to review, update, and sign your Conflict of Interest Disclosure Attestation on an annual basis and whenever your circumstances change.

### **What are Examples of Conflicts of Interest?**

- Directly conducting business with a family member employed by a supplier or any MC-Rx contracted organization.
- Having ownership in or employment by any outside party that does business with MC-Rx or competes with the Company.

### **Gifts, Entertainment, and Gratuities**

MC-Rx's employees may not accept gifts, entertainment, gratuities, or other favors from government officials or members of the programs. To avoid potential violations of federal or state anti-kickback statutes, you must never request or receive anything of value from a provider, member, or beneficiary in return for payment under a government program or preferred treatment by the government. Consult your Executive Compliance Officer if you have a question about these standards.

## Complying with Laws & Regulations

You are responsible for knowing and complying with laws that relate to the performance of your job, whether addressed in this Code or not. Examples of laws that impact MC-Rx:

- Antitrust Laws: Examples include agreements with competitors to fix prices.
- Anti-Kickback Laws: Kickbacks are the payment of something to persuade.
- Fraud: Knowingly and willfully executing, or attempting to execute, a scheme or artifice to defraud any healthcare benefit program or to obtain (by means of false or fraudulent pretenses, representations, or promises) any of the money or property owned by, or under the custody or control of, any healthcare benefit program.
- Waste: The overuse of services or other practices that, directly or indirectly, results in unnecessary costs to the healthcare program. Waste is generally not considered to be caused by criminally negligent actions but rather the misuse of resources.
- Abuse: This includes actions that may, directly or indirectly, result in unnecessary costs to the healthcare program, improper payment, and payment for services that fail to meet professionally recognized standards of care or services that are medically unnecessary. Abuse involves payment for items or services when there is no legal entitlement to that payment and the provider has not knowingly and/or intentionally misrepresented facts.
- Statements to Federal Agencies: MC-Rx employees must keep in mind that it is a federal crime to knowingly make a false statement to a federal agency.
- Environmental Laws: MC-Rx operates its business in a manner that respects our environment. You are expected to dispose of waste in a way that complies with law and Company policies.
- Medicare Requirements & Part D Laws: As a provider of pharmacy services, MC-Rx participates in Medicare programs; therefore, you are responsible for complying with applicable laws. Those laws include the herein previously mentioned, as well as Commonwealth state and federal controlled substances laws, the Stark Law (prohibits referrals to pharmacies in certain situations), False Claims Act, Patient Protection and Affordable Care Act (PPACA), Beneficiary Inducement Law, Criminal Health Care Fraud Statute, and other Medicare rules and regulatory requirements.
- Health Insurance Portability & Accountability Act (HIPAA): Under HIPAA, if you have access to Personal Health Information (PHI), you are responsible for protecting this information from improper use and disclosure. Since HIPAA is a complex law, training as provided by MC-Rx is essential.
- Disclosure of Disbarment, Exclusion: If you are disbarred from any licensed profession, excluded from participation in a federal healthcare program (OIG excluded), or have been found or pleaded guilty to a criminal violation, you must notify your supervisor or Human Resources staff immediately.
- Political Activity: It is the duty of MC-Rx's workforce to uphold all applicable federal, state, and municipal laws and regulations in every aspect of their businesses. MC-Rx expects each of its employees and/or contractors to refrain from engaging in any activity that may jeopardize the organization, including inappropriate lobbying and political activities. No Company funds or property shall be used for any political contribution or purpose. Personnel may make direct contributions of their own money to political candidates and activities, but these contributions will not be reimbursed.

## Equal Opportunity

MC-Rx is committed to providing employment and training to its workforce, without regard to race, color, nationality or ethnic origin, religion, gender, sexual orientation, disability, or veteran's status. MC-Rx is committed to maintaining an environment that respects the dignity of each individual. Therefore, discrimination in any form or context will not be tolerated.

### **Protecting MC-Rx's Information & Assets**

Under federal regulations, you are required to protect Personal Identifying Information (PII) from identity theft, even if the information does not relate to healthcare. PII includes any name or number that may be used to identify a person.

The same diligent attention must be applied to other information considered confidential or sensitive by MC-Rx, as well as information covered by an appropriate confidentiality agreement.

Whether you are working on- or off-site, you have an obligation to protect confidential information from inappropriate disclosure and to securely store it when not in use.

Confidential information also includes any information that is generally not disclosed to persons outside MC-Rx or any information that can be useful to an MC-Rx competitor or that can cause damage or harm to MC-Rx or to the clients that it serves.

MC-Rx employees are required not to misuse confidential or proprietary information belonging to the Company or another person or entity, or utilize any publication, document, computer program, information, or product in violation of a third party's interest in such product, either for their own benefit or that of someone else.

Accessing or disclosing confidential information, except when it is necessary to perform your duties, will be considered inappropriate, and sanctions may be imposed, including termination.

The use of non-public, privileged information of publicly traded companies that are MC-Rx's clients is hereby prohibited.

### **Use of Social Media**

MC-Rx acknowledges that social media is increasingly popular for posting opinions and networking with colleagues online. Every access and use of social media must be conducted with the highest level of integrity and with the intention of maintaining the image, vision, mission, and strategic objectives of the Company. Social media must be used only for legitimate business purposes, not to discuss job-related issues during business hours.

### **Data Accuracy and Honesty**

MC-Rx, to the best of our knowledge, maintains appropriate efforts in ensuring the integrity of the Company's business operations by accurately and truthfully recording all Company information. We ensure that Company records are adequately and accurately documented, as well as accessible, but properly safeguarded.

### **What is Adequate and Accurate?**

- There are no misrepresented facts, falsified documents, or any withheld records.

### **Cultural Competency**

MC-Rx's workforce culture promotes that all business is conducted with respect and diversity for all people, at all times, regardless of their position, sexual orientation, family status, age, race, gender, disability, religion, or national origin.

MC-Rx will not hire or make any contract with a potential employee or contractor that has been: (i) charged with a criminal offense in connection with obtaining, attempting to obtain, or performing of a public (federal, state or local) contract or subcontract, (ii) listed by a federal governmental agency as debarred, or (iii) proposed for debarment or suspension or otherwise excluded from federal program participation.

MC-Rx employees and contractors shall ensure, regardless of the topic, not to make false or misleading statements to any officials, Company members, members, or entities doing business with us.

**The Code Shall be Integral to the Operation of MC-Rx**

Our Code is a summary of several compliance policies and procedures, including those found in the Employee Handbook. Violations of the laws or of this Code may subject MC-Rx employees to individual criminal or civil liability, as well as disciplinary actions up to and including termination. For specific details on MC-Rx's policies and procedures, please consult with your supervisor.