



# Business Ethics and Code of Conduct

A KEY TO MAINTAINING ACCOUNTABILITY AND TRUST AND  
OWNING ONE'S ACTIONS WITH UNCOMPROMISING INTEGRITY

## Message from the Chief Executive Officer

Over the last 35 years, Centene has become a national leader in government-sponsored and subsidized healthcare programs. Our purpose is to transform the health of the community, one person at a time, by delivering better health outcomes at lower costs. Today, we have the privilege of providing affordable, high-quality healthcare to more than 26 million members, or nearly 1 in 15 individuals across the country.

Centene is deeply committed to integrity, ethical decision-making, and regulatory compliance across all of our businesses. Individually, and together as One CenTEAM, we are responsible for Centene's success and reputation. We must always ensure that in our daily conduct, we adhere to the highest ethical standards and that we fulfill the expectations of our government partners, our providers, and our members. At Centene, each day, we strive to surpass those expectations, while serving the most vulnerable among us. We take individual ownership of compliance, speak up when concerned, and accept responsibility for our actions with uncompromising integrity.

Transparent and ethical conduct isn't just the right thing to do, it is an integral part of our business strategy. It creates value throughout the organization and is the way we expect each of you to approach every challenge.

The Business Ethics and Code of Conduct, which has been approved by our Board of Directors, is designed to provide you with practical guidance across a broad array of topics, as well as valuable insights regarding interactions with our members, government partners, providers, and other stakeholders. No guide can provide all the answers, but I trust that where guidance is provided you will follow it, and in the absence of specific guidance, you will know where and how to obtain it.

Thank you for your commitment to our core values, members, and our government and other business partners. Never hesitate to raise your questions or concerns if you are ever uncertain about the right action to take. Our leadership team is here to support you as we continue to drive excellence in all that we do—together as One CenTEAM.



**Sarah M. London**  
Chief Executive Officer

## Message from the Chief Ethics & Compliance Officer

Thank you for taking time to review and commit to following the Business Ethics and Code of Conduct (BECC), which establishes fundamental standards of conduct for all that we do on behalf of our members and with our government and other business partners. At Centene, we are committed to uncompromising integrity, maintaining accountability and trust, and conducting business ethically, transparently, and in compliance with federal and state laws, regulations, and administrative rules. Together, these core values are the foundation of our Culture of Compliance.

We maintain an informed, “open door” environment. We want and expect to hear from you when you have questions or concerns. Included in the BECC are many ways in which you can reach out to the Enterprise Ethics and Compliance Department, including a helpline that enables you to report concerns anonymously. Please know that Centene maintains a strong non-retaliation policy and fosters an environment where transparency and raising questions or voicing concerns in good faith is encouraged.

The rules surrounding our business are complex. Be alert to business changes that may create unforeseen ethical or compliance predicaments. If something seems off, share your concerns. As Sarah observed, you should always seek the appropriate answer when you have a question, especially if it involves a question of ethics, compliance, or integrity.

Thank you for your commitment to our Ethics and Compliance Program, and don’t hesitate to reach out to our team or me personally at (314) 505-6278 if you have a question.



**Ashlee M. Knuckey**  
SVP, Chief Ethics & Compliance Officer


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### Ethics & Compliance Helpline/Inbox

To report suspected violations of this Code of Conduct or seek advice regarding a specific situation, U.S.-based employees may call:

 **1-800-345-1642** (toll-free, operated by an independent third party)

 or go to [www.centene.ethicspoint.com](http://www.centene.ethicspoint.com)

Reports are confidential and may be made anonymously.

UK-based employees may contact their designated Corporate Freedom to Speak Up Guardian or use the following channels:

- <https://bmihc.sharepoint.com/sites/CorporateSitePages/Speak-up.aspx>
- [governance@operosehealth.co.uk](mailto:governance@operosehealth.co.uk)

## ABOUT THE CODE OF CONDUCT

# Our Purpose, Mission and OneCenTEAM Strategic Pillars

At Centene Corporation, our purpose, mission, and pillars act as the foundation of our business conduct and daily operations.

### OUR PURPOSE

- Transforming the health of the community, one person at a time.

### OUR MISSION

- Better health outcomes at lower costs.

### OUR STRATEGIC PILLARS

At Centene Corporation, five strategic pillars help us as

- we strive to “Transform the health of the community, one person at a time” and meet our goal to engage community members and providers:



*The Power of One CenTEAM*



*Make it Easy to Work with Us*



*Trusted Relationships*



*Grow from Strength*



*Lead in Innovation*

## ABOUT THE CODE OF CONDUCT

# Policy Statement

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This Business Ethics and Code of Conduct (Code) has been approved by the Board of Directors of Centene Corporation. It is applicable to all directors, officers, and persons employed by Centene Corporation and each of its subsidiaries worldwide (collectively, “Centene” or “the Company”). It also applies to our subcontractors, vendors, stakeholders, and other interested parties.

It is Centene’s policy to conduct its business affairs in accordance with the standards and rules of ethical business conduct and to abide by applicable laws.

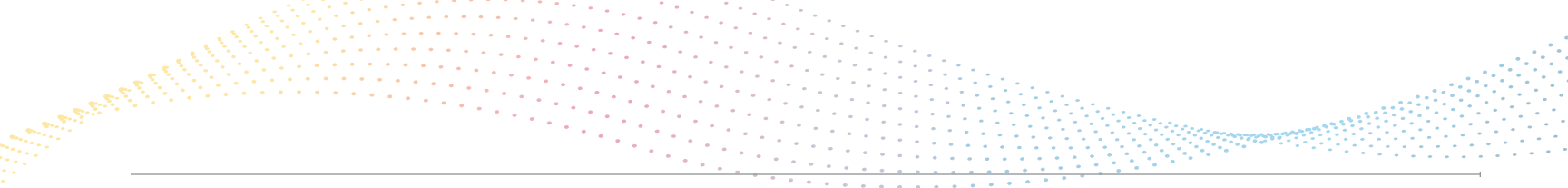
It is vital that all directors, officers, and employees of Centene follow the standards of this Code and support our values and mission. It is equally important that suspected or identified violations of these standards or applicable laws be reported immediately. Reporting provides the Company with the opportunity to take appropriate action. We rely on and expect each of you to do your part and report any compliance concerns. You can report an issue to a member of the Enterprise Ethics and Compliance Department, a member of the Company’s leadership team, or via our third-party helpline. You can report without fear of retaliation

Centene expects our external parties, such as contractors, suppliers, and service providers, to conduct their business operations and interactions with Centene in both a compliant and ethical manner. We expect our employees to manage our external parties diligently and make sure they meet our expectations with integrity.

If an external party becomes aware of any confirmed issues of noncompliance or unethical behaviors related to Centene employees, members, providers, or business, it is expected that the external party will raise the concern to Centene so the Company can take appropriate action.

It is the policy of the Company to prevent the occurrence of unethical or unlawful behavior, to halt such behavior as soon as reasonably possible after its discovery, to discipline directors, officers, or employees who violate the standards contained in this Code, and to take appropriate action up to and including terminating an arrangement with a third party that fails to meet Company expectations with respect to our Code.

Centene instituted its Ethics and Compliance Program to educate directors, officers, and employees and increase awareness of potential ethical and legal issues. The Ethics and Compliance



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Program's procedures, including methods of reporting concerns to the Enterprise Ethics and Compliance Department, are set out in the written description of the Ethics and Compliance Program, which is available in Archer or can be obtained from the Enterprise Ethics and Compliance Department or the Corporate Human Resources Department.

All of us need to be familiar with and apply this Code in our daily activities. People Leaders must ensure that those under their direction understand the applicable portions of the

Code. Our interests are not served by any unethical practice or activity, even though it may not be a technical violation of law. Therefore, in addition to compliance with applicable legal requirements, we each must adhere to ethical and professional practices that demonstrate our integrity as we conduct business and activities on behalf of the Company.

All employees, as a condition of their employment, are required to complete and sign a questionnaire acknowledging receipt and understanding of this Code.

No policy can be complete in all respects. The best safeguard against illegal or unethical conduct is for directors, officers, and employees to:

- › *have an understanding of the laws, policies, and Code affecting our activities on behalf of the Company*
- › *be thoughtful in exercising reason and good judgment in our day-to-day activities*
- › *seek an explanation and assistance if any question arises with respect to a violation or concern*
- › *always do the right thing and ask "Would I want this decision to be public?"*
- › *consider whether you are the right person to make this decision. If you do not believe you are, contact your People Leader, a member of the Ethics and Compliance Department, or the Legal Department for guidance*







## General Policy

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The Company will be transparent at all times and transact business in full compliance with the law and in accordance with the highest principles of business ethics and conduct.

## Effect of Violations

Individuals who violate this Code may be subject to disciplinary action up to and including termination. In addition, the employee or former employee in violation may be subject to civil liability and criminal prosecution under applicable law. Furthermore, any employee who authorizes or knowingly permits another employee to engage in a violation of this Code, or is aware of a violation of this Code and fails to timely report it, may also be subject to disciplinary action, dismissal, and other penalties.

**At Centene we are focused on maintaining an environment of respect where questions and concerns can be raised without fear of retaliation or bullying.**

## Employee Rights & Responsibilities

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Every employee is obligated to strictly adhere to this Code at all times and under all circumstances. Any employee who is aware of violations or potential violations has a duty to immediately advise the Enterprise Ethics and Compliance Department, the Legal Department, or an officer of the Company. If an investigation determines that an employee had knowledge of a policy violation, misconduct, or issue of noncompliance and did not report the issue, that employee may be subject to disciplinary action up to and including termination. If an employee has any uncertainty regarding legal or ethical issues involving Company affairs, the employee should seek advice or clarification from the Enterprise

Ethics and Compliance Department, the Legal Department, or an officer of the Company. The failure to seek advice or report Code violations could be detrimental to the individual and to the Company. Each employee should be aware that legal implications arising from any act, written record, correspondence, or other document created or maintained by an employee may be subject to future scrutiny by government officials or third parties.

It is the right of every employee to report to, make an inquiry of, or ask the advice of the Enterprise Ethics and Compliance Department, the Legal Department, or an officer of the Company regarding any possible violation of this Code, without risk to

the employee's job status or position. To secure the right, each person to whom a report is made, or from whom advice is sought, shall use every reasonable means available to keep the identity of any employee who requests such protection confidential. Confidentiality may be waived if the matter is turned over to law enforcement, is part of a legal proceeding, or is prohibited by local law.

## ANTITRUST & COMPETITION

### Competition: Bringing Out the Best in a Company

Competition is valuable because it brings out the best in a person, a company, or an industry. Even when we are competing, we hold ourselves to the highest standard of uncompromising integrity.

Antitrust laws cover a broad range of conduct that may be illegal. In general, antitrust laws prohibit making agreements or sharing information with competitors regarding:

- › *Competitive bids or quotes*
- › *Territorial markets or market shares*
- › *Purchasing costs or terms*
- › *Selling/leasing prices or pricing policies*
- › *Terms or conditions of sale*
- › *Credit information*
- › *Customers or account data*
- › *Marketing strategies*
- › *Product plans*
- › *Market survey information*
- › *Costs*
- › *Profits or profit margins*

As a rule, we never discuss these subjects with a competitor. Always use extreme care when speaking with a competitor or when answering questions from regulatory agencies or outside consultants or attorneys. Because antitrust laws are so complex, you should consult the Ethics and Compliance Department or Legal Department in advance of any planned action involving communication with competitors, regulatory agencies, or outside attorneys.

If you are a member of an industry-specific trade association or attend industry conferences, exercise caution by avoiding any activities prohibited by this Code. Prior written review and approval from the Corporate Communications Department must be obtained before submitting any non-public information to a trade association or any of its committees. Furthermore, written approval must also be obtained from the CEO prior to the Company's participation on standards-setting bodies such as the National Committee for Quality Assurance (NCQA) or the Council for Affordable Quality Healthcare's Committee on Operating Rules for Information Exchange (CAQH CORE).

## Potential Antitrust Issues

Centene is committed to being fair, honest, and accountable. We compete on the basis of our superior offerings, health care services, and employees. The Company should never compete by using unlawful measures intended to harm another company, force it from a market, or prevent it from entering a market.

### EXAMPLES...

>> Two competitive companies confer and agree to set prices that they will charge customers or pay vendors.

>> In a casual phone conversation, employees from two companies agree to split customers or a market territory: “You stay off of our turf, and we’ll stay off of yours.”

Q. During a conference a few weeks ago, I chatted with representatives from our competitor. We began to discuss how profits have been shrinking in the past few years. Now these companies are lowering reimbursement rates. Did I do something wrong?

A. These types of discussions can definitely be problematic. A court might conclude that everyone present during the conversation was engaged in a price fixing scheme. If you ever find yourself present during a reimbursement discussion with competitors, immediately discontinue the conversation and make it clear you consider this type of conversation inappropriate. You should then contact the Ethics & Compliance Department for further guidance.

## Procurement Integrity

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Centene maintains its high ethical standards when obtaining new business or services. Centene complies with all laws and regulations that apply to the procurement of goods and services. All procurement decisions are based on appropriate criteria. Procurement integrity includes ensuring that vendors are selected for their qualifications to perform their work in a timely and cost-effective way and that employees with conflicts of interest do not participate in the selection process. For example, an employee should not select the winning vendor when the list of applicants includes a business owned by the employee's family member.

### **FINANCIAL RECORDS & CONTROLS**

## Protection of Reputation and Financial Strength

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Centene is committed to encouraging candid communication and transparency by keeping complete and accurate records and implementing appropriate controls. This commitment includes general business and financial records. Accurate documentation should always be a priority. No employee should enter into any transaction with the understanding that it is anything other than what is described in the agreement and supporting documentation.

All transactions must be transparent and properly recorded. There must be no disbursement or receipt of

Company funds outside the Company's system of accountability. This means there will be no "off books" or "unofficial" funds, payments, or transactions, and all funds, payments, and transactions must be recorded in accordance with applicable accounting principles (e.g., U.S. GAAP or the applicable accounting standard for the Company).

Our records must be complete and accurate, fully reflecting the Company's activities and transactions, including claim payments, medical billing documentation, expenses, purchases, accounts receivable, and sales. The information derived from these records is provided to the Company's shareholders as well

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as governmental agencies; therefore, processes must follow applicable accounting principles and all relevant laws and regulations. Centene's reputation for integrity, as well as its financial strength, depends on this.

It is difficult to delineate every practice that is or is not permissible. See below for general guidelines. A payment is prohibited if:

- › *It is illegal*
- › *It is inconsistent with Centene's defined values*
- › *No record of its disbursement or receipt is entered into the accounting records of the Company*
- › *It is entered into the accounting records of the Company in a manner which is false or misleading*

Intercompany transactions must also comply with the highest standards of transparency. To ensure this, it is our policy to price all intercompany transactions so they comply with international regulations, U.S. federal and state

laws, and contractual obligations. The Company also adheres to all applicable local tax and transfer pricing regulations, including documentation and notification requirements. Where an appropriate market price can be determined, intercompany transactions will be priced at a level consistent with fair market value. In the absence of market pricing, charges for intercompany transactions will be based on cost and reasonable profit data so as to approximate fair market value. Further, material intercompany transactions are supported by intercompany agreements, which, among other things, identify the parties involved in the transaction and the basis for the pricing. For all intercompany transactions, transfer pricing will be regularly reviewed (including reviews by independent third parties) to ensure compliance with Company policies.

Because business records and controls can be complex, you should consult the Ethics and Compliance Department or the Internal Audit Department when questions arise.

## Improper financial records and poor controls

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### EXAMPLES...

- >> James, a business analyst, estimates and changes data on a monthly report to make performance appear better.
- >> Sally, a senior accountant, does not accrue the appropriate amount for claims expenses in the right period.

**Q.** I have been asked to sign a certification that a report we submit is accurate. Is this important?

**A.** Internal report certifications are very important because they help validate the accuracy of our external certifications. Certification demonstrates Centene's commitment to the integrity, accuracy, and completeness of information contained in reports, serving as an acknowledgment that the information submitted has been reviewed and is correct to the certifier's best knowledge. You must immediately report discrepancies you are aware of to your People Leader, the Ethics and Compliance Department, or the Ethics and Compliance Helpline or Inbox. Prompt reporting will help us avoid the submission of inaccurate data or with the correction of the data or information already submitted.

Reports are confidential and may be made anonymously.

## Honesty is Always Centene's Policy

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Honesty means communicating candidly and truthfully in all of our business relationships and transactions. While anyone can make an honest mistake, fraud is different. Fraud is not a mistake. Fraud involves deliberate deception. Fraud is not only unethical, it is also illegal.

Examples of fraud include:

- ) Falsifying information submitted on a claim or in a care plan*
- ) Submitting false expense reports*
- ) Misappropriating assets or misusing Centene property*
- ) Inflating year-end numbers*
- ) Forging or altering checks*
- ) Improperly changing Company records or financial statements*

### **FRAUD, WASTE, AND ABUSE (FWA) PROGRAM:**

We have a comprehensive program at the corporate and operating unit level for the prevention, detection, and reporting of fraud, waste, and abuse. The FWA Program encompasses industry best practices and processes and implements them throughout the Company. Centene's Special Investigations Unit (SIU) oversees the FWA program.

The FWA Program is designed to prevent and reduce fraud, waste, and abuse among providers, members, patients, employees, and subcontractors. It may also help to prevent potential health risks to members and patients. A toll-free Fraud and Abuse Helpline is available to U.S. employees, members, patients, business partners, and providers: 1-866-685-8664. For more information, see the Fraud, Waste, and Abuse policy (CC.COMP.16).



# Fraud

## EXAMPLES...

- >> Michael, a contracting manager, always records a few more hours on his timesheet than he actually worked. In addition, when traveling on company business, he takes a free shuttle from the airport to his hotel but includes a \$20 taxi charge on his expense report.
  
- >> Dr. Jones, who is a primary care physician, bills a high-level office visit for every member or patient he sees. He is billing the same code regardless of the member's illness or time spent with each member.

**Q.** I noticed some unusual things on a claim submitted by a provider. The services provided don't appear to match the provider's specialty or the member's condition. I'm not sure if this provider is committing fraud. Should I report it?

**A.** Yes, all concerns about potential fraud, waste, and abuse should be immediately reported to the Special Investigations Unit (SIU). The SIU will evaluate the situation and, if needed, request documentation from the provider to support the information submitted on the claim. While it might not necessarily be fraud, the Company wants to stop any wasteful or abusive billing. In addition, reviewing the appropriate information could also identify issues with the quality of care being provided to our members and patients.

**Q.** I am a clinical reviewer and believe that one of the network providers is providing and billing for medically unnecessary services. What should I do?

**A.** Bring it up for a peer review discussion and alert the SIU of the potential billing concerns

## WASTE & ABUSE

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### EXAMPLES...

- >> Dr. Smith prescribes a brand-name drug when there is a lower-cost generic option that works exactly the same way as the brand-name drug.

Dr. Marks used the wrong code for services he provided as a covering physician for his partner.

- >> Dr. Marks did not intend to use the incorrect code but failed to use the correct code because he was not present at the training session his colleague attended.

**Q.** In reviewing bills from a provider I noticed that the provider routinely bills for a full blood panel on the day of discharge. Could this be considered waste?

**A.** Yes, ordering a full blood panel for a patient who is scheduled for discharge may be wasteful. It could subject the patient to an unnecessary blood draw, as well as take away lab resources that could be used on patients remaining in the hospital.

**Q.** I am a clinical reviewer and believe that one of the network providers is providing and billing for medically unnecessary services. What should I do?

**A.** Bring it up for a peer review discussion and alert the SIU of the potential billing concerns.

# The U.S. False Claims Act

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Under the U.S. False Claims Act (FCA), any individual or entity that knowingly keeps an overpayment or submits a false or fraudulent claim for payment of U.S. Government funds can be held liable for significant penalties and fines. The FCA applies to claims by health care organizations to Medicaid, Medicare, and other government sponsored health care programs. Potential fines for violating the FCA include a penalty of: (1) up to three times the amount of the damages sustained by the government for each false claim; (2) additional civil penalties for each false claim; and (3) payment of the cost of the civil action by the entity or individual that submitted the false claims. Criminal penalties may also apply. If found liable under the FCA, the entity or individual may also be excluded or suspended from participating in all federal health care programs.

The FCA contains “whistleblower provisions” that allow people with evidence of fraud against the government to sue, on behalf of the U.S. Government, in order to recover the stolen funds. In some cases, the U.S. Government may join the whistleblower suit. If a whistleblower suit is ultimately successful, the person who initially brought the suit may be awarded a percentage of the recovered funds.

The FCA also contains a provision that protects the whistleblower from retaliation by their employer. This provision applies to any

employee who is discharged, demoted, suspended, threatened, harassed, or discriminated against as a result of the employee’s lawful acts in a whistleblower suit. Centene affords employees all protections required by the FCA.

In addition to the U.S. FCA, a number of U.S. states and other countries also have false claims legislation with similar penalties that work to discourage fraud perpetrated against local governments.

### **NHS COUNTER FRAUD AUTHORITY**

The National Health Services (NHS) is a publicly funded healthcare system that provides a comprehensive range of free services to UK citizens through its collaboration with providers.

The Counter Fraud Authority is charged with preventing fraud and other economic crimes and protecting vital resources intended for patient care. Fraud within the NHS includes making false representations, failing to disclose information or abuse of position of trust.



## Potential violations of the U.S. False Claims Act include:

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- › *Billing for goods and services that were never delivered or rendered*
- › *Submitting false service records or reports in order to show better than actual performance*
- › *Performing inappropriate or unnecessary medical procedures in order to increase reimbursement*
- › *Billing for procedures or tests not performed*
- › *Unbundling - Using multiple billing codes instead of one billing code in order to increase reimbursement*
- › *Double billing - Charging more than once for the same goods or services*
- › *Upcoding - Inflating bills by using diagnosis codes that suggest a more expensive illness or treatment*
- › *Billing for brand-named drugs when generic drugs are provided*
- › *Phantom employees and falsified timesheets - Charging for employees that were not actually on the job, or billing for made-up hours in order to maximize reimbursements*
- › *Being overpaid by the government for sale of a good or service, and not reporting that overpayment*
- › *False certification that a contract falls within certain guidelines (e.g., stating falsely that the contractor is a minority or veteran-owned)*
- › *Offering kickbacks or bribes*
- › *Prescribing a medicine or recommending a type of treatment or diagnosis regimen in order to receive kickbacks from hospitals, labs or pharmaceutical companies*

## Fairness and Honesty in the Investment Community

Centene is committed to always being transparent in how it manages information of interest to the investment community. Employees who have access to confidential or non-public information are not permitted to use or share that information for stock trading purposes or other non-business purposes that might result in personal financial benefit or to serve as a “tip” to others. Using inside information in this manner is unethical, illegal, and could result in civil or criminal penalties. It also violates our commitment to acting with the highest standard of integrity.

“Inside information” is any non-public information that a reasonable investor is likely to consider important in making investment decisions. This information can be both positive and negative.

Examples of non-public inside information include:

- › *Projections of future earnings or losses*
- › *News of a pending merger or acquisition*
- › *News of any significant sale of assets or the disposition of a subsidiary*
- › *Declaration of a stock split or an offering of additional securities*
- › *Planned changes in senior management*
- › *Significant new products*
- › *Impending bankruptcy or financial liquidity problems*
- › *The gain or loss of a significant vendor or customer*
- › *The possible awarding or cancellation of a significant contract*
- › *Major litigation and investigations*

Centene discloses financially significant information to the public by issuing

press releases and/or by filing reports with the U.S. Securities and Exchange Commission. Information becomes public once a release appears on a national news wire, or a filing is made, after which the information is posted on Centene’s website at [www.centene.com](http://www.centene.com).

Centene’s directors, officers, employees, and their respective family members and others in their household may not buy or sell Centene securities based on inside information. Once the information has been properly disclosed, directors and certain employees and their closely related family members must wait two full business days after the announcement before buying or selling Centene securities.

Centene’s directors, officers, and employees must not disclose inside information to anyone outside the Company, provide tips, or recommend the purchase or sale of Centene’s

securities to anyone if the information has not been disclosed publicly. As discussed later in the Code, this requirement also applies to material, non-public information of other companies.

Although individual business units may not be publicly traded companies, all employees worldwide must comply with these requirements and any additional local directives. Any employee may have access to insider information, which if improperly disclosed, will have legal consequences.

For more information, see the Insider Trading policy (CC.COMP.01).

**As indicated in the Media sections, sharing inside information with members of the financial community or media is prohibited unless you are expressly authorized as part of your job.**

## Misuse of insider information

### EXAMPLES...

- >> Over lunch, Mary, a department manager, learns of a potential acquisition that will improve Centene's market share and future profitability. She returns to her office and calls her broker to purchase additional Centene stock before the acquisition is publicly announced.
- >> One week before a public announcement of higher-than-expected profits by Centene, James, an associate in the marketing and communications department who knows of this information, calls his mother and encourages her to purchase Centene stock.

**Q.** I just learned that Centene is considering buying another publicly traded corporation. I want to purchase some stock in the company being acquired or have my spouse do so. Can I do this?

**A.** No. Neither you, your spouse, nor any immediate family member can purchase this stock until the inside information you have is known to the public. If you use this information or convey it to others, you will be violating Centene policies and U.S. securities laws. You will also be exposing yourself to termination of employment and possible criminal penalties. If you have questions about these laws and regulations, contact the Corporate Legal Department or the Enterprise Ethics & Compliance Department before you make the trade.

## PROTECTING CONFIDENTIAL INFORMATION

# Trade Secrets, Proprietary Information & Other Information Assets

Centene is committed to being conscientious and accountable when handling confidential Company information. Business, health and financial information is considered confidential and therefore must be:

- ) Protected by an effective internal control environment, including policies and procedures to secure the Company's assets*
- ) Made available outside the Company only with appropriate authorization and after consideration of the interests of the Company as a whole*

Certain kinds of business and financial information are crucial to Centene's success. Knowledge and information of this sort are referred to as "proprietary" or "trade secrets" because they belong to Centene rather than to any individuals or groups within or outside the Company. This information is what separates us from our competitors. Health information of our employees and those we serve is personal, private, and protected by law. For this reason, the information must be safeguarded by all employees. Protecting the Company's information assets is everyone's responsibility.

Examples of this type of confidential information include:

- ) Health information of employees and those we serve*
- ) Company financial information including financial statements, accounts payable summaries, vendor listings, and price/cost information*
- ) Written agreements between Centene and agents, strategic partners, vendors and/or other third parties*
- ) Company computer systems and technology*
- ) Trade secrets*
- ) Due diligence information about potential acquisitions*
- ) Customer lists and agreements, market share data, and strategic plans*
- ) Policies, procedures and processes which reveal the way we do business and compete with other businesses*





## Failing to protect proprietary information

Trade secrets and proprietary information are vital to a company's success, whether that information involves Centene or another company with whom we do business. This information belongs to the company, and we are obligated to protect and keep it in confidence unless authorized by an officer of the company to share it in specific ways. If you have any questions about trade secrets and proprietary information, contact the Enterprise Ethics and Compliance Department or the Legal Department.

\*Financial information for purposes of this policy does not include the compensation (including wages and benefits) of non-supervisory and non-managerial employees.

### EXAMPLES...

- >> Michael does not obtain a signed confidentiality agreement from a prospective vendor before providing this vendor with Centene information.
- >> Jennifer works with both health and financial information. She never secures her laptop, shares her password with friends, and keeps paper documents unlocked in a drawer or file cabinet.

## PROTECTING CONFIDENTIAL INFORMATION

### Work Product

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Any work product conceived, created, or changed by an employee, individually or jointly, during the period of employment belongs to the Company. This includes writings, models, processes, technologies, inventions, discoveries, ideas, and other work product of any nature. Employees may not share, publish, claim, or further develop any Company work product during or after their employment unless they have express, written permission to do so from the Legal Department.

### Intellectual Property

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Centene respects the intellectual property of others, including suppliers, vendors, business partners, providers, and competitors. Employees are expected to comply with applicable licensing, royalty, and rental agreements. They may not make unauthorized copies of software or any other copyrighted material, nor may they download, share, or use non-public competitor information without appropriate authorization.

### Administrative Firewalls and Avoiding Competitive Disadvantages

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In situations where Centene subsidiaries serve external customers, including competitors of the Company, we must safeguard each company's confidential or sensitive information. Our customers' sensitive information (e.g. pricing data, member information, audit results, or strategic planning documents) must not be shared with or made available to anyone who might use it for any purpose other than to serve the customer to whom the information belongs. Inappropriately sharing such information may put our customers at a competitive disadvantage, and may also violate legal or contractual requirements, placing the Company at risk.

- Q.** Centene's Medicare plan wants to expand its service area and needs to obtain new provider contracts. The contracting lead asked for information on the rates paid to providers and asks for all rate information held by a Centene subsidiary that provides back-office services for competitor. May the subsidiary provide all of the rate information regardless of the plan?
- A.**

No. The information on rates for plans that are external to Centene may not be shared for the purpose described.

**Remember to always safeguard information. Even if you have access to a system with confidential information, you should only access or view the information necessary to perform your job. This applies to the Company and to third-parties.**

## Global Data Privacy

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As a health care organization with operations across the world, Centene has access to protected and confidential personal data (e.g., health information, personally identifiable information, etc.) of members, patients, providers, and employees. The Company is committed to handling this data responsibly and to respecting the rights of all data subjects. The Company and every employee has a responsibility to safeguard personal data maintained by the Company.

Whenever working with personal data, employees must ensure that they follow applicable business unit policies and procedures and comply with local laws and regulations. For example, when accessing or disclosing personal information, employees must ensure that a legitimate business reason exists for the access or disclosure, that they share only the minimum amount of information necessary to achieve that business purpose, and that protected data is transmitted over a secure network consistent with the Company's defined processes and data sharing agreements.

A number of regulations govern the access and exchange of personal data, such as the Health Insurance Portability and Accountability Act (HIPAA) in the U.S. and the General Data Protection Regulation (GDPR) in the European Union. Centene is committed to complying with these and all other relevant data privacy laws and regulations (e.g., CCPA, the SHIELD Act, etc.) to ensure we appropriately safeguard confidential information.

Any confirmed or suspected breach of personal data must be reported immediately to your local Compliance Officer, Data Protection Officer, the Corporate Privacy Officer, or a member of the Enterprise Ethics & Enterprise Department.

# Data privacy violations

## EXAMPLES...

- >> Jeremy, a claims specialist, sends member data to a registered company vendor but includes elements not necessary to carry out the vendor's business purpose, such as social security numbers.
- >> Mary, a data analyst, wants to print confidential files on her home printer outside of the company network while working at home and sends the data to her personal email address so she can print the files.
- >> Frank, a new employee living and working in the U.K., sends a human resources employee an e-mail with his full name, address, e-mail address, bank account information, and employee I.D. number, and the human resources employee accidentally forwards Frank's e-mail to an employee on an unrelated team.

**Q.** Why is protecting confidential health information so important?

**A.** Unauthorized uses and disclosures of personal data, including protected health information and personally identifiable information, can invade someone's privacy, damage his or her reputation, cause embarrassment, and violate privacy laws. Privacy laws carry significant penalties for violations. These penalties may apply to both the Company and you individually. Improper uses and disclosures may also violate the Company's contract with a government agency or other customer. Therefore, the privacy and confidentiality of personal data must be protected in accordance with Company policies and procedures.

### Record Retention

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There are many laws and regulations that govern how we maintain Company records, including business, financial, employee, patient, and member records. Officers and employees are responsible for ensuring that Company records are retained and disposed of in accordance with all applicable laws, regulations, and the Company's record management policies. Records include information stored in various media, including paper, electronic, audio, or video.

Record retention timeframes and directives depend on the content, type of record involved, and which laws or regulations apply. Directors, officers, and employees are responsible for understanding the record retention schedule for our records. Never alter or destroy any records requested for a government investigation or legal proceeding, or documents that might be relevant to an expected investigation or proceeding. For more information, see the Company's records management policies and procedures (e.g., CC.COMP.09).

# Building a Culture of Information Security

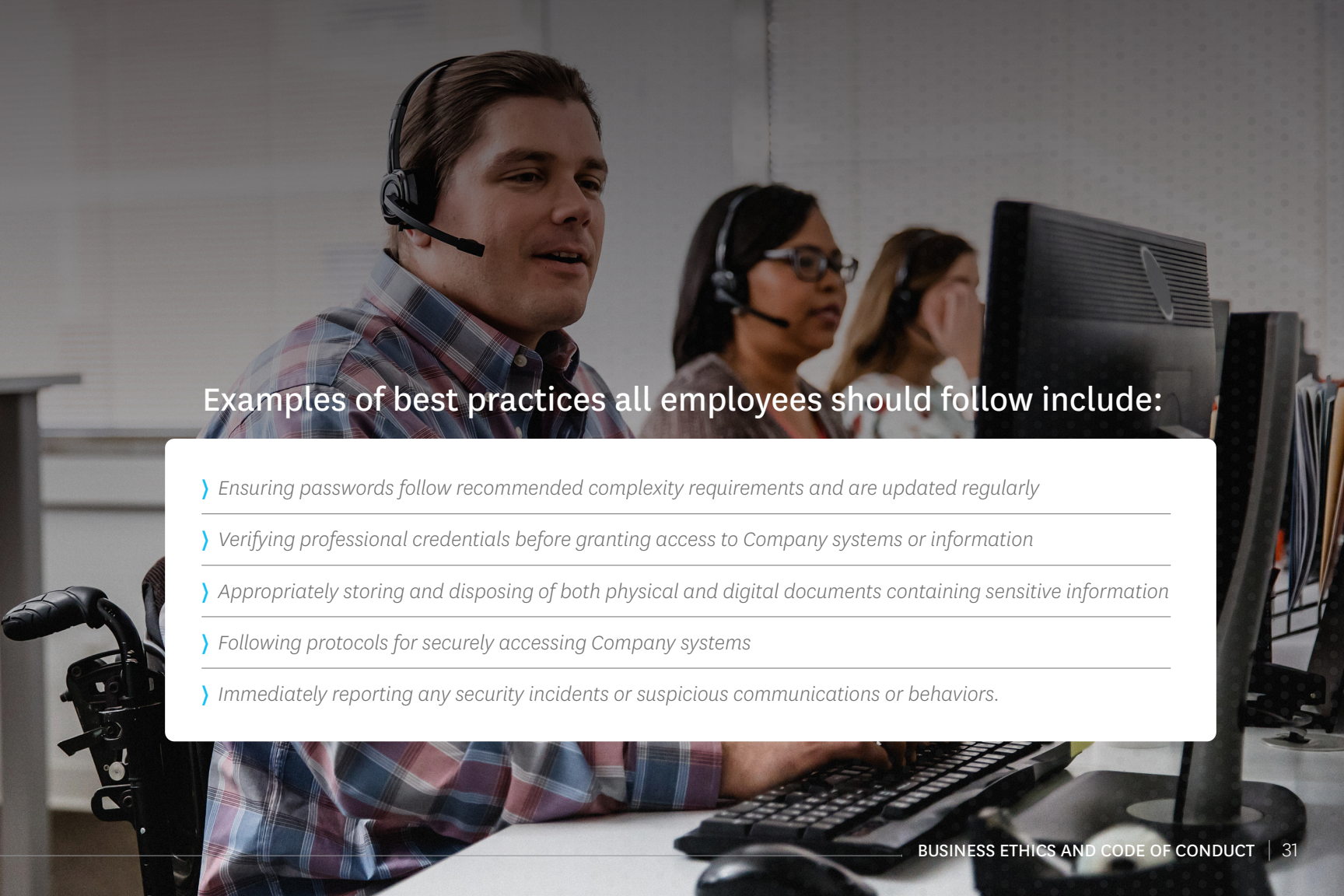
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Information security at Centene is everyone's responsibility. Social engineering, malware, phishing, and other cyber or physical threats can compromise the integrity, confidentiality, and availability of Company systems and result in significant breaches of confidential information. As Centene's first line of defense against attacks, employees are essential to supporting Centene's culture of information security.

Centene works to protect information assets through a number of technical, administrative, and physical controls intended to proactively address security incidents and reduce their potential impact. Examples of these controls include:

- › Enabling multi-factor authentication to access Company systems*
- › Providing employee resources and training to promote information security awareness and reduce security risk*
- › Implementing automated tools for detecting and responding to threats*
- › Ensuring appropriate encryption technology is in place for the secure storage and exchange of confidential data*

To minimize information security risk and help secure the Company's information assets, it is the responsibility of every employee to adhere to the Company's information security policies.

A photograph of a call center environment. In the foreground, a man with a headset is looking towards the right. Behind him, two women are also wearing headsets and working at computer monitors. The scene is brightly lit, typical of an office or call center.

## Examples of best practices all employees should follow include:

- › *Ensuring passwords follow recommended complexity requirements and are updated regularly*
- › *Verifying professional credentials before granting access to Company systems or information*
- › *Appropriately storing and disposing of both physical and digital documents containing sensitive information*
- › *Following protocols for securely accessing Company systems*
- › *Immediately reporting any security incidents or suspicious communications or behaviors.*

# Responding to the Media, Financial Community and Outside Information Requests

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Centene is committed to being forthright and honest by providing its stockholders, the media, and financial community with timely and accurate information about the Company and its activities. However, it is in Centene's best interest to exercise appropriate caution about how, and by whom, official information about the Company is released.

When members of the media, financial analysts, or any other third parties contact Centene to request information, the responses can have far-reaching implications, including effects on Centene's stock price, reputation, and the organization's ability to compete effectively. Therefore, when Centene provides information on contracts, operational strategies, or financial results, we must ensure that the

information is accurate and that it is appropriate for public release. In addition, Centene is committed to complying with applicable legal and regulatory requirements regarding how and when such information is disclosed. These requirements include, for example, U.S. securities laws such as Regulation Fair Disclosure (Reg FD), which requires the fair disclosure and reporting of information.

Within the various departments at Centene, there are persons who are authorized to handle requests for information or interviews about the Company and its operations. Within certain parameters, these spokespersons are authorized to release information to the Company's stockholders, the media, financial

analysts, and other securities-market professionals. These persons are typically members of the Corporate Communications Department, the Corporate Investor Relations Department, select senior executives, and Centene's CEO. Unauthorized employees may not provide information on behalf of the Company or represent themselves as spokespersons for the Company.

Any requests for financial information regarding Centene Corporation or any of its subsidiaries must be forwarded to Centene's Chief Financial Officer, the Corporate Investor Relations Department, or the Corporate Communications Department. This includes requests for information on earnings, possible acquisitions or



## Improper responses to requests for information

divestitures, the status of corporate operations, or changes in senior management, among other things.

Additionally, we must be aware of the possible impact of comments made in public forums such as conferences and social media sites on the Internet. To avoid possible confusion and dissemination of false or misleading information, employees who post comments about the Company on the Internet should make it clear that they are not speaking on behalf of the Company. No one should post any information about members, patients, trade secrets, proprietary information, insider financial information, or confidential operational strategies.

### EXAMPLES...

- >> Adele, who is not authorized to speak on behalf of the Company, identifies herself at a conference as an official representative of the Company and responds to comments about Centene.
  - >> Betsy, a human resources manager, is asked by a financial analyst why Centene's stock price went up this week. She responds to the analyst by stating, "Well, we have had really strong sales in the specialty business units."
- Q.** A reporter called looking for some background information about Centene for an article on Centene's expansion into a new state. Can I answer her questions?
- A.** No. You may not respond in a way that would lead someone to believe you are speaking on behalf of the Company. The Company will respond to press inquiries through its Corporate Communications Department. Although the reporter asked what appeared to be a simple question, you may not have all of the relevant facts. Even if you provide accurate information, releasing it at the wrong time could interfere with the Company's plans. In addition, uncoordinated disclosure could pose problems under securities laws if the information released is material inside information. Even disclosures that seem harmless to you may create problems.

# Social Media and Speaking Engagements

### SOCIAL MEDIA

The use of social media by employees, including information shared through instant messaging, texts, blogs, and social networking sites, can have a far-reaching and permanent impact on our Company. Because social media enables information to spread quickly, we must consider how social media has the potential to impact Centene's business, brand, and reputation. Employees are responsible for their content that is accessible through social media channels.

When using social media for personal reasons, make it clear that you do not speak on behalf of the Company. You should always:

- › *Refrain from making statements about the Company or other employees that are false.*
- › *Avoid posting anything that could be attributed to Centene or give the impression that you are authorized to speak for the Company.*
- › *Carefully select your words when using social media. You should not use harassing, discriminatory or threatening language.*
- › *Keep in mind the legal and ethical obligations discussed in this Code, including those pertaining to financial 'insider' data, trade secrets, personal data, and protected health information.*

Nothing in the Company's social media policies are designed to interfere with, restrain, or prevent employee communications about wages, work rules, or other terms and conditions of employment. Employees have a right to engage in or refrain from such activities. Employees can contact a member of the Communications department with questions regarding social media communications or refer to social media policies and procedures (e.g., CC.COMM.21 in the U.S.).

### SPEAKING ENGAGEMENTS

As with social media, our utilization of external speaking platforms can significantly impact the Company's reputation and business activities. Employees must submit and obtain

approval before all speaking engagements for which they will be addressing an audience (of any size) with the Company name attributed to their title. Such speaking engagements include seminars, fairs, conferences, events, speeches, presentations, panel discussions, podcasts, and any other public-facing opportunity.

For more information regarding how to obtain approval for speaking engagements, please review the Company's speaking engagement policies and procedures (e.g., CC.COMM.24 in the U.S.), or contact a member of the Corporate Communications department.

## Examples of Social Media

- >> Professional networking sites such as LinkedIn
- >> Social networking sites such as Facebook
- >> Video and photo sharing platforms such as YouTube, Instagram, Snapchat, and TikTok
- >> Micro-blogging sites such as Twitter
- >> Forums and discussion boards such as Reddit, Yahoo! Groups, Yelp, and Google Groups
- >> Online dating websites
- >> Personal websites and blogs

**Q.** I am active on a social media site. May I post information about Centene?

**A.** Unless you have received prior approval to speak for Centene, you may not post official information about the Company on your social media site. You may engage in discussions about the terms and condition of your employment and express your own opinions about the Company as long as you are not intentionally posting information that you know to be false in an attempt to harm the Company or threaten or harass other employees.

**Q.** My friend writes for a blog and wants to know my opinion on healthcare reform because of my work at Centene. What should I say?

**A.** It is acceptable for you to give your personal opinion to friends and family, as long as you make it clear that you are speaking for yourself and not on behalf of Centene. If you think your friend is seeking the opinion of Centene, you should not comment but direct your friend to the Corporate Communications Department.

## ELECTRONIC COMMUNICATIONS

# Expectations Regarding E-mail, the Internet, and Other Work Product

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Centene is committed to respecting privacy and keeping important personal information confidential. We expect the same from employees when utilizing information technology tools such as e-mail and Internet access.

Centene's Internet and e-mail systems are provided to help you do your job and are to be used for business purposes. The Company understands that, under certain circumstances, limited, occasional, and infrequent personal use may be acceptable. If, however, you spend excessive time using e-mail or the Internet for non-business matters or if your personal use interferes with your job duties, you may have your access restricted and could face other disciplinary action. Personal email accounts, on the other hand, should not be used to conduct business on behalf of the Company.

Business or personal messages, including any attached electronic files/ content sent or received using e-mail, Internet/ Intranet, instant messaging, telephone and voicemail systems, or other Company assets are property of Centene and, as such, remain subject to review by the Company at any time. Lawfully monitoring and reviewing our electronic communications systems is necessary to meet our obligations to maintain member and patient privacy, protect personal data, guard against data theft, avoid dissemination of insider information and trade secrets, and investigate reports of unlawful behavior. Additionally, in the event Centene becomes involved in litigation or an investigation, employee e-mails or Internet history may be turned over to third parties. You should never send e-mail or other electronic

communications that you would not write in a printed document.

Your work, whether it consists of e-mail, paperwork, computer files, products, customer calls, or other interactions, belongs to Centene. All of this work is subject to review, where permitted by law. Additionally, business equipment, including computers, desks, and file cabinets, belongs to Centene and is also subject to search or investigation for business and security reasons. Contact the Enterprise Ethics & Compliance Department if you have any questions regarding electronic communications.

## Improper use of the Internet and other communications

### EXAMPLES...

- >> Excessive or unreasonable use of Centene's communication systems for personal reasons.
- >> Sending out privileged, legally protected, or confidential information without authorization. Confidential information includes competitive business, health, and financial information (*see section on Protecting Confidential Information for additional explanation*).
- >> Sending, receiving or storing any form of discriminatory, obscene, pornographic or defamatory communications or material.

**Q.** My family and friends e-mail me at work, keeping me up-to-date on events and funny stories. These are personal messages; can I expect them to remain private on my Centene computer or does the Company have access to all of my messages?

**A.** No, you have no expectation of privacy for e-mails within your Centene mailbox. Centene owns both your computer and all information stored on it. Centene may review those materials at any time in connection with legitimate business needs. E-mail creates a permanent electronic record. Exercise care when using e-mail and avoid precarious situations like using strong language, passing rumors, or commenting on someone else's area of expertise. Ask your friends and family to send personal messages to a personal email account, not to your business address.

## CONFLICTS OF INTEREST

# Integrity is Our Most Important Value

Centene is committed to communicating candidly, openly, and honestly with its employees. Employees are expected to do the same when dealing with Centene. Conflicts of interest include situations that create an actual, potential, or perceived conflict and arise when loyalty is divided between the Company's best interest and our own personal interests. Life is full of situations where we have multiple interests, and there is nothing unethical about that. The ethical complications arise only when we act on the basis of our own personal interests rather than in the best interest of Centene.

Conflicts of interest could include:

- › *Working at an outside job that interferes with your position at Centene or competes with the Company*
- › *Serving as an officer or director of, or having ownership interest in, another company that does business or competes with Centene*
- › *Having a family member who has ownership interest in another company that does business or competes with Centene*
- › *Using Centene information for your own personal gain or to benefit a family member or another company in which you have an interest*
- › *Participating in business transactions for your own personal gain based on information or relationships developed at Centene*
- › *Failing to disclose that you are closely related to someone such as a vendor or customer who has sought or is seeking a financial relationship with Centene*
- › *Employing relatives or close friends who report directly to you*
- › *Having a romantic relationship with an employee who you supervise or who is in your line of supervision*

## Conflicts of interest

If an employee wishes to engage in a transaction or activity which is, could be, or could appear to be in conflict with Centene's interests, the employee must complete the Ad Hoc Questionnaire outlined in CC.COMP.13 and gain prior approval before engaging in the transaction or activity. Centene will evaluate the written disclosure and make a determination. Additionally, directors, officers, and employees are required to complete a Conflict of Interest Disclosure annually.

Following these procedures will ensure that conflict of interest provisions are not violated.

### EXAMPLES...

- >> John, a senior executive, is also on the board of directors of a vendor's corporation that supplies transportation services for Centene. He reveals part of the vendor's strategic plan to increase the chance that Centene will renew the vendor's contract.
- >> Joanne, a People Leader, is the hiring manager for an open position in her department. Since her stepbrother is well qualified, Joanne hires him for the position. Although Joanne believes her stepbrother is more qualified for the job than any other candidate, because Joanne may be biased, she should have disclosed this conflict.

**Q.** My sister works for a competitor of Centene. We live in different areas of the country and we do not have similar jobs. Is this a problem?

**A.** It is always important to disclose a potential conflict of interest as soon as you become aware of the situation. The Ethics & Compliance Department will evaluate potential conflicts and provide advice on how to resolve an issue should it be determined an actual conflict exists. You should contact your People Leader or the Ethics & Compliance Department to start this process. Prompt reporting and candor is important to evaluating each conflict.

## Always Use Good Judgment

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Centene is committed to doing the right thing when dealing with business courtesies. This includes gifts given or received.

Centene trusts all directors, officers, and employees to use their best judgment in these matters. We should always act in ways that are consistent with this guide, applicable laws, business courtesies policies and procedures (e.g., CC.COMP.17 in the U.S.), and the Company's best interest. We may never use our position within the Company to take unfair advantage of anyone seeking to do business with Centene. Employees must restrict vendors, suppliers, or other contractors from using business gifts or favors to unfairly influence business decisions. Employees are not to use their position in the Company

to solicit a kickback for assigning or referring members or patients. Further, cash payments may never be made to or solicited from employees of competitors, suppliers, customers, or government entities, and no corporate checks are to be written to "cash," "bearer," or third-party designees of a person entitled to receive payments from the Company.

No employee, or anyone acting on behalf of the Company, may offer or give anything of value for the purpose of improperly influencing a government or private contract, award, consent, legislation, or other action which would give the appearance of attempting to improperly influence such actions. This includes, but is not limited to, providing or offering political contributions (e.g. CCGOVR.07 in

the US) or paying lobbying fees to affect a contract or award. In the process of submitting bids or obtaining government contracts, specific questions may be asked of the Company regarding lobbying fees. The Company is required to answer these questions truthfully and disclose any relationships that may violate this Code.

There are times when it is appropriate to offer or receive business gifts, sporting or event tickets, entertainment passes, and educational opportunities, as long as they are reasonable, infrequent, and not intended to influence official decisions.

However, local law and customs help determine when and what types of business courtesies are appropriate,



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so employees must follow their business unit's business courtesies policies.

For example, in the U.S., employees shall not solicit or accept gifts, meals, or other business courtesies valued over \$150 (unless approved in advance by the Enterprise Ethics and Compliance Department) from vendors, business associates (including consultants), or others with whom Centene has a business or potential business connection.

Employees who are unsure whether a gift, meal, or business courtesy may be accepted in compliance with this policy should consult CC.COMP.17, speak with their People Leader or with the Ethics and Compliance Department for guidance and approval before accepting the gift. For business courtesies guidelines involving government officials or government employees, refer to the Foreign Corrupt Practices Act section of this Code.

Giving or receiving bribes, including soliciting or offering charitable contributions or other forms of payment designed to improperly influence decisions, is never acceptable.

## Unacceptable gifts or bribes

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### EXAMPLES...

>> Lisa, a case manager, asks the director of an assisted living facility for \$100 for every member or patient she refers.

**Q.** A vendor offered me four \$50 tickets to a hockey game. The vendor will not be attending the game with me. Is it OK to accept these tickets?

**A.** No. This is a gift and not business entertainment. If you were being entertained by the vendor at the game, and the entertainment met the Centene guidelines for entertainment, it would be permissible to accept the tickets.

## Foreign Corrupt Practices Act

Most countries have established laws that prohibit private businesses from improperly influencing government employees. Centene complies with all applicable anti-corruption and anti-bribery laws of the countries in which it conducts business. Centene’s policies and anti-bribery laws, including the U.S. Foreign Corrupt Practices Act of 1977 (FCPA), strictly prohibit bribing government officials. Our commitment to complying with these laws and regulations is essential to maintaining Centene’s reputation for integrity and fair business dealings.

It is unlawful for employees, business partners, and anyone else acting on behalf of the Company to directly or indirectly offer anything of value to a foreign government official or their representative to:

- › *Obtain or retain business*
- › *Influence business decisions*
- › *Secure an unfair advantage*

Whenever the recipient of a gift or entertainment is a government official or employee, there is a risk that such actions may be viewed as an inappropriate attempt to influence his or her decisions. To avoid even the perception of inappropriate conduct, gifts and entertainment given to or received from a government official or employee must be pre-approved by the Enterprise Ethics & Compliance Department.

Even if local law allows “facilitation” payments to government officials to accelerate or guarantee routine actions, such as issuing licenses or permits,

prior written approval from the Enterprise Ethics & Compliance Department or Corporate Legal Department must be obtained before making any such payments. Furthermore, employees are prohibited from using intermediaries such as agents, advisers, or independent contractors to give or receive gifts or make payments to foreign government officials without the appropriate pre-approvals.

### **ANYTHING OF VALUE:**

A bribe or improper benefit can be considered “anything of value,” including:

- › *expensive gifts*
- › *lavish meals*
- › *entertainment*
- › *money*
- › *travel expenses*
- › *promises of future employment*

## Violations of the FCPA

### GOVERNMENT OFFICIAL:

A person may be considered a government official if he or she is:

- › *employed at a public hospital*
- › *a candidate for political office*
- › *any other officer or employee for an entity that is partially or wholly owned by the government*

International transactions must be recorded accurately and with reasonable detail in Company books and records. This includes providing the full name and business affiliations of those involved.

Your personal activity may be attributed to Centene and could impact the Company's ability to do business within jurisdictions where the violations occurred. The penalties associated with violating the FCPA are severe for both you and the Company, and can result in disciplinary action, fines, and criminal prosecution.

Any reports of potential bribery or corruption will be considered confidential unless disclosure is required by law. U.S. federal law protects "whistleblowers" who report, in good faith, these types of issues, and the law prohibits retaliation against such individuals. Employees should follow their business unit's reporting procedures when making reports. In the U.S., the toll-free Ethics and Compliance helpline (**1-800-345-1642**) is available to employees, members, patients, business partners, and providers to make anonymous reports. UK-based employees may contact their designated Corporate Freedom to Speak Up Guardian or use the following channels:

<https://bmihc.sharepoint.com/sites/Corporate/SitePages/Speak-up.aspx> or [governance@operosehealth.co.uk](mailto:governance@operosehealth.co.uk)

### EXAMPLES...

- >> Ann is a manager whose business unit is currently under foreign regulatory scrutiny. She offers a government official a cash payment or an expensive gift to expedite the approval of a business license.
- Q. At the end of Jim's business meeting, a local government representative solicits a bribe to secure a contract. Jim is worried that due to cultural traditions, it will offend the official if he doesn't pay the bribe. What should Jim do?
- A. Jim should decline to pay the bribe, end the meeting, and immediately contact the Enterprise Ethics & Compliance Department.

# Restrictions on Using Company Resources to Support Political Candidates and Causes

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Centene is committed to being upstanding and accountable when participating in political processes. Centene, as a business, expresses its views on local and national issues that affect its operations. The Company may be allowed in certain circumstances to make corporate contributions to political candidates or office holders, but applicable laws are very restrictive. Restrictions also exist regarding how the Company may solicit employees for contributions for political causes or candidates.

Centene respects your right to participate in political activities on your own behalf or on behalf of any cause or candidate you support, but asks that employees refrain from engaging in political activities at

work and strictly follow the Company's policies on political activities and contributions (e.g., CC.GOVR.02, CC.GOVR.03, CC.GOVR.04, and CC.GOVR.05 in the U.S.).

We must be careful not to use the Centene name, property, or other resources in any way to support our personal political activities, and we should exercise discretion in discussing our personal political views with business contacts. Individual employee involvement or contributions to political or legislative matters should never be represented as coming from or being endorsed by Centene, its officers, or directors. Employees are not reimbursed by the Company for personal political contributions, and employee compensation will not be

increased or adjusted to reflect political contributions made.

Nothing of value, including company funds, property, or work time shall be contributed, expended, or reimbursed to any candidate for any campaign purpose in a manner which is inconsistent with this Code, business courtesies policies (e.g., CC. COMP.17 in the U.S.) or political activities and contributions policies and procedures. This includes contributions in connection with any national or local election, or political convention in which a candidate or nominee is to be voted upon or otherwise elected.

In addition, the Company shall not provide any indirect payment or support to any candidate, in any form or through any means, such as through

consultants, suppliers, customers, employees, or other third parties. These prohibitions on Company disbursements shall not prevent eligible employees from contributing to the Centene Corporation Political Action Committee (CentenePAC). For more information, see the CentenePAC policy (CC.GOV.R.01).

*Contact the Enterprise Ethics & Compliance Department or the Government Relations Department for details on the laws and regulations that apply to political activities.*

## Political activities in the workplace

### EXAMPLES...

- >> Ron, a quality improvement manager, asks that all employees in his department purchase tickets to a political fundraiser for a candidate supported by a major customer.
- >> In the Company parking garage after work, Nancy, from medical management, distributes flyers for a candidate running for political office.
- >> Tony, an administrative assistant, sends an email from his computer to coworkers urging them to vote for a candidate he supports.

**Q.** Can Centene pay for the administrative expenses necessary to establish and operate a U.S. federal or state Political Action Committee (PAC)? May I voluntarily participate in the Company's PAC program?

**A.** Under U.S. federal and state laws, the Company is allowed to pay the costs necessary to establish and operate Political Action Committees. It is also lawful for employees to voluntarily contribute to a PAC.

## ANTI-MONEY LAUNDERING & ANTI-BOYCOTT REQUIREMENTS

### Anti-Money Laundering

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Money laundering is a method of attempting to conceal the origins of money gained through illegal activity and is itself a crime that can result in substantial criminal and civil sanctions, including fines and imprisonment. To ensure compliance with anti-money laundering laws and regulations, it is Centene's policy to conduct business only with legitimate customers and counterparties whose funds are derived from legitimate commercial activity.

Centene's reputation can be severely damaged by failing to detect risky transactions or relationships. Directors, officers, and employees must be familiar with Centene's programs to detect, prevent, and report fraudulent activities and to report suspected money laundering, evidence of criminal activity by a customer, transaction structures or forms of payment that lack commercial justification, or any other suspicious activity to the Ethics & Compliance Department, the Legal Department, or your business unit's compliance helpline or inbox.

For more information, see the anti-money laundering policies and procedures (e.g., CC.COMP.45 in the U.S.).

### Anti-Boycott Laws

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Anti-boycott laws in the U.S. prevent Centene from taking action in support of a boycott imposed by a foreign country upon a nation that is friendly with the U.S. Centene is required to report to the U.S. Government certain boycott-related requests. Additionally, other countries and territories also have anti-boycott protections, including the non-cooperative and sanctioned jurisdictions list maintained by the European Commission for the European Union. To ensure compliance with all relevant anti-boycott laws and protections, refer any boycott issue or question to the Ethics & Compliance Department, the Legal Department, or your business unit's compliance helpline or inbox.

## Commitment to Promoting an Inclusive and Responsible Work Environment

Centene is committed to maintaining and promoting a diverse and inclusive environment. We know that having a workforce reflecting the communities we serve and the communities we will serve in the future is the key to growth and innovation. Diversity and inclusion is a core value that is reflected not only in our workforce, but also in our engagements with the communities we serve, our suppliers and vendors, our providers, and business partners.

### **ANTI-HARASSMENT AND EQUAL OPPORTUNITY**

For purposes of this Code, harassment includes any such verbal or physical conduct intended to threaten, intimidate or coerce an employee, co-worker, or any person working for or on behalf of the Company. The Company prohibits harassment and discrimination of any

individual on the basis of the person's age (40 and over), race, color, religious creed (including religious dress and grooming practices), national origin or ancestry, mental and physical disability (including HIV and AIDS), medical condition (including cancer), sex (including pregnancy, childbirth, breastfeeding, and related medical conditions), sexual orientation, gender, gender identity and gender expression, marital status, military and veteran status, uniform service member status, genetic information, request for Pregnancy, Disability, Family Care, or Medical Leave, or any other legally protected status under applicable law. Further, it is the policy of the Company to provide all employees and candidates for employment with opportunity based solely upon their talents, skills, and abilities.

Example of harassment:

- ) *Slurs, epithets, or threats*
- ) *Derogatory comments*
- ) *Unwelcome jokes*
- ) *Sexual advances and requests for sexual favors*
- ) *Other unwanted verbal or physical contact (e.g., uninvited touching or sexual-related comments)*

Centene will provide a business and work environment that is free of behavior inconsistent with these anti-harassment and equal opportunity objectives. For more information on our inclusive workplace, including information on how to report a concern, please see the Company's inclusive and responsible workplace policies (e.g., CC.HUMR.14 in the U.S.) and Centene's Employee Handbook.

## Workplace harassment and discrimination

Centene values diversity and an inclusive working environment and is committed to creating and maintaining a respectful work-place that is free of unlawful harassment and discrimination, including sexual harassment.

### WORKPLACE SAFETY

Centene is committed to protecting the safety, health, and well-being of all employees and individuals in our workplace. This includes maintaining an environment that is free from intimidation and acts or threats of violence. All employees are expected to comply with the Company's workplace violence prevention policies (e.g., CC.HUMR.04 in the U.S.) and should help maintain a safe work environment by promptly reporting any threatening or violent conduct. In addition, Centene maintains an alcohol and drug-free atmosphere focused on preventing risk to our employees, the members and patients we serve, and members of the public who may interact with our business. Resources such as the Company's Employee Assistance Program may be available to employees seeking support related to drugs or alcohol.

If you have Workplace Safety concerns call  
**1(833) CNC-SAFE or 1(833) 262-7233.**

### EXAMPLES...

- >> John, a provider services director, repeatedly compliments his coworker Sara's appearance and sends her ambiguous personal e-mails that make Sara feel uncomfortable when they work together.
- >> Joyce, a finance manager, just got two new employees with equal qualifications and potential in her department. She consistently seeks to work with her female co-worker as opposed to her male co-worker, thus giving the female co-worker a better chance to develop and improve.
- Q. One of my co-workers has a habit of telling questionable ethnic or off-color jokes. This offends me and others in my group. How can I get this to stop?
- A. Company policy prohibits this type of behavior. You have the option of discussing your feelings with the person telling the joke. If you are uncomfortable speaking with the person directly, you should consult your People Leader or the Human Resources Department.



# Commitment to Responsible Citizenship in our Communities

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### GREEN-FRIENDLY WORKPLACE

Centene believes that environmental citizenship is an important aspect of being a responsible enterprise. The Company is committed to minimizing the impact on the environment through our own actions as well as by inspiring the actions of others. The Company's global headquarters was built to Leadership in Energy and Environmental Design (LEED) Gold certification standards. Centene Plaza was constructed on a previously developed site in an urban setting allowing the project to take advantage of existing infrastructure. The Company encourages all employees to engage in green practices where possible, including through participation in recycling and other environmentally-focused initiatives.

### HUMAN RIGHTS

At Centene, we believe in conducting our business affairs in accordance with the standards and rules of ethical business conduct, which includes zero tolerance for the denial of basic human rights. Centene and its affiliates are unequivocally committed to supporting the International Bill of Rights and the International Labor Organization's Declaration on the Fundamental Principles and Rights at Work. We will take appropriate action if we become aware that any party to our business transactions is denying basic human rights. Denied human rights include, but are not limited to, a lack of

access to food, water, and/or sanitation; human trafficking; forced labor; child labor; discrimination; and other illegal and/or unethical activities. If anyone internal or external to Centene becomes aware of violations and concerns, this should be reported to the Centene Ethics and Compliance Helpline via [www.centene.ethicspoint.com](http://www.centene.ethicspoint.com) or U.S.-based employees may call: **1-800-345-1642** (toll-free, operated by independent third party). UK-based employees may contact their designated Corporate Freedom to Speak Up Guardian or use the following channels:

<https://bmihc.sharepoint.com/sites/Corporate/SitePages/Speak-up.aspx> or [governance@operosehealth.co.uk](mailto:governance@operosehealth.co.uk)

### COMMUNITY OUTREACH AND ENGAGEMENT

Centene provides a portfolio of services to government-sponsored healthcare programs, focusing on the most vulnerable citizens in the communities we serve, including the under-insured and uninsured individuals. Building upon this work, community and charitable outreach is an important part of the Company's business philosophy. Since 2004, Centene Charitable Foundation has contributed a substantial amount to initiatives that improve the quality of life and health in our communities.

As the Company helps people with healthcare services, we also want to provide support to non-profit organizations that help

## Employment Prohibitions

others with a variety of needs. Our mission is primarily focused on providing resources for those organizations helping families, especially children in need. The Company encourages all employees to participate in enterprise-sponsored initiatives demonstrating our long-term commitment to the local communities we serve.

### EMPLOYEE COMMUNITY ENGAGEMENT

Centene recognizes the importance of community engagement. Through the Company's Employee Community Engagement Program, employees are encouraged to engage with the communities they serve by building and maintaining relationships with local community organizations. The Company supports community partners through volunteer work, grant awards, board participation, corporate in-kind donations, donation drives, and event sponsorships.

While volunteering through the Company's Employee Community Engagement Program, employees serve as ambassadors for the Company. Employees should not participate in community engagement volunteer activities on behalf or as representatives of the Company without the prior consent of the Corporate Community Outreach and Employee Involvement team.

For more information regarding Employee Community Engagement, please review the Company's employee volunteer policies and procedures (e.g., CC.COMM.37 in the U.S.) or contact a member of the Corporate Community Outreach and Employee Involvement team.

As a provider of government-sponsored health plans, Centene may not employ or contract with anyone who has:

- › *Been excluded from participation in U.S. health care programs;*
- › *Been convicted of certain crimes; or*
- › *Pled guilty or "no contest" to certain crimes.*

Additionally, to remain compliant with regulatory and legal requirements, employees must immediately notify their People Leader and human resources department when any type of license (e.g., motor vehicle, professional, etc.) that is required to perform their job:

- › *Expires;*
- › *Is revoked; or*
- › *Is suspended.*

## Enterprise Risk Management

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Centene has a formal enterprise risk management process by which risks are identified, assessed, and reported on a quarterly basis to the Board of Directors. Leaders are expected to take ownership of the risks within their area and to ensure that effective mitigation activities are in place to control or manage those risks. In addition, all employees have a responsibility to be able to identify emerging business risks and escalate those concerns to management in a timely manner. Business risks can take the form of operational deficiencies, inappropriate conduct, violations of Company policy, illegal activities, or other issues. If you do not feel comfortable reporting your concerns to your People Leader, please contact the Ethics & Compliance Department, the Enterprise Risk Management Department, or the Internal Audit Department.

## Audits and Investigations

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Centene will routinely engage in external and internal audits, reviews, and investigations. Employees must cooperate fully with all inquiries and provide immediate notification to their business unit's compliance department, the Corporate Legal Department, and the Enterprise Ethics & Compliance when any of the following occurs:

- › Service of a government subpoena;*
- › Official request for information from a third party;*
- › Execution of a search warrant;*
- › Any unscheduled audits by a federal or state agency;*
- › Request to appear or testify before a grand jury, government agency, or similar organization;*
- › Notice that a regulator or similar authority has begun an investigation;*
- › Request for an inspection or interview by a government agency (other than routine requests); or*
- › Notice from a government authority imposing or threatening substantial fines, penalties, or other action.*

## Waivers to the Code

### **WAIVERS TO CODE RULES AND POLICIES**

Although this Code is intended to govern all Company business, the Company recognizes that unique circumstances may arise which require an exception to a particular provision. Any employee who wishes to obtain such a waiver should first consult their immediate People Leader. If the People Leader agrees an exception is appropriate, the approval of the Enterprise Ethics and Compliance Department must be obtained. Any waivers will be issued in a procedurally consistent manner to assure fair and firm enforcement of compliance policies. The Enterprise Ethics and Compliance Department will maintain a record of requests for exceptions to any of these policies and the disposition of such requests.

Any waiver of this Code for directors or executive officers, or any change to this Code that applies to directors or executive officers, may be made only by the Board of Directors of the Company and will be disclosed as required by law or by the regulations of the U.S. Securities and Exchange Commission.

## How to Report Concerns and Possible Violations

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Centene's Ethics and Compliance Program is intended to demonstrate in the clearest possible terms the absolute commitment of the Company to the highest standards of ethics and compliance. That commitment permeates all levels of the organization.

### >> How Do I Report?

Centene has established reporting procedures for circumstances in which you believe, or suspect, there has been a violation of this Code, laws, regulations, or Company policies and procedures. There are several ways to report concerns:

## How to Report Concerns and Possible Violations

### Step

1

When in doubt, ask and keep asking until you get an answer that makes sense. Some things to consider include:

- > Is any law or regulation being violated?
- > Is the action consistent with Centene's values, this Code, and other Company policies?
- > Is there any documentation that helps support your concern?
- > If you know it is wrong, don't do it!

You can discuss your concerns with your People Leader or another member of management at your location.

### Step

2

Discuss your concern with the local Compliance Officer. If there is no local Compliance Officer or if you are uncomfortable discussing the matter with the local Compliance Officer, go to the next step.

## Step

3

Discuss your concern with the Enterprise Ethics and Compliance or another corporate resource. A “Resource for Reporting Compliance Issues” can be found on the Compliance page of the Company’s intranet or obtained from your local Compliance Officer. If you are not comfortable taking this step, go to the next step.

## Step

4

Use your business unit’s compliance helpline or inbox.  
U.S.-based employees may call: 1-800-345-1642 (toll-free, operated by independent third party) or go to [www.centene.ethicspoint.com](http://www.centene.ethicspoint.com)  
UK-based employees may contact their designated Corporate Freedom to Speak Up Guardian or use the following channels:  
<https://bmihc.sharepoint.com/sites/Corporate/SitePages/Speak-up.aspx>  
[governance@operosehealth.co.uk](mailto:governance@operosehealth.co.uk)  
See CNET for more about the Helpline and reporting options available to employees.

# How to Report Concerns and Possible Violations

### WHAT IF I SIMPLY HAVE A QUESTION?

Understanding and resolving ethics and compliance questions can be difficult. For this reason, Centene provides a number of resources for employees who need assistance.

If you find yourself faced with a difficult situation and are unsure how to proceed, you can first consult with your People Leader for guidance. However, there may be times when you are not comfortable seeking advice from your direct People Leader on a certain issue. This is why Centene provides confidential advisory resources for any employee who may need them. U.S.-based employees

may call the Ethics and Compliance helpline at **1-800-345-1642** or go to [www.centene.ethicspoint.com](http://www.centene.ethicspoint.com). UK-based employees may contact their organization's designated Corporate Freedom to Speak Up Guardian or use the following channels:

Circle Health employees may report to: <https://bmihc.sharepoint.com/sites/Corporate/SitePages/Speak-up.aspx> and Operose Health employees may e-mail: [governance@operosehealth.co.uk](mailto:governance@operosehealth.co.uk).

In addition, the Enterprise Ethics and Compliance Department is available to answer your questions about how to make the right choice in a difficult situation.

### HOW CENTENE HANDLES REPORTS OF POSSIBLE VIOLATIONS

**No Retaliation.** Each employee has an individual responsibility to report any activity that appears to be in violation of the law or Company policies. If you report a possible violation in good faith, the Company will not.. tolerate retaliation against you by any person. Reporting concerns in good faith means you have a sincere belief that a violation may have occurred. The Company expects those who make reports to cooperate fully in the investigation of those reports. Any director, officer, or employee who knowingly retaliates



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because of such a report, or who interferes with an investigation based on such a report, will be subject to disciplinary action up to and including termination of employment. Forms of retaliation may include any action designed to deter reporting, such as termination, demotion, suspension, reprimand, loss of job opportunities, threats, harassment, intimidation, or discrimination for reporting a suspected violation. Reported concerns may not always be correct. This is why the Company investigates every report to determine if an actual violation has occurred.

**Responding to Complaints.** What happens if someone makes a report about you and you have done nothing wrong? The Company will conduct a prompt and impartial investigation into every complaint. Remember that Centene does not assume that a violation has occurred simply because a report is made. Instead, the Company investigates each report carefully. Employees who are the subject of a complaint may be placed on paid administrative leave during the investigation. This is not an indication that the employee has been found to be in violation of policy and is not considered disciplinary action. The Company may choose

to investigate internally, engage an independent outside investigator, and/or report the matter to appropriate government or law enforcement authorities for investigation. Maintaining an ethical and compliant workplace is the responsibility of all employees, therefore employees are expected to cooperate and provide complete and truthful information in all investigations.

# How to Report Concerns and Possible Violations

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### **Confidentiality and its Limits.**

Because of the safeguards in place, Centene encourages employees to feel comfortable raising ethical concerns. The Company understands that there may be cases in which you may want to report concerns about possible violations anonymously and/or confidentially.

To ensure anonymity, anonymous reports (unless prohibited by local law) will remain confidential unless the matter is turned over to law enforcement or part of a legal proceeding. However, if you do not identify yourself, the Company may not be able to appropriately respond to your concern. There may also be

situations in which Centene cannot proceed with the investigation without obtaining additional information from you or additional parties.

**Complaint Resolution.** The reporting party will be notified when the matter is closed. Where appropriate and lawful, the Company may share information on the findings of the investigation with the reporting party. The Company may disclose corrective or remedial action that will be taken, but will not share details of the investigation or actions taken with regard to another employee.

## Definitions

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**PEOPLE LEADER:** Individuals who have supervisory responsibilities (e.g., supervisor, manager, director, vice president, etc.).

**RELATED PARTY:** Subsidiaries, parent companies, sister companies, and entities accounted for by the equity method are considered to be related parties, as are principal owners, members of boards of directors, management and members of their immediate families, including: spouses, parents, step-parents, children, step-children, siblings, step-siblings, nieces/nephews, aunts/uncles, grandparents, grandchildren, in-laws, and same or opposite sex domestic partners.

**RELATIVE:** A parent, child, step-parent, step-child, grandparent, grandchild, step-grandparent, step-grandchild, brother, sister, aunt, uncle, cousin, in-law, nephew, niece, domestic partner, or significant other.

**AFFILIATE:** A party that directly or indirectly, through one or more intermediaries, controls or is controlled by, or is under common control of Centene Corporation (e.g., Managed Health Services Insurance Corporation, Superior HealthPlan, Buckeye Community Health Plan, or Centene Management Company).

**PRINCIPAL:** The owner(s) of record or known beneficial owner(s) of more than 10 percent of the Owner voting interests of an entity.

**MANAGEMENT:** Any person(s) having responsibility for achieving the objectives of the organization and the authority to establish the policies and make the decisions by which such objectives are to be pursued. It would normally include members of the board of directors, the president, secretary, treasurer, any vice president in charge of the principal business function (such as sales, administration or finance), and any other individual person who performs similar policy-making functions.

## Ethics & Compliance Helpline/Inbox

To report suspected violations of this Code of Conduct or seek advice regarding a specific situation, U.S.-based employees may call:



**1-800-345-1642** (toll-free, operated by independent third party)



or go to **[www.centene.ethicspoint.com](https://www.centene.ethicspoint.com)**

Reports are confidential and may be made anonymously. UK-based employees may contact their designated Corporate Freedom to Speak Up Guardian or use the following channels:

**<https://bmihc.sharepoint.com/sites/CorporateSitePages/Speak-up.aspx>**

**[governance@operosehealth.co.uk](mailto:governance@operosehealth.co.uk)**