



Premier Companies, Inc.

Code of Conduct

2017



Core Values

Integrity:

Adhere to moral and ethical principles; employ a sound moral character; honor commitments; never compromise ethics

Be Ethical:

Respect and adhere to all principles of conduct that are considered correct

Be Honest:

Speaking the truth will create trust in the minds of others

Respect:

Treat others as you would like to be treated

Value the opinions of others

Be courteous of others' workspace and work environment

Reliability:

Do your job with the right attitude

Be dependable

Be punctual

Help your co-workers

Responsibility:

Follow through with all projects

Complete tasks in an effective and timely manner

Complete all tasks to the best of your ability

Have the courage to acknowledge mistakes and do what is necessary to correct them

Your Success is your Responsibility

Communication:

Keep all lines of communication open at all times

Be clear and concise when communicating with others

Communication is vital in the effectiveness of any business



Code of Business Conduct and Ethics

This Code of Business Conduct and Ethics (the “Code”) is designed to promote honest, ethical and lawful conduct by all employees, officers and directors of Premier Companies, Inc and all subsidiaries and entities controlled by it (collectively, the “Company”). The Code is intended to facilitate employee, officer and director understanding of the Company’s standard of ethical business practices and to provide awareness of ethical and legal issues that may be encountered in carrying out their day-to-day responsibilities.

The actions of every employee, officer and director affect the reputation and integrity of the Company. Therefore, it is essential that each person take time to review this Code, understand it and carry out its provisions. In particular, all employees, officers and directors are expected to:

- Conduct business in an ethical manner with courtesy, trustworthiness and dignity and with respect for the rights of all persons working for or on behalf of the Company. In conjunction with this, employees must not use any coercion, deception, sympathy appeal or other high-pressure tactics to sell or market product or to recruit new prospects
- Never make false or negligent statements or engage in activities that could damage or be detrimental to the image and/or integrity of the Company or its business affiliates.
- Avoid conflicts between personal and professional interests and display ethicality when handling actual or apparent conflicts of interest. This includes a full disclosure to a responsible supervisor or the Company’s Compliance Officer of any transaction or relationship that is or could become a conflict of interest
- Comply with all governmental rules and regulations that are applicable, but not limited, to the marketing, distribution, and sale of all products represented by the Company
- Comply with all laws, rules and regulations set forth by HIPAA or any national, state or local government. Such regulations include but are not limited to the receipt, transmission, storage and disposal of all protected personal information, including PHI and ePHI; as well as any other personal information that may be deemed protected, sensitive and/or non-public by HIPAA or common law
- Adhere to all CMS (Centers for Medicare and Medicaid Services) regulations. It is your responsibility to ensure that not only yourself, but all of your business partners are complying with all CMS rules and regulations
- Promptly report to a responsible supervisor, the Compliance Officer or other appropriate internal authority any violation of this Code
- Be accountable personally for adherence to this Code.

Each employee has an obligation to disclose to, and seek guidance from a responsible supervisor, the Compliance Officer or other appropriate internal authority in relation to a violation of this Code. Failure to follow this Code, as well as to comply with federal, state, local and foreign laws, and the Company’s corporate policies and procedures may result in punishment up to and including termination of employment.



Conflict of Interest

A conflict of interest occurs when an individual's private interest interferes in any way — or even appears to interfere — with the interests of the Company as a whole. The Company expects all employees, officers and directors to exercise good judgment and the highest ethical standards in their activities on behalf of the Company as well as in their private activities outside the Company. Merely an appearance of a conflict can reflect negatively on the Company and its reputation, even if there is no actual conflict present. The Company's employees and officers are expected to devote their full time and attention to company business during regular working hours and for any additional hours that are required to complete their day to day operations.

Privacy of Confidential Information

Current or previous employees may not use confidential information for their own personal use or share that data with others outside of the Company unless authorized to do so and is in good faith and in accordance with the day to day operations of business. Confidential Information is any nonpublic data that might be of use to competitors or criminals, or that could be harmful to the company and/or its customers. Criminals can use personal information for identity theft and fraud among other things, and it is your responsibility to keep this information private. Employees should not disclose any information about the Company or its business to the media or public without the express consent of the Company.

Fraud, Waste and Abuse

The Company is committed to detecting and preventing fraud, waste and abuse. The Federal False Claims Act ("FCA") and similar state laws prohibit knowing submission of false or fraudulent claims or the making of a false record or statement in order to secure payment from a government sponsored program. Employees of the Company have an obligation to report any ethical misconduct, including concerns about potential false claims, to the Compliance Officer or other appropriate authority. As set forth elsewhere in this Code any retaliation against any individual making a report of a violation of the Code is prohibited. Reporting of Fraud, Waste and Abuse may be done using the hotlines or methods listed below.

Recovery Board, Fraud Hotline:

1-877-392-3375 (1-877-FWA-DESK)

Recovery Board, Fraud Hotline Fax #:

1-877-329-3922 (1-877-FAX-FWA2)

Report FWA Online:

www.recovery.gov/contact/reportfraud/



Compliance Officer at Premier Companies, Inc:

Gunnar Qualset

800-365-8208 ext. 4035

gqualset@premiersmi.com

Compliance with Laws, Rules and Regulations

All employees are required to comply with all applicable laws, rules and regulations that govern our industry. It is the responsibility of the employees to know and adhere to the applicable laws and regulations that impact their line of work; and also to understand them well enough to be aware of potential violations and when to seek advice. It is the duty of the employee to follow these guidelines and notify the proper authorities of any violations.

Maintaining a Safe, Healthy and Affirmative Workplace

The Company has a commitment to maintain a work environment free of sexual, racial or other harassment and from acts or threats of violence. The Company will not tolerate offensive material on company property, computers or other equipment. The company is also committed to a drug free work environment. Unlawful possession or consumption of any drug or controlled substance is strictly prohibited and is not allowed on company property.

Company Assets

Every employee, officer and director has a personal responsibility to protect the assets of the Company and ensure their efficient use. The assets of the Company include tangible assets, such as products, equipment and facilities, as well as intangible assets, such as corporate opportunities, intellectual property, trade secrets and business information (including any nonpublic information learned as an employee, officer or director of the Company).

Network Use

The company has the right to monitor or review any information on an employee's computer or electronic device. Internet activity, email and other electronic communication is also subject to monitoring and review. These tools may not be used to commit illegal acts or break company policies.

Violations of this Code

Each employee has a duty to report any known or suspected violations of this Code. Allegations of Code violations will be reviewed and investigated by the Company's Compliance Officer and Management. Violations of this Code may result in disciplinary action up to and including termination. Violations can be reported to your supervisor or the Company's Compliance Officer. Furthermore, any acts of retribution or retaliation made against an employee who is reporting, in good faith, a known or suspected violation will not be tolerated.



Code of Conduct Approval and Distribution Process

This Code of Conduct is reviewed by the Compliance Officer annually and a new version is created if any changes are needed. The Code of Conduct is made available to employees within the first 90 days of initial hire and annually thereafter. As a condition of employment, all employees must certify annually, that they have received, read and will comply with all components of the Code of Conduct.

Date	Revision No.	Reason for Change	Sections Affected
	1.0	Original Document	All
1/26/12	2.0	Revised Document to make it more comprehensive and complete; gave it more substance	All
5/18/12	3.0	Added guidelines on disclosures to the media and public	Privacy/Confidential Info
5/18/13	4.0	Annual Review performed, no major changes needed	All
5/18/14	5.0	Annual Review performed, no major changes needed	All
5/22/15	6.0	Annual Review performed, no major changes needed	All
4/12/16	7.0	Annual Review performed, no major changes needed	All
4/27/16	8.0	Annual Review performed, no major changes needed	All



Acknowledgement of Receipt and Understanding

By signing this Code of Conduct, I attest that I have read, understand and will adhere to all elements within the Code and all policies and procedures addressed in the Compliance Program Charter.

Signed By: _____ Date: _____

Printed Name: _____