



Magellan Health

Vendor Code of Conduct

Purpose and Scope

At Magellan Health, we believe acting ethically and responsibly is not only the right thing to do, but also the right thing to do for our business. Magellan Health has developed a Vendor Code of Conduct (“Vendor Code”) to clarify our global expectations in the areas of business integrity, labor practices, associate health and safety, and environmental management. Magellan Health’s Vendor Code is intended to complement Magellan Health’s Compliance Code of Conduct and the company’s other policies and standards referenced therein.

Any employee (including temporary), agent, contractor, consultant, or other representative of a Magellan Health supplier or vendor of goods and services (hereinafter referred to as “vendor”) are expected to follow this Code.

Business Conduct Principles

Magellan Health expects its vendors to conduct business responsibly, with integrity, honesty, and transparency, and to adhere to the following principles:

- 1. Maintain awareness and comply with all applicable laws and regulations of the countries of their operation, as well as any federal and/or state laws applicable to Magellan Health’s business.**
- 2. Compete fairly for Magellan Health’s business, without paying bribes, kickbacks or giving anything of value to secure an improper advantage.**

Magellan Health is committed to conducting business legally and ethically within the framework of a free enterprise system. Corrupt arrangements with customers, vendors, government officials, or other third parties are strictly prohibited. “Corruption” generally refers to obtaining, or attempting to obtain, a personal benefit or business advantage through improper or illegal means. Additionally, extortion, embezzlement, bribery and kickbacks in any form are strictly prohibited.

- 3. Encourage a diverse workforce and provide a workplace free from discrimination, harassment or any other form of abuse.**

Magellan Health vendors shall create a work environment in which employees and business partners feel valued and respected for their contributions. Harassment, including unwelcome verbal, visual, physical, or other conduct of any kind that creates an intimidating, offensive or hostile work environment will not be tolerated. Employment decisions must be based on qualifications, skills, performance, and experience.

4. Treat employees fairly, including with respect to wages, working hours and benefits.

Magellan Health vendors shall comply with all applicable legal and regulatory requirements and will follow sound employee relations practices. Working hours, wages, and benefits will be consistent with laws and industry standards, including those pertaining to minimum wages, overtime, other elements of compensation, and legally mandated benefits.

5. Prohibit all forms of forced or compulsory labor.

Magellan Health vendors shall maintain and promote fundamental human rights. Employment decisions will be based on free choice and there may be no coerced or prison labor, and no use of physical punishment or threats of violence or other forms of physical, sexual, psychological, or verbal abuse as a method of discipline or control.

6. Prohibit use of child labor.

Vendors shall adhere to the minimum employment age limit defined by applicable laws and regulations, and comply with relevant International Labor Organization (ILO) standards. In no instance shall a vendor permit children to perform work that exposes them to undue physical risks that can harm physical, mental, or emotional development or improperly interfere with their schooling or developmental needs.

7. Respect employees' right to freedom of association and collective bargaining, consistent with local laws.

Consistent with applicable law, Magellan Health vendors shall respect employees' rights to join or refrain from joining associations and worker organizations.

8. Provide safe and healthy working conditions.

Magellan Health vendors shall proactively manage health and safety risks to provide an incident-free environment where occupational injuries and illnesses are preventable. Vendors must implement management systems and controls that identify hazards and assess and control risk related to their specific industry. Also, vendors shall provide potable drinking water and adequate restrooms; fire exits and essential fire safety equipment; emergency aid kits and access to emergency response personnel including environmental, fire and medical. Vendors will provide education about hazardous materials to employees who may come into contact with them.

9. Carry out operations with care for the environment and comply with all applicable environmental laws and regulations.

The potential environmental impacts of daily business decision-making processes should be considered along with opportunities for conservation of natural resources, recycling, source reduction and pollution control to ensure cleaner air and water, and reduce landfill waste.

10. Maintain accurate financial books and business records in accordance with all applicable legal and regulatory requirements and accepted accounting practices.

11. Disclose information about all subcontractors to Magellan Health upon request.

Vendors that employ downstream subcontractors to supply goods or services to Magellan Health must disclose the names of all subcontractors to Magellan Health upon request. In addition, vendors are responsible for ensuring that all such subcontractors comply with Magellan Health's Vendor Code of Conduct. Vendors will conduct appropriate oversight of their subcontractors, and retain information necessary to demonstrate appropriate oversight and monitoring related to this Vendor Code. Vendors will provide such documentation upon request from Magellan.

12. Ensure the protection of Magellan Health confidential information and maintain privacy and confidentiality for our customers and members.

Magellan Health has a variety of information assets that are essential to its business. Select vendors often have access to this confidential and proprietary information about Magellan's business during the course of engagement. This information is the property of Magellan Health and must be kept strictly confidential.

Magellan Health recognizes the importance of privacy and confidentiality for our customers and members—it is a key principle of our business. All Magellan vendors with information access are required to understand and comply with the Health Insurance Portability and Accountability Act (HIPAA), as well as other federal and state laws applicable to the protection of confidential health information. Misuse of Protected Health Information (PHI) is strictly prohibited. Unauthorized disclosure of PHI must be reported to Magellan Health within contractual timeframes.

13. Safeguard and protect all Magellan Health property.

When authorized to use Magellan Health property, supplies, equipment and other assets, vendors are required to do so responsibly. Vendors must protect and responsibly use Magellan Health trademarks, copyrights, trade secrets and other intellectual property when authorized to use such assets, including compliance with licenses and terms of use. Vendors must not use any trademark or other intellectual property unless expressly permitted to do so in writing by Magellan Health.

14. Support compliance with the Vendor Code by establishing appropriate management processes and cooperating with reasonable assessment processes requested by Magellan Health.

To conduct business with Magellan Health, vendors must enter into contracts and execute purchase orders that mandate compliance with the Vendor Code. With prior notice, Magellan Health may conduct reasonable audits to verify a vendor's compliance with the Vendor Code.

15. Comply with Magellan Health's policies regarding gifts, entertainment and conflicts of interest when dealing with Magellan Health employees.

Magellan Health vendors are prohibited from providing or offering gifts to Magellan Health employees that could inappropriately influence Magellan Health's business decisions or gain an unfair advantage. Vendors are required to conduct their business in a responsible and ethical manner. In addition, vendors must exercise reasonable care and diligence to prevent any actions or conditions that could result in a conflict of interest. A copy of Magellan Health's Code of Conduct is available at www.magellanhealth.com/mh/about/compliance.aspx.

16. Support and contribute to local and national communities.

Vendors are strongly encouraged to provide resources to support and contribute to the betterment of communities in which they operate and serve.

17. Report suspected violations of the Vendor Code.

Vendors may report suspected violations of this Code to the Magellan Health Corporate Compliance Hotline at 1-800-915-2108.

Magellan Health's Corporate Compliance Hotline is available 24 hours a day/7 days a week and callers are provided the option to remain anonymous. A trained staff member investigates each call to the Hotline, and each investigation will be treated confidentially. Magellan Health prohibits any employee from intimidating or retaliating against a Hotline caller.

Vendors can also access Magellan Health's compliance email and report suspected or actual violations of the Vendor Code to Magellan. Magellan Health's compliance email address is: Compliance@MagellanHealth.com.

