



Jan 30, 2025

From Ben Mirtes, Chief Executive Officer

Dear Ingenovis Health:

Ingenovis Health is committed to conducting our business with integrity through honest and ethical behavior. Our mission is to create ecosystems where healthcare talent can grow, thrive, and deliver the best patient care.

To assist in facilitating a strong compliance culture within our organization, the Company has adopted this Code of Conduct to serve as the guiding principles for our organization. The Code of Conduct is the foundation of our Compliance Program. These basic principles provide a framework for our business decisions and should be used as a guide to support our values and fundamental commitment to fostering an ethical work environment.

Compliance is an individual responsibility. All employees are required to be familiar with and understand the Code of Conduct. Violations of the Code of Conduct may result in disciplinary action up to and including termination. For questions regarding this Code of Conduct or to report questionable activity, please contact your supervisor, the Legal & Compliance Department at [compliance@ingenovishealth.com](mailto:compliance@ingenovishealth.com), or to report a concern anonymously, the Compliance Hotline at (833)246-0128 or [Ethico](#).

Thank you for your support and commitment to our organization.

Sincerely,

Ben Mirtes  
Chief Executive Officer

## Ingenovis Health Code of Conduct

<b>TITLE:</b> Code of Conduct	<b>REFERENCE #:</b> IGV-LEG-POL-0100
<b>DEPARTMENT:</b> Legal & Compliance	<b>APPROVAL DATE:</b> 01/30/2025
<b>CATEGORY:</b> Compliance	<b>EFFECTIVE DATE:</b> 01/30/2025
<b>APPROVER:</b> Benjamin Mirtes	<b>NEXT REVIEW DATE:</b> 01/30/2026

### OVERVIEW

The goal of Ingenovis Health (“Company”) is to promote ethical, compliance and legal behavior within the organization that encourages prevention, detection and mitigation of conduct that does not conform to our standards, federal and state law, or federal healthcare program requirements. To accomplish this goal, the Company has developed a Compliance Program based on guidance provided by the U.S. Department of Justice and the U.S. Department of Health and Human Services’ Office of the Inspector General.

This Code of Conduct is intended to provide guidance to all employees and contractors on the Company’s ethical and legal standards. However, more complex matters may require additional guidance for those individuals directly involved through training and education, policies and procedures and direction from managers, supervisors, and legal counsel. If you have any questions about a compliance-related issue not covered fully within this Code of Conduct, you should:

- Speak to your Supervisor
- Contact the Legal & Compliance Department at [compliance@ingenovishealth.com](mailto:compliance@ingenovishealth.com)
- Call the Compliance Hotline at (833)246-0128 or [Ethico](#)

Compliance is a shared activity. All are expected to observe high standards of business and personal ethics in performing their work. Adherence to the Company’s Compliance Program is a condition of employment. Disciplinary action for violations of the Compliance Program, including this Code of Conduct, compliance policies and procedures, acts of noncompliance with state and federal laws and regulations and federal healthcare program requirements will be enforced according to the Company’s policies and procedures, and on a case-by-case basis, as needed.

Thank you for your commitment to the Company’s Compliance Program.

We will treat fellow employees, customers, suppliers, and other stakeholders with fairness, honesty, and respect. This includes refraining from gender or racial bias, or sexual or other harassment.

#### A. Equal Employment

Ingenovis Health believes in hiring, promoting and compensating employees without regard to race, color, national origin, age, gender, religious preference, marital status, sexual orientation, handicap, or disability. We are committed to equal employment practices and comply with all laws, regulations and policies related to non-discrimination.

#### B. Freedom from Harassment

Ingenovis Health does not condone any form of harassment. This includes harassment based on race, color, religion, gender, national origin, age, sexual orientation, disability, or any other basis protected by law. We fully expect employees to report violations to their supervisor, Human Resources representative, the Chief Compliance Officer, or Compliance Hotline.

Remember, harassment means different things to different people, so we should all refrain from any behavior which may be construed as offensive or inappropriate to anyone. Examples of inappropriate behavior may include degrading jokes, intimidation, slurs, and verbal or physical sexual harassment. Reports of harassment will be promptly investigated and persons engaging in this behavior will receive disciplinary action up to and including termination.

#### C. A Safe Environment

All of us are responsible for creating a safe working environment. Please use safety devices and report any potential or actual hazards to your supervisor. Hazards include security violations or criminal activity that take place on company premises. In addition, please report any injuries or illnesses to your supervisor.

Violence has no place at the worksite and will not be tolerated. This includes intimidation, violent acts, and threats of violence.

### **Maintaining Confidentiality**

Ingenovis Health honors the privacy of patients' and employees' personal information, whether medical or otherwise, just as we expect our privacy to be protected. Everyone must protect trade secrets and the confidential information that belongs to Ingenovis Health, including its "intellectual property", and refrain from divulging information that could be harmful to Ingenovis Health or that could provide an advantage to our competitors.

## **A. Confidentiality**

Ingenovis Health is committed to preserving the right of privacy for all employees and patients, as well as protecting Ingenovis Health's interest. The following information is classified as confidential. Be sure to follow all applicable laws and company policies when using or sharing such information:

- Patients' protected health information, including but not limited to diagnoses and treatments, personal data, billing, and contact information.
- Employee information, including but not limited to personnel files and data, evaluations, and disciplinary matters.
- Business information such as financial, marketing and statistical data, competitive information, budgets, processes, techniques, mergers, acquisitions, or significant reorganizations, bid proposals and contract negotiations, layoffs, research and development, business reports and business summaries.

## **Respecting Company Property**

We are all required to protect and preserve company property and refrain from using it for personal gain.

### **A. Use of Resources**

Ingenovis Health prohibits inappropriate use of company property. Employees are trusted to act responsibly, reasonably, and maturely, and to use good judgment in the use of all communications and computing devices, including but not limited to:

- The Internet
- All forms of printed and electronic media
- Copying devices (scanners and copy machines)
- Telephones
- Cell/Smart phones
- Desktop and laptop computers
- Remote access/dial-up hardware and software devices

It is prohibited to transmit, store or download materials that are threatening, maliciously false or obscene. Facilities, equipment, technology, and resources are for business purposes in connection with your job responsibilities.

## **Avoiding Conflicts of Interest**

While employed at Ingenovis Health, we must refrain from any associations or activities that might conflict with Ingenovis Health's interests or give impressions of impropriety. We do not take advantage of our association with Ingenovis Health for personal gain.

## A. Activities and Relationships Beyond Ingenovis Health

It is important to ensure that outside activities do not in any way conflict with or pose a hazard to the Company. There are some simple guidelines to follow when determining whether a conflict of interest exists. First, avoid personal outside activities or associations that might influence business decisions or the ability to perform objectively. Also, avoid doing business with competitors or making significant personal financial investments in competitors, suppliers, or customers.

If anyone is uncertain whether an outside activity represents a conflict of interest, contact your supervisor, the Legal & Compliance Department or Compliance Hotline.

## B. Entertainment, Gifts and Gratuities

Some business entertaining – including meals, social events or training and educational activities – is an accepted practice. However, the cost and scope of these activities should be reasonable and appropriate. Before accepting or extending such invitations, you should first check with your supervisor or the Legal & Compliance Department.

Similarly, refrain from giving or accepting excessive gifts to or from vendors, customers, or other business associates. Never accept cash gifts from vendors, members, or customers.

## **Compliance with Laws and Regulations**

### A. Regulatory Obligations

Ingenovis Health operates in a heavily regulated industry, subjecting the Company and its associates to many federal and state, civil and criminal laws and regulations and contract requirements. The penalties for violation of these laws, regulations and requirements are severe and can apply to both the Company and any involved employees. Penalties include fines or other financial penalties, exclusion from participation in federally funded programs, loss of licensure and in some cases, imprisonment. The Compliance Program is designed to prevent such violations. All must be aware of and comply with the regulatory requirements applicable to their respective positions and duties.

### B. Illegal Activities

Ingenovis Health and its associates will not engage, directly or indirectly, in any corrupt business practices or other illegal activities. Such activities include, but are not limited to, fraud, embezzlement, kickback arrangements and drug use.

Fraud includes such things as falsifying timecards and expense reports. Health care fraud occurs when someone schemes to defraud any health benefit program. This includes

using false pretenses, representations or promises to get money or property owned by any health care program with the delivery of, or payment for, benefits, goods, or services.

A kickback arrangement involves accepting or offering bribes or payoffs intended to induce, influence or reward favorable decisions of any person or entity in a position to benefit the Company. Such persons or entities include customers, contractors, vendors, and government personnel.

### C. Antitrust and Unfair Competition

Antitrust laws make sure competition between companies is fair. These laws also protect the public against business competitors who band together or “collude” to unfairly set prices. You could be breaking these laws if you do things as simple as discuss with competitors pricing; terms and conditions of sales; or dealings with customers, suppliers, or other competitors. Our competitors include but may not be limited to other Healthcare Staffing and/or Locum Tenens Staffing companies.

You should be particularly sensitive to antitrust rules if you participate in trade associations or other meetings where competitors are likely to be present.

### D. Political Contributions

The Company may contribute to various political candidates and campaigns. Federal and state laws clearly dictate the amount and frequency of political contributions, and the Company will strictly adhere to those guidelines. Any other use of company assets for political reasons is prohibited.

### E. Sales, Marketing and Advertising Standards

The Company is committed to growing our business through well-trained, appropriate sales, marketing and advertising. All employees in these areas are committed to fair, forthright and legally compliant sales, marketing and advertising practices. We adhere to any state regulations that require sales representatives to be licensed.

The Company does not engage in corrupt marketing practices, including misrepresentation of our covered services and “redlining,” which refers to the practice of avoiding sales in specific geographic areas or neighborhoods.

When advertising our products and services, The Company will present only truthful, non-deceptive information. In many cases, advertising and marketing materials require approval from regulatory agencies prior to distribution. When required, the Company will submit materials to agencies and ensure they are in full compliance with applicable regulations.

## F. Copyright Law

We follow state, federal, and foreign laws pertaining to copyright protection. This includes laws that prohibit duplication of print materials, licensed computer software and other copyright-protected works.

## G. Relationships with Foreign Businesses and Governments

As we take advantage of global business opportunities, the Company will comply with all applicable laws and regulations governing relationships with businesses on foreign soil and their respective governments.

# Responsibilities and Consequences

## A. Responsibilities

Ingenovis Health will provide the training and education needed to be knowledgeable about our ethics and compliance initiatives. In return, the Company relies on you to help ensure that those initiatives remain a priority. This involves upholding all the standards outlined in this Code of Conduct, as well as reporting any suspected violations of those standards.

If anyone observes potential violations of law or the Code of Conduct, then do not hesitate to report such issues. Failure to do so could pose a risk to the Company or, in the case of illegal activities or regulatory violations, a risk to you or co-workers.

## B. Reporting Suspected Violations

If you have a compliance concern to report, talk to your supervisor and/or the Legal & Compliance Department.

You may also report issues through the Compliance Hotline – a service that allows violations or concerns to be reported anonymously. The Hotline is operated offsite by a third-party administrator and is available toll-free 24 hours a day, seven days a week, at (833)246-0128, or [Ethico](#).

## C. Resolution, Communication and Non-Retaliation

Once a problem or suspected violation has been reported, the Company pledges to quickly investigate and resolve the problem. The Company will not retaliate against you for reporting compliance violations in good faith.

## D. Consequences of Violations

The Company will be thorough and fair when investigating potential compliance violations. Persons deemed to have committed violations will be subject to disciplinary action up to and including termination.

## **Enforcement Standards**

The Federal Sentencing Guidelines state that an organization's compliance program shall be promoted and enforced consistently throughout the organization through:

- Appropriate incentives to perform in accordance with the compliance program; and
- Appropriate disciplinary measures for engaging in criminal conduct and for failing to take reasonable steps to prevent or detect criminal conduct

Failure to detect or report an offense is a serious act of noncompliance and equally as deserving of discipline as the actual misconduct. Compliance is an active, ongoing process that is the responsibility of everyone. In this area, the compliance officer and staff should work closely with the organization's Human Resources (HR) department.

## **Where to Find Answers to Your Questions**

This Code of Conduct is meant to provide an overview of the Company's policies on ethics, compliance, and conduct-related issues. This publication is a living document and is subject to change as we refine our policies and procedures and as government agencies and regulators modify their rules.

If you need more information, or if you have a compliance-related question or concern, the best thing to do is talk with your supervisor or the Legal & Compliance Department. These are the best sources when you need help understanding the laws, regulations and practices that affect your work. Contacting the Compliance Hotline is also an option if you wish to seek information on a specific company policy or standard.

In addition, you are encouraged to explore the following resources:

- Ingenovis Health's Employee Handbook: The handbook covers various topics, including employment, benefits, performance reviews, wage and salary, and employee relations subjects such as dress code, workplace conduct, counseling, and health and safety issues.
- Ingenovis Health's Intranet: This site contains extensive information on various departments' policies and procedures and other company standards that affect your work activities. The intranet can be found at:  
<https://ingenovishealth.sharepoint.com/sites/IngenovisIntranet>

-Legal and Compliance Department