

# Conflict of Interest Policy & Procedures

Region(s) this Policy Applies to: Global

Personnel this Policy Applies to: Global

Document Owner: Compliance

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## 1. Policy

A conflict of interest occurs when an individual's personal interests—family, friendships, financial or social factors—could compromise his or her judgment, decisions or actions in the workplace.

Making sure that MedAdvisor's integrity remains uncompromised is fundamental to maintaining trust with customers, partners, vendors and patients. We endeavour to stay clear of actual and perceived conflicts of interest.

## 2. Procedure

### **Personnel**

All personnel (employees, independent contractors, temps and interns) are required to declare potential conflicts of interest upon starting work with MedAdvisor and annually thereafter by completing the Company's Conflict of Interest form. This form will be distributed automatically using MedAdvisor's disclosure software application through its compliance vendor, Ethico. Any potential conflict that arises outside of the onboarding process and annual automated request to disclose needs to be reported by personnel to the, the Director of Compliance or the MedAdvisor hotline.

The Legal team, Global VP Human Resources or Director of Compliance will review declared conflicts of interest submitted by personnel. In the event of a concern, the Chief Administrative Officer will be consulted as to any action that needs to be taken.

### **Board of Directors**

Directors of the Board will be required to declare potential conflicts of interest upon their appointment to the Board and at each board meeting which they attend thereafter. Any potential conflict that arises for a Board member at another time must be declared in writing and provided to the Chief Administrative Officer.

The Chief Administrative Officer will review declared conflicts of interest declared by Board members. A record of these conflicts will be shared with the Director of Compliance for record keeping. The Chair of the Board and Chief Administrative Officer will determine any action that needs to be taken related to reported conflicts among Board members.

## **Failure to Declare**

Failure to declare a potential Conflict of Interest may result in disciplinary action.

## **Examples of Conflicts**

Potential conflicts for personnel include:

- Paid work outside of MedAdvisor
  - This means not working or performing services for any MedAdvisor competitor, or any organization with which the Company does or seeks to do business, beyond the normal scope of your job. You cannot be a director, officer, or consultant for such an organization without approval by the Chief Administrative Officer or her designee, nor can you allow your name to be used in a way that raises the question of your commitment to MedAdvisor or that may harm MedAdvisor's public reputation.
- Significant investments, employment and/or ownership in other companies that may do business with MedAdvisor or compete against MedAdvisor
- An immediate or extended family member associated with a company that does or may do business with MedAdvisor or compete against MedAdvisor
- Accepting gifts of cash, goods, meals or similar (tickets for travel, entertainment) of significant value from any representative of potential or existing MedAdvisor customers, partners, vendors, consultants, etc.
  - MedAdvisor personnel and the Directors of the Board are prohibited from accepting any gift with a U.S. value of \$100 or more.
- If you are asked to serve on the Board of Directors or trustees of a for-profit organization, or a not-for-profit organization involved in healthcare matters, you must obtain approval from the Chief Administrative Officer or her designee before accepting.
- Representing MedAdvisor through speaking engagements
  - We encourage you to speak at educational programs, conferences or seminars representing MedAdvisor. You must get permission from a MedAdvisor leader in advance.
    - You must refuse any fees or honoraria that are offered to you for speaking.

### **3. Review**

The objectives and effectiveness of this policy will be reviewed by the Board annually as part of the annual Corporate Governance Statement approval process.

This policy will be formally reviewed by the Board no less than every 2 years.