



# Code of Conduct

# Commitment

We're on a mission to make healthcare affordable and accessible for everyone. That mission is fueled by the incredible team and culture we've built, and our long-term success depends on our team choosing to always act with the highest level of integrity and ethics. I am confident I can trust each of you to meet and exceed the standards outlined in this Code of Conduct. Thank you for your commitment to building an incredible company and helping us achieve our mission.



*“Remember that everything we do affects our culture, our brand, and ultimately, our members.*

**Patrick Quigley**

Chief Executive Officer (CEO) and Co-founder

## Using the Code of Conduct

This Sidecar Health Code of Conduct ("Code") summarizes various business practices and legal and regulatory requirements applicable to business activities conducted on behalf of the Company. It should be treated as a guide in making day-to-day business decisions. It is not intended to address every legal or ethical question that may arise, nor does it replace other more detailed policies such as those set forth in the Sidecar Health Employee Handbook.

## Application

The Code applies to Sidecar Health, Inc. and to all other companies in which Sidecar Health, Inc. directly or indirectly owns and has the right to vote shares or other interests representing more than 50% of the voting power of such companies ("Controlled Companies"), and to all directors, officers, and employees of each. Any reference to "Sidecar Health" or "Company" includes Sidecar Health, Inc. and its Controlled Companies unless otherwise indicated. Any reference to "employees" includes directors, officers, and employees of Sidecar Health, Inc. and its Controlled Companies.

## **Distribution**

The Code is provided to all new employees upon hire and is published on other internal Company portals for reference. Additionally, all employees are required to successfully complete training on the Company's Code within 90 days of hire and annually thereafter. All employees must review and attest to their understanding and compliance with the standards outlined in this Code upon hire and annually, or anytime the Code is updated.

## **Governance**

The Code is reviewed at a minimum on an annual basis and approved by the Company's CEO, Chief People Officer, and General Counsel, as well as the Company's Board of Directors.

## **Asking Questions and Communicating Violations**

If you need guidance about a particular practice or compliance issue, you should contact your manager, the People team, Compliance team, or Legal team. If you observe or suspect any violation of this Code, report the incident immediately to the Company's Compliance team, People team, or Legal team. The Company maintains an anonymous hotline for reporting suspected violations of this Code. Suspected violations of this Code may be reported in any of the following ways:

- Chief People Officer & People Team:
  - [hr@sidecarhealth.com](mailto:hr@sidecarhealth.com)
  - [People Team Service Desk Web Portal](#)
- General Counsel, Chief Compliance & Risk Officer and Legal & Compliance Team:
  - Legal: [legalops@sidecarhealth.com](mailto:legalops@sidecarhealth.com) or [Legal Requests Service Desk Web Portal](#)
  - Compliance: [compliance@sidecarhealth.com](mailto:compliance@sidecarhealth.com), [privacy@sidecarhealth.com](mailto:privacy@sidecarhealth.com), or [FWA@sidecarhealth.com](mailto:FWA@sidecarhealth.com)
- Compliance Hotline (available 24/7 and anonymous reporting options are available):
  - Phone: 833-740-5447
  - [Compliance Hotline Web Portal](#)
- Security & AI Officer:
  - Email: [infosec.it@sidecarhealth.com](mailto:infosec.it@sidecarhealth.com) or [it@sidecarhealth.com](mailto:it@sidecarhealth.com)
  - [IT Service Desk Web Portal](#)

You must report any and all suspected violations of this Code as you reasonably believe to be true and never knowingly make a false accusation. The Company does not retaliate for good faith reporting.

***Failure to comply with the standards in this Code may result in disciplinary action, up to and including termination.***

# *Our Mission and Values*

## **Mission**

Our mission is to make quality healthcare affordable and accessible for everyone.

## **Values**

We are committed to maintaining four core values: bias towards action, love for problem solving, ownership and accountability, and empathy for others.

## **Philosophy**

At Sidecar Health, our members are at the forefront of everything we do. We are driving innovation in healthcare by offering transparent, flexible, and affordable health insurance. Our products and services allow our members to make educated decisions about their healthcare. It's the way health insurance should be. Protecting and serving our members is our number one priority and we are committed to doing business with the highest standard of ethics.

# *Roles and Responsibilities*

## **Leadership**

Members of management and senior leadership are expected to:

- Uphold the Code, promote high standards of integrity and honesty, and model our values in everything they do
- Maintain an environment where employees feel safe and encouraged to raise new ideas or concerns
- Be knowledgeable and educate employees on Company policy and governance
- Receive and report issues or concerns to the People, Legal, or Compliance teams in a timely manner
- Actively enforce this Code and all Company policies and procedures

## **Employee Standards**

Employees must understand and apply the standards outlined in this Code, and are expected to:

- Perform work in a responsible, reliable, and cooperative manner and in compliance with applicable rules, regulations, and laws. Although not all employees are expected to know the details of all applicable rules, regulations, and laws, it is important to know enough to determine when to seek advice from appropriate personnel. Questions about compliance should be addressed to the Legal team or Compliance team.
- Contribute knowledge, expertise, and ideas to Company projects or initiatives
- Understand and comply with Company policies, procedures, applicable laws/regulations/rules, and this Code

- Consider our Company's mission and values as you engage in your work
- Timely report suspected violations of Company policies, procedures, the Code, or governing laws/regulations/rules
- Successfully complete assigned compliance training in a timely manner and comply with the requirements outlined in the training

### **Compliance Office**

The Compliance team is responsible for coordinating with the Legal team and assisting with the development, distribution, and enforcement of this Code. Violations of this Code or applicable law will be managed by or escalated under the direction of the General Counsel. The Compliance team is also responsible for compliance monitoring and Code training and enforcement.

### **People Team**

The People team is responsible for assisting in the development and distribution of this Code. Disciplinary actions initiated as a result of Code violations are determined and administered by this office, under supervision of the Chief People Officer.

### **Board of Directors**

Sidecar Health's Board of Directors is responsible for reviewing and approving this Code on an annual basis to ensure it clearly articulates the standards necessary to achieve our mission and maintain a culture that supports Company values.

## ***Workplace Culture & Behavior***

### **Professional Behavior**

- Maintain integrity at all times
- Treat others with respect and empathy
- Never make false, misleading, or purposefully inaccurate statements to coworkers, customers, business partners, regulators, or law enforcement officials
- Never perform work-related duties under the influence of alcohol or illegal drugs, or of controlled substances without a prescription
- Never possess, distribute, sell, or manufacture illegal substances or drug paraphernalia while at work
- Never possess weapons of any kind on Company property or at work-related events

## **Diversity**

We are committed to building and maintaining a diverse team and inclusive workplace. Our Company will not tolerate harassment of any kind based upon race, traits historically associated with race, including but not limited to, hair texture and protective hairstyles, color, religion (all aspects of religious beliefs, observance or practice, including religious dress or grooming practices), sex or gender (including pregnancy, childbirth, breastfeeding or related medical conditions, gender identity, sexual orientation, gender expression, transitioning, sex stereotype, and transgender), marital status, veteran or military status, registered domestic partner status, age, national origin or ancestry, physical or mental disability, medical condition (including cancer and genetic characteristics), status as a recipient of Medicaid, genetic information, taking or requesting statutorily protected leave, or any other protected characteristic.

## **Anti-harassment**

We are committed to fostering an environment where employees feel safe, respected, and free of harassment and we expect you to treat others with fairness and respect. You must not create any circumstance of bullying, hostility, or harassment. As addressed in the Company's Employee Handbook, the Company does not tolerate harassment of any kind, at any level of the organization.

## **Workplace Relationships**

If you develop a relationship that has potential to impede or bias fair treatment or decision-making, you must immediately notify and disclose the relationship to your manager and the People team to allow the Company to take appropriate action to ensure the Company and our team are protected.

## **Workplace Violence**

Sidecar Health has zero tolerance for threats or acts of violence in the workplace. You are required to comply with the requirements outlined in the Company's Employee Handbook and Workplace Violence policy, including adherence to the Company's Workplace Violence Prevention Plan. In emergency situations involving immediate threats or danger, you should contact 911 or your local emergency services. You can also report other instances using the communication channels outlined in the "Asking Questions and Communicating Violations" section of this Code.

## **Artificial Intelligence ("AI")**

Sidecar Health supports a culture of innovation where the use of AI and related technologies is encouraged when used responsibly and in accordance with Company policy, including but not limited to the Artificial Intelligence in the Workplace Policy. You are responsible for understanding these requirements and for using authorized AI tools in a safe, productive, ethical, compliant, and secure manner. Use only Sidecar Health approved enterprise versions of AI tools that meet the Company's compliance, privacy, and security standards. If you have questions or AI-related requests, contact IT Security or email Sidecar Health's Security & AI Officer using the communication channels outlined in the "Asking Questions and Communicating Violations" section of this Code.

## *Compliance with Laws*

### **HIPAA and Privacy**

We are legally required to protect our members' information and report incidents whereby someone receives protected information who should not have received it.

- Review, understand, and comply with Company policies related to the Health Insurance Portability and Accountability Act ("HIPAA") and its privacy and security rules and procedures
- Complete required HIPAA and privacy training timely and comply with the requirements outlined in the training
- Only access, use, and disclose the minimum information as may be necessary in your role to provide or administer member care or benefits or to facilitate health care operations
- If you identify that information was used by or provided, exposed, or made available to an individual in error, notify the Compliance team immediately
- Exercise caution when sending emails, messages, or documents containing protected health information
- Be diligent in only storing protected health information within appropriate devices or systems in compliance with the Company's Records Retention Policy

### **Antitrust Laws**

The objectives of the relevant federal anti-trust laws are to preserve competition for the benefit of consumers, making sure there are strong incentives for businesses to operate efficiently, keep prices down, and keep quality up.

- Always be honest about our products and services
- Unless authorized by the Legal team and ensuring all necessary protections are in place, such as a nondisclosure agreement, never disclose confidential or proprietary products, prices, or consumer information to third parties
- Never use a competitor's confidential or proprietary information

## **Government Contract Compliance**

If the work you do for the Company supports a government-funded program, you must be aware of and comply with all regulatory requirements related to any contracts we might have with the government agency. The Compliance team will help you to understand where to look and how to interpret the rules.

## **False Claims Acts**

The federal False Claims Act imposes financial and/or criminal penalties on individuals or organizations when the federal government recovers money received through fraud. Many states have similar laws in place.

- Never provide false or misleading information to any government official/agency or attempt to persuade someone else to do so
- Never knowingly present, or cause to be presented, a false claim for payment or approval
- Never knowingly use or make a false record or statement to get a false or fraudulent claim paid
- Never conspire to commit any violation of the False Claims Act or similar state laws.

## **Conflicts of Interest**

A conflict of interest occurs when your personal interests or relationships could conflict with your ability to act in the best interest of the Company or could be perceived to influence the decisions you make on behalf of the Company.

- Review, understand, and agree to comply with the Company's Conflicts of Interest policy
- Avoid, to the extent possible, outside activities that may conflict with your Sidecar Health job duties
- Disclose potential conflicts of interest to the Compliance team upon identification and annually

A transaction or other conflict of interest, if promptly and fully disclosed and approved by the General Counsel, will not be deemed to violate this Code.

## **Gifts**

Employees must not give or receive gifts or paid expenses from current or prospective business partners, vendors, suppliers, or customers that could be perceived as an attempt to improperly influence business decisions. Employees must not give or receive gifts that are intended to influence a business decision, exceed a modest value, or not available to others. When in doubt, say no or contact the Compliance team.

## **Related Party Transactions**

A related party transaction is any contract or arrangement made between Company and another party who has a preexisting business relationship, family relationship, or other common interest with an employee of the Company, especially those employees with decision-making authority or in a position to influence business decision-making. You must disclose any related party transaction of which you become aware to the Compliance team.

## **Political Activities**

If you hold an elected or appointed position with a public body, you must disclose that information in accordance with the Company's Conflicts of Interest policy.

# *Protecting Company Assets & Information*

As a valued and trusted employee, you have access to Company assets and information. You are expected to use Company resources, including time, equipment, supplies, facilities, funds, information, and records with the utmost care and responsibility, and in compliance with your Proprietary Information and Inventions Agreement, this Code, and Company policies and procedures.

## **Company Funds**

When spending Company money, or personal money that will be reimbursed by the Company, you should always use your best judgment and make sure the Company receives appropriate value in return. Use of funds must be properly vetted and documented in accordance with Company policies and procedures. Employees will be held accountable for theft or misappropriation of funds.

## **Company Property**

Company property must only be used for legitimate business purposes. Excessive or inappropriate personal use of Company property is prohibited. You may not steal, sell, or destroy Company property. All Company property must be returned upon termination or request.

## **Proprietary and Confidential Information**

You must never disclose confidential or proprietary information internally or externally, either during your employment or after termination, unless there is a legitimate business need to do so. For the avoidance of doubt, you understand that pursuant to the federal Defend Trade Secrets Act of 2016, you shall not be held criminally or civilly liable under any federal or state trade secret law for the disclosure of a trade secret that (A) is made (i) in confidence to a federal, state, or local government official, either directly or indirectly, or to an attorney; and (ii) solely for the purpose of reporting or investigating a suspected violation of law; or (B) is made in a complaint or other document filed in a lawsuit or other proceeding, if such filing is made under seal.

You further understand that nothing contained in this Code limits your ability to (A) communicate with any federal, state, or local governmental agency or commission, including to provide documents or other information, without notice to the Company, or (B) share compensation information concerning yourself or others, except that this does not permit you to disclose compensation information concerning others that you obtain because your job responsibilities require or allow access to such information.

## **Cybersecurity and Physical Security**

Sidecar Health is committed to protecting the security, integrity, and availability of its systems, data, and physical assets. You are responsible for safeguarding Company information and systems by adhering to Company policies, including Sidecar Health's Information Security policies. For example, always use strong passwords, enable multi-factor authentication when available, secure physical workspaces, and report suspicious activity—such as phishing emails, unauthorized access attempts, or lost/stolen devices—immediately. Additionally, do not store or transmit Company data using unauthorized systems or devices. If you have questions, need support, or need to report an issue, contact IT Security or email Sidecar Health's Security & AI Officer using the communication channels outlined in the "Asking Questions and Communicating Violations" section of this Code.

## **Record Management**

- Handle all Company records in accordance with Company's Records Retention, Destruction, & Management policy
- Maintain the confidentiality and security of the Company's proprietary and sensitive information
- Complete all reports accurately. Reports may include expense reports, time sheets, purchase orders, and regulatory filings.
- Only use or access records as needed to perform your job duties
- Complete and maintain accurate and comprehensive records
- Never alter information provided by customers or vendors or accept information knowing it has been altered

## **Fraud, Waste and Abuse (FWA)**

FWA activity by an employee, member, provider, or other entity has the potential to impact the Company's finances and the products we offer. To defend against these activities, you must:

- Successfully complete FWA training upon hire and annually, and comply with the requirements outlined in the training
- Stay alert and do not ignore suspicious activity
- Immediately report any suspicious activity to management, the Chief People Officer, a member of the Compliance team, or the Compliance Hotline

## **Audits & Investigations**

If you are engaged directly to participate in an external audit or investigation related to the work you do for the Company, you must:

- Cooperate and respond timely to internal and external requests to support audits or investigations
- Notify your manager and the Legal team immediately if you receive an audit request, investigation, subpoena, or lawsuit related to the Company
- Be honest and diligent in the information you provide
- Inform the Legal team if you are contacted by law enforcement and cooperate with law enforcement
- Obtain review and consent from the Compliance team in advance of submitting any written response or supporting documentation for an external audit
- Never make false or misleading statements

## **Vendor Vetting & Oversight**

Employees are expected to hire and oversee delegated functions and entities in accordance with the Company's Vendor Vetting & Oversight policy to minimally ensure:

- Where available, Requests for Proposals/Quotes are obtained from multiple like vendors to ensure the Company selects a vendor with competitive value
- The vendor is able and willing to comply with expected performance standards and applicable laws/regulations

## ***External Communication***

### **News Media**

Designated spokespeople are the only employees authorized to speak on behalf of the Company. You should not speak to any news outlet regarding the Company's business at any time.

- If contacted by the media directly about the Company or Company business, refer them to the Chief Marketing Officer
- Always be courteous and professional

### **Social Media**

Only designated personnel are authorized to post on social media on behalf of the Company.

The Company does not seek to interfere with your personal use of social media. However, please remember that social networking sites are part of the public domain and employees are responsible for their own personal social networking efforts and assume responsibility for the views expressed. Of note, it is important to be respectful of others. Avoid using statements, photographs, video, or audio that could reasonably be viewed as malicious, obscene, threatening, or intimidating; that disparage customers, employees, or the Company; or that might constitute harassment, bullying, or invasion of privacy.

Employees must maintain the confidentiality of the Company's confidential or proprietary information and must not post such information on social media.

**Compliance with this Code is a condition of employment or continued employment with Sidecar Health. Attesting that you will follow this Code is part of this requirement and failure to do so within the required time could result in termination of employment.**

**Nothing in this Code constitutes a contract of employment with any individual or changes the at-will nature of your employment at Sidecar Health, where applicable.**