

Dear SunLink Associate,

At SunLink Health Systems, Inc., it is with pride and humility that our hospitals join together to share a common mission:

***To provide facilities, services, products and dedicated physicians and health professionals to deliver quality, efficient medical care to residents of rural communities.***

In order to further this mission, each of us must share an obligation to sustain the highest legal and ethical standards. These standards, many of which are embodied in SunLink's Core Values and Beliefs, must be the driving force behind our day-to-day behavior. The Core Values and Beliefs form the preamble to the corporate Code of Conduct (the "Code").

The Code, which follows, has been adopted as a measure to aid us in our daily interactions and activities with patients, customers, associates, physicians, vendors and others with whom we work. We ask that you please read the Code carefully. It is essential to our company's success that you understand and are fully dedicated to the program.

The Code's contents may seem like "common sense" to you. Your own personal code of ethics, responsive to the principles espoused by the Code, will be relied upon to maintain the company's standards. In most cases the Code will serve as support to our perception of how we should perform our duties.

In this intricate professional environment, circumstances may arise that are confusing in nature and, as a result, you may from time to time have questions about ethical or legal issues. This Code, while containing information to help you resolve those issues, may not always address your specific situation. If you are faced with a circumstance that you perceive is not consistent with the Code, we urge you to consult immediately with your supervisor, another management team member at your hospital, your facility Compliance Liaison or a Corporate Compliance Committee Member. You may also call the Compliance Hotline at (866) 244-5952. We allow absolutely no retribution for any inquiry or for reporting a good faith belief of a possible violation of the Code.

You and all other SunLink Service Providers play an essential role in our company's future. We urge you to unite with us in embracing our Core Values and Beliefs and upholding our Code of Conduct. We know that working together, in an atmosphere of honesty and integrity, we can accomplish our mission.

Sincerely,

Robert M. Thornton, Jr.  
*Chairman & Chief Executive Officer*

\_\_\_\_\_  
Mark J. Stockslager  
*Chief Financial Officer*

**SunLink Health Systems, Inc.**  
**Code of Conduct**  
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## **Code of Conduct**

### **PREAMBLE**

#### **Core Values and Beliefs**

- 1. We believe that clarity in understanding our mission, our goals and what we expect from each other is critical to our success.**
- 2. We respect and value every individual, and believe that the highest contributions are made by people who are treated with courtesy and kindness and given responsibility and freedom to act.**
- 3. We believe that there may be no compromise for complete honesty, integrity and ethical behavior in everything we do.**
- 4. We make commitments with care, and then live up to them. In all things, we do what we say we will do.**
- 5. Work is an important part of life; it should be fun.**
- 6. We are frugal. We guard and conserve the company's resources with the same vigilance that we guard and conserve our own personal resources.**
- 7. We insist on giving our best effort in everything we undertake. We see a huge difference between "good mistakes" (best effort, bad result) and "bad mistakes" (sloppiness or lack of effort).**
- 8. We are customer driven. The experience and expressed needs of our customers guide our definition of quality service.**
- 9. We feel a sense of urgency on matters related to our customers. We identify problems and we are always responsive.**
- 10. We are action oriented. We devote our energy to creating success by supporting the development of our people to their fullest potential.**
- 11. We work as a team to accomplish our goals, and communicate frequently with one another and with our customers.**
- 12. We encourage our customers, as well as everyone in the organization, to express opinions and offer suggestions for improvements.**

# **CODE OF CONDUCT FOR SUNLINK HEALTH SYSTEMS, INC.**

## **I. Purpose**

The Code of Conduct for SunLink Health Systems, Inc. (“SunLink”) contains Principles articulating the policy of the organization and Standards that are intended to provide additional guidance to persons functioning in managerial or administrative capacities. SunLink expects Board of Directors, officers, managers, Service Providers and agents, including independent contractors, (collectively, “Service Provider”) to abide by the Principles and Standards set forth herein and to conduct the business and affairs of SunLink in a manner consistent with the general statement of the principles set forth herein. The Principles and Standards set forth in this Code of Conduct shall be distributed to all employees during the hiring process, upon request by a Service Provider or when a material revision of the document occurs.. All Service Providers are responsible for ensuring that their behavior and activity is consistent with the Code of Conduct.

## **II. Violations of the Code of Conduct**

Failure to abide by this Code of Conduct and by the guidelines for behavior that the Code of Conduct represents will lead to disciplinary action. For alleged violations of the Code of Conduct, SunLink will weigh relevant facts and circumstances, including, but not limited to, the extent to which the behavior was contrary to the express language or general intent of the Code of Conduct, the egregiousness of the behavior, the Service Provider’s history with the organization, and other factors which SunLink deems relevant. Discipline for failure to abide by this Code of Conduct may, at SunLink’s discretion, range from oral correction to termination.

Nothing in this Code of Conduct is intended to or shall be construed as providing any additional employment rights to Service Providers. While SunLink will generally attempt to communicate changes concurrent with or prior to the implementation of such changes, SunLink reserves the right to modify, amend or alter the Code of Conduct without notice to any person or Service Provider.

## **III. Principles**

### **Principle 1 – Legal Compliance**

**SunLink will strive to ensure all activity by or on behalf of the organization complies with applicable laws.**

The following Standards are intended to provide guidance to Service Providers in their obligation to comply with applicable laws. These standards are neither exclusive nor complete. Service Providers are required to comply with all applicable laws, whether or not specifically addressed in these policies. If questions regarding the existence, interpretation or application, of any law arise, they should be directed to the SunLink Compliance Office.

### Standard 1.1 – Antitrust Laws

All Service Providers must comply with applicable antitrust and similar laws that regulate competition. Examples of conduct prohibited by the laws include (1) agreements to fix prices, bid rigging, market allocation, collusion (including price sharing) with competitors, (2) boycotts, certain exclusive dealing, and price discrimination agreements and (3) unfair trade practices including bribery, misappropriation of trade secrets, deception, intimidation and similar unfair practices. If the SunLink Compliance Office is unable to provide guidance directly, the Compliance Office will assist the leadership of SunLink in directing any antitrust issues to SunLink’s legal counsel for resolution.

Antitrust laws are vigorously enforced. Violations may result in severe penalties such as the forced sale of businesses and significant fines to an organization. There may also be sanctions against individual Service Providers, including substantial fines and prison sentences. Service Providers involved in dealings with competitors are expected to know that federal and state law may apply to their activities and consult with SunLink’s Compliance Office prior to negotiating, or entering into, any agreement with competitors.

### Standard 1.2 – Health Care Regulatory Laws

SunLink expects its Service Providers to refrain from conduct that may violate health care regulatory laws. These laws prohibit (1) the submission of false, fraudulent or misleading claims to any government entity or third party payor, including claims for services not rendered, claims for medically unnecessary services, claims which characterize the service differently than the service actually rendered, claims for medically unnecessary services, or claims which do not otherwise comply with applicable program or contractual requirements, (2) direct, indirect or disguised payments in exchange for the referral of patients, (3) referrals to entities under certain circumstances where there exists an ownership or contractual relationship with such entity and (4) making false representations to any person or entity to gain or retain participation in a program or to obtain payment for any service.

### Standard 1.3 – Third Party Payors

SunLink will take great care to assure all billings to and collections from government payors, commercial insurance payors, and patients are true and accurate and conform to all pertinent federal and state laws, rules and regulations and SunLink policies and procedures on billing and collection functions. SunLink prohibits any Service Provider from knowingly presenting or causing to be presented claims for payment or approval that are false, fictitious or fraudulent.

### Standard 1.4 – Environmental Laws

It is the policy of SunLink to manage and operate its business in the manner that respects our environment and conserves natural resources. Service Providers will strive to utilize resources appropriately and efficiently, to recycle where possible, and otherwise dispose of all waste in accordance with applicable laws and regulations and to work cooperatively with the appropriate authorities to remedy any environmental contamination for which SunLink may be responsible.

## Standard 1.5 – Employment Laws

SunLink believes the fair and equitable treatment of Service Providers, patients and other persons is critical to fulfilling its vision and goals. It is a policy of SunLink to treat patients without regard to the race, color, religion, sex, ethnic origin, age, disability or any other classification prohibited by law. It is a policy of SunLink to recruit, hire, promote, assign, transfer, layoff, recall and terminate Service Providers based on their own ability, achievement, experience and conduct without regard to race, color, religion, sex, ethnic origin, age, disability or any other classification prohibited by law. No form of harassment or discrimination against anyone based on race, color, religion, sex, ethnic origin, age, disability or any other classification prohibited by law will be tolerated. Each allegation of harassment or discrimination will be promptly investigated in accordance with human resource policies.

SunLink maintains a drug free workplace and will not tolerate on its premises the manufacture, dispensing, possession, distribution, use or consumption by Service Providers of illicit drugs or alcohol while on duty. SunLink may allow the consumption of alcoholic beverages on SunLink premises in connection with celebrations or meals either (i) approved by the facility's CEO in connection with events held in health care facilities or (ii) approved by an Executive Vice-President or Senior Vice-President of the Company in connection with events held in non-health care facilities. In order to ensure the safety of all SunLink Service Providers and patients, SunLink has implemented a drug testing policy for applicants and current employees and requires reporting by any Service Provider who has been directed by a physician to take a prescription drug that may adversely affect or impair performance on the job to his immediate supervisor, along with acceptable medical documentation.

## Principle 2 – Business Ethics

**In furtherance of SunLink's commitment to the highest standards of business ethics and integrity, Service Providers will accurately and honestly represent SunLink and will not engage in any activity or scheme intended to defraud anyone of money, property or services.**

The Standards set forth below are designed to provide guidance to ensure that SunLink's business activities reflect the highest standards of business ethics and integrity. SunLink Service Provider conduct not specifically addressed by these standards must nevertheless be consistent with this principle.

### Standard 2.1 – Honest Communication

SunLink requires candor and honesty from individuals at all times in the spirit of care and sensitivity to others, including in the performance of their responsibilities and in communication with our attorneys and auditors. No Service Provider shall make false or misleading statements to any patient, person or entity doing business with SunLink about other patients, Service Providers, persons or entities doing business or competing with SunLink, or about the products or services of SunLink or its competitors.

Service Providers shall maintain accurate and complete organizational and patient care records. No Service Provider shall rationalize or even consider misrepresenting facts or falsifying records. Falsifying records is illegal and will not be tolerated, resulting in immediate disciplinary action.

#### Standard 2.2 – Misappropriation of Proprietary Information

Service Providers shall not misappropriate confidential or proprietary information belonging to another person or entity nor utilize any publication, document, computer program, information or product in violation of a third party's interest in such product. All Service Providers are responsible to ensure that they do not copy for their own use documents or computer programs in violation of applicable copyright laws or licensing agreements. Service Providers shall not utilize confidential business information obtained from competitors, including customer lists, price lists, contracts or other information in violation of a valid covenant not to compete, prior employment agreements or in any other manner likely to provide an unfair competitive advantage to SunLink.

#### Standard 2.3 – Patient Care and Rights

Service Providers will practice in a manner that is in the best interest of the patient and does not endanger the health, safety or welfare of the patient. Each Service Provider is expected to conduct him or herself in a manner consistent with decency and respect for patients and clients and in conjunction with applicable state and federal laws, rules and regulations.

### **Principle 3 – Confidentiality**

**Service Providers shall strive to maintain the confidentiality of patient and other confidential information in accordance with applicable legal and ethical standards.**

SunLink and its Service Providers are in possession of and have access to a broad variety of confidential, sensitive and proprietary information, the inappropriate release of which could be injurious to individuals, SunLink's business partners, individual Service Providers and SunLink itself. Every Service Provider has an obligation to actively protect and safeguard confidential, sensitive and proprietary information in a manner designed to prevent the unauthorized disclosure of such information.

#### Standard 3.1 – Patient Information

All Service Providers have an obligation to conduct themselves in accordance with the principle of maintaining the confidentiality of patient information in accordance with all applicable laws and regulations. Service Providers shall refrain from revealing any personal or confidential information concerning patients unless supported by legitimate business or patient care purposes. If questions arise regarding an obligation to maintain the confidentiality of information or the appropriateness of releasing information, Service Providers should seek guidance from SunLink's Compliance Office.

### Standard 3.2 – Proprietary and Insider Information

Information, ideas and intellectual property assets of SunLink are important to organizational success. Information pertaining to SunLink’s competitive position or business strategies, payment and reimbursement information and information relating to negotiations with Service Providers or third parties should be protected and should only be shared with Service Providers having a need to know such information in order to perform their job responsibilities. Service Providers should exercise care to ensure that intellectual property rights, including patents, trademarks, copyrights and licenses are carefully maintained and managed to preserve and protect their value.

If a director, officer or any Service Provider is in possession of, has access to, or will have difficulty explaining why he or she was in possession of material non-public information relating to the Company, it is SunLink’s policy that neither that person, that person’s immediate family members nor others living in the same household with that person may buy or sell securities of the Company or engage in any other action to take advantage of, or pass on to others, that information. This policy also applies to information relating to any other company, including our customers or suppliers, obtained in the course of employment. Transactions that may seem necessary or justifiable for independent reasons (such as the need to raise money for any emergency expenditure) are no exception. Even the appearance of an improper transaction should be avoided. If you have any questions you should advise your supervisor, who may seek the advice of the Company’s legal counsel, before incurring any obligations in specific transactions.

### Standard 3.3 – Personal Actions/Decisions

Salary, benefit and other personal information relating to Service Providers shall be treated as confidential. Personnel files, payroll information, disciplinary matters and similar information shall be maintained in a manner designed to protect confidentiality in accordance with applicable laws. Service Providers will exercise due care to prevent the release or sharing of information beyond those persons who may need such information to fulfill their job function.

### **Principle 4 – Conflicts of Interest**

**Directors, officers and Service Providers in management positions (“Covered Persons”) owe a duty of undivided and unqualified loyalty to the organization. Covered Persons may not use their positions to profit personally or to assist others in profiting in any way at the expense of the organization.**

All Covered Persons are expected to regulate their activities so as to avoid actual impropriety and/or the appearance of impropriety that might arise from the influence of those activities on business decisions of SunLink, or from disclosure or private use of business affairs or plans of SunLink.

#### Standard 4.1 – Outside Financial Interests

While not all-inclusive, the following will serve as a guide to the types of activities by a Covered Person, or household member of such person, which might cause conflicts of interest:

- a. Ownership in or employment by any outside concern that does business with SunLink. This does not apply to stock or other investments held in a publicly held corporation; provided, however, the value of the stock or other investments does not exceed five percent (5%) of the corporation's stock. Following a review of the relevant facts, SunLink may permit ownership interests that exceed these amounts if management concludes such ownership interests will not adversely impact SunLink's business interest or the judgment of Covered Persons.
- b. Conducting business, not on behalf of SunLink, with any SunLink vendor (vendors may be referred to herein individually as the "Vendor" and collectively as the "Vendors"), supplier, contractor, agency or any of their officers or Service Providers.
- c. Representation of SunLink by any Covered Person in any transaction in which he or she, or a household member, has substantial personal interest.
- d. Disclosure or use of confidential, special or inside information of or about SunLink, particularly for personal profit or advantage of the Covered Person or a household member.
- e. Competition with SunLink by a Covered Person, directly or indirectly, in the purchase, sale or ownership of property, property rights or interests or business investment opportunities.

#### Standard 4.2 – Services for Competitors/Vendors

No Covered Person shall perform work or render services for any competitor of SunLink or for any organization with which SunLink does business or which seeks to do business with SunLink, outside the normal course of his/her employment with SunLink, without the approval of SunLink's Chief Executive Officer. No Service Provider shall be a director, officer or consultant of such an organization, nor permit his/her name to be used in any fashion that would tend to indicate a business connection with such an organization without the prior written approval of SunLink's Chief Executive Officer.

#### Standard 4.3 – Participation on Board of Directors/Trustees

- a. A Covered Person must obtain approval from SunLink’s Chief Executive Officer prior to serving as a member of the Board of Directors/Trustees of any organization whose interest may conflict with those of SunLink.
- b. A Covered Person who is asked, or seeks to serve on the Board of Directors/Trustees of any organization whose interest would not impact SunLink (for example, civic, charitable, fraternal and so forth) will not be required to obtain such approval.
- c. A Covered Person must disclose annually all Board of Directors/Trustees activities in the Conflict of Interest Disclosure Statement attached to this Code of Conduct.
- d. SunLink retains the right to prohibit membership on any Board of Directors/Trustees where such membership might conflict with the best interest of SunLink.
- e. Questions regarding whether or not Board participation might present a conflict of interest should be discussed with SunLink’s Compliance Office.

#### Standard 4.4 – Honoraria

The acceptance of faculty and speaker positions at educational programs and functions, and the treatment of any honoraria received in connection therewith, shall comply with the policies of SunLink currently in effect or as such policies may change from time to time.

#### **Principle 5 – Business Relationships**

**Business transactions with vendors, hospitals, physicians, pharmaceutical companies, contractors, payors, governmental entities and other third parties shall be transacted free from offers or solicitation of gifts and favors or other improper inducements in exchange for influence or assistance in a transaction.**

The Standards set forth below are intended to guide Service Providers in determining the appropriateness of the listed activities or behaviors within the context of SunLink business relationships, including relationships with vendors, hospitals, physicians, pharmaceutical companies, providers, contractors, third party payors, and governmental entities. It is the intent of SunLink that this policy be construed broadly to avoid even the appearance of improper activity. If there is any doubt or concern about whether specific conduct or activities are ethical or otherwise appropriate, you should contact SunLink’s Compliance Office.

## Standard 5.1 – Gifts and Gratuities

It is SunLink’s desire to at all times preserve and protect its reputation and to avoid the appearance of impropriety.

a. Gifts from Patients. Service Providers are prohibited from soliciting tips, personal gratuities or gifts from patients and from accepting monetary tips or gratuities. Service Providers may accept non-monetary gifts of a nominal value from patients. If a patient or other individual wishes to present a monetary gift, he/she should be referred to the Hospital -Compliance Officer.

b. Gifts Influencing Decision-Making. Service Providers shall not accept gifts, favors, services, entertainment or other things of value to the extent that decision-making or actions affecting SunLink might be influenced. The analysis should be based on the view of a disinterested third party and whether such third party would believe the thing of value would induce the referral of business. Similarly, the offer or giving of money, services or other things of value with the expectation of influencing the judgment or decision-making process of any purchaser, supplier, customer, government official or other person by SunLink is absolutely prohibited. Any such conduct must be reported immediately to SunLink’s Compliance Office.

c. Gifts from Existing Vendors. Service Providers may retain gifts from Vendors that have a nominal value (SunLink has made no attempt to define “nominal” as a specific dollar value. Rather, SunLink expects its Service Providers to exercise good judgment and discretion in accepting gifts). If a Service Provider has any concern whether a gift should be accepted, the Service Provider should consult with SunLink’s Compliance Office. Service Providers shall not accept excessive gifts, meals, expensive entertainment or other offers of goods or services that have more than a nominal value, nor may they solicit gifts from Vendors, suppliers, contractors or other persons.

d. Gifts to Vendors. Service Providers may provide gifts, entertainment and meals of nominal value to SunLink customers, current and prospective business partners and other persons when such activities have a legitimate business purpose and are reasonable and consistent with all applicable laws.

e. Vendor Sponsored Entertainment. At a Vendor’s invitation, an individual may accept meals or refreshment at the Vendor’s expense. Occasional attendance at a local theater or sporting event, or similar entertainment of modest value at Vendor expense may also be accepted. Overnight entertainment, all-expense-paid vacations, and frequent entertainment at vendor expense may not be accepted. Furthermore, in most circumstances, a regular business representative of the Vendor should attend with the Service Provider.

f. Sponsoring Vendor Entertainment. SunLink Service Providers may sponsor entertainment for vendors upon prior approval from the Chief Executive Officer of SunLink.

### Standard 5.2 – Workshops, Seminars, and Training Sessions

Attendance at local, Vendor-sponsored workshops, seminars and training sessions is permitted. Attendance, at Vendor expense, at out-of-town seminars, workshops and training sessions is not permitted without the prior approval of SunLink’s Chief Executive Officer.

### Standard 5.3 – Contracting

Service Providers may not utilize “insider” information for any business activity conducted by or on behalf of SunLink. All business relations with contractors must be conducted at arms’ length both in fact and in appearance, and in compliance with SunLink policies and procedures. Service Providers must disclose personal relationships and business activities with contractor personnel that may be construed by an impartial observer as influencing the Service Provider’s performance or duties.

### Standard 5.4 – Business Inducements

Service Providers shall not seek to gain any advantage through the improper use of payments, business courtesies, or other inducements. Offering, giving, soliciting or receiving any form of bribe or other improper payment is prohibited.

Service Providers have a responsibility to obtain clarification from SunLink’s Compliance Office on questionable issues that may arise and to comply, where applicable, with SunLink’s conflict of interest policies.

### Standard 5.5 – Contracting with Ineligible Companies or Persons

SunLink prohibits execution of contracts with companies or individuals that have been recently convicted of a criminal offense related to health care or that are listed by a federal agency as debarred, excluded, or otherwise ineligible for participation in federal health care programs.

## **Principle 6 – Protection of Assets**

**All Service Providers will strive to preserve and protect SunLink assets by making prudent and effective use of SunLink resources and properly and accurately reporting its financial condition.**

The Standards set forth below are intended to guide key Service Providers by articulating SunLink’s expectations as they relate to activities or behaviors that may impact SunLink’s financial health.

### Standard 6.1 – Internal Controls

SunLink has established control standards and procedures to ensure that assets are protected and properly used and that financial records and reports are accurate and reliable. All Service Providers share the responsibility for maintaining and complying with required internal controls.

#### Standard 6.2 – Financial Reporting

All financial reports, accounting records, research reports, expense accounts, timesheets and other documents must accurately and clearly represent the relevant facts or the true nature of a transaction. Improper or fraudulent accounting, documentation or financial reporting is contrary to the policy of SunLink and may be in violation of applicable laws.

#### Standard 6.3 – Travel and Entertainment

Travel and entertainment expenses should be consistent with each Service Provider's job responsibility and SunLink's need and resources. It is SunLink's policy that a Service Provider should neither suffer a financial loss nor obtain a financial gain because of business travel and entertainment. Service Providers are expected to exercise reasonable judgment in the use of SunLink's assets and to spend SunLink's assets as carefully as they would their own. Service Providers must also comply with SunLink policies relating to travel and entertainment expense.

#### Standard 6.4 – Personal Use of Corporate Assets

All Service Providers are expected to refrain from converting assets of SunLink to personal use. All property and business of the company shall be conducted in the manner designed to further SunLink's interest rather than the personal interest of a Service Provider. Service Providers are prohibited from the unauthorized use or taking of any equipment, supplies, materials or services. Prior to engaging in any activity on company time that will result in remuneration to an Service Provider or the use of equipment, supplies, materials or services for personal or non-work related purposes, an Service Provider shall obtain the approval of SunLink's President.

**NOTE: HOTLINE # 1-866-244-5952** (This is a **TOLL FREE** number.)

**SUNLINK HEALTH SYSTEMS, INC.**  
**COMPLIANCE PROGRAM**  
**REPORTING INSTRUCTIONS**

The Boards of Directors of SunLink Health Systems, Inc. and its subsidiaries want you to report any violation of the Code of Conduct. Reading these Reporting Instructions does not eliminate the need to read the full Code of Conduct.

If you are comfortable reporting a matter to your supervisor or Hospital CEO, please feel free to do so. They should be familiar with the terms of the Code of Conduct and Compliance Plan and will know the process to follow. If you are not comfortable reporting a violation or prohibited conduct to someone locally, these instructions should assist you in directing your information to the proper individual.

If you wish to report anything by telephone, call the SunLink **TOLL FREE HOTLINE NUMBER 1-866-244-5952** where you may leave a recorded message. If you would prefer discussing the matter with a member of the Corporate Compliance Committee, please call (770) 933-7048, or 770-933-7006 or 770-933-7063. If you have a matter that you would like to discuss with a member of the Committee but you do not have the opportunity to call during work, you should call the HOTLINE. If you wish to report anything by mail, send it marked "CONFIDENTIAL" to SunLink Health Systems, Inc., Corporate Compliance Department, 900 Circle 75 Parkway, Suite 1120, Atlanta, GA 30339.

SunLink does not permit (and the law does not allow) any retaliation for good faith reporting of violations or prohibited conduct. Executive and supervisory personnel contacted in the course of investigation of any reported matter will be bound by this prohibition, and will be obligated to maintain confidentiality as to the reported matter, except as necessary to carry out such investigation. If the reporting party specifically requests confidentiality of his or her identity as the reporting party, SunLink will attempt to keep his or her identity confidential, unless the individual's identity is unavoidably necessary to the investigation of the matter reported or is legally required to be reported to governmental authorities which become involved. **Note: anonymous complaints, especially complaints regarding harassment, are very difficult to verify and, lacking more, may prevent an effective investigation.**

The following is a list of the most common areas where reportable events occur. However, **SunLink desires that you report any violation or prohibited conduct regardless of the subject area.** No one is expected to be an expert in these areas so reporting events or items, even if you aren't sure or only think they might be violations, is acceptable and encouraged. For an explanation of any of the areas listed, please consult the Code of Conduct documents or call a member of the Compliance Committee.

**Financial Reporting and Other Business Records.** This would include: failure to follow generally accepted accounting principles (GAAP), inappropriate expense or income accounts, inaccurate reports to governmental entities, and falsifying, back-dating, intentionally destroying or tampering with records (including medical records).

**Improper Payments: Bribes and Kickbacks.** Includes gifts or an offer of a gift to or from a person or entity that controls or influences referrals to our business, vendors or government representatives. Also, payments not made pursuant to a written contract (lacking adequate back-up documentation) are improper.

**Health Care Fraud and Abuse.** Violations include upcoding, failing to comply with government billing requirements or failing to follow consent orders (lab unbundling, 72-hour window settlements Home Health underutilization). Any payments for referrals, to induce referrals, or to induce the purchase, lease or ordering of items reimbursed under any government program is prohibited.

**Conflicts of Interest.** A Service Provider violates this standard if he/she acts for personal gain or in a manner adverse to the Company (the hospital or SunLink). Providing a competitor with confidential or proprietary information is improper. Also, it is improper to own an interest in a hospital vendor, borrow money from a vendor or accept gifts of more than nominal value from a vendor, unless disclosed to and approved by the Compliance Committee.

**Antitrust.** It is improper for persons having input to salary and wage decisions or pricing policies to discuss pay, shift differentials, purchase costs or any other benefit of employment with a competitor. It is inappropriate to discuss splitting the market for services either geographically or by service offered (e.g. one facility eliminates OB services if a competitor ceases orthopedic services).

**Insider Trading/Confidentiality.** It is inappropriate to utilize insider information (material information not known to the general public) for personal gain or to share insider information with any individuals.

**Health, Safety and Environmental Requirements.** Report any failure to comply with governmental health, safety and environmental rules. Examples would include violations of OSHA, Clean Water Act and Fair Labor Standards Act.

**Employment.** SunLink desires that all Service Providers have a drug-free, alcohol-free workplace. It is a violation for any Service Provider to be at work under the influence of drugs or alcohol. Physical, sexual or other types of harassment will not be tolerated in the workplace. These items should be reported immediately.

**Conflict of Interest Disclosure Statement**  
(To be distributed and completed annually.)

I, \_\_\_\_\_, disclose to the Board of Directors of SunLink Health Systems, Inc. that I serve either as an officer or as a member of the Board of Trustees/Board of Directors of the following entities and receive as remuneration for my services the amounts set forth below:

<u>Entity</u>	<u>Title</u>	<u>Compensation</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

I further disclose that I (or any entity in which I have a financial interest) hold a direct or indirect ownership interest in assets or stock of the following health care provider, managed care provider or network or the following entities which sell products or services to SunLink:

<u>Entity</u>	<u>Total Percentage of Ownership Held</u>
_____	_____
_____	_____
_____	_____

I further disclose to the best of my knowledge that my spouse, child, sibling or I (or any entities in which my spouse, child, sibling or I own(s) a financial interest) hold(s) a material ownership interest in assets or stock of the following health care provider, managed care provider or network, or the following entities which sell products or services to SunLink:

<u>Entity</u>	<u>Total Percentage of Ownership Held</u>
_____	_____
_____	_____
_____	_____

I further disclose to the best of my knowledge that my spouse, child, sibling or I (or any entities in which my spouse, child, sibling or I own(s) a financial interest) have the following contracts with SunLink:

<u>Entity</u>	<u>Nature of Contract</u>
_____	_____
_____	_____
_____	_____

\_\_\_\_\_  
Print Name

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Date of Disclosure Statement

**CERTIFICATION OF COMPLIANCE  
WITH  
SUNLINK CORPORATE  
CODE OF CONDUCT  
REQUIREMENTS**

I certify that I have received and read a copy of the SunLink Health Systems, Inc. Corporate Code of Conduct and Reporting Instructions. I hereby certify my intention to act in complete compliance with the SunLink Corporate Code of Conduct and, where necessary, seek advice from the SunLink Compliance Committee concerning the appropriate activities that I may need to undertake in order to comply with such policy.

Date: \_\_\_\_\_

Name: \_\_\_\_\_

Print Name: \_\_\_\_\_

Title or Capacity (Manager/Service Provider)

Facility: \_\_\_\_\_

**ATTESTATION OF TRAINING**

I, \_\_\_\_\_, am an \_\_\_\_\_ at SunLink Health Systems, Inc. (“SunLink”). My signature below acknowledges that I have been provided a copy of the SunLink Code of Conduct, and other job-specific policies and procedures and attended the following training programs:

<u>Program Taken</u>	<u>Date</u>
General Training and Education	_____
Department-Specific Training and Education	_____

I hereby certify that I have received, read and understood the information contained in SunLink’s Code of Conduct, and job-specific policies and procedures. I agree to abide by the information contained within it, and I am aware that if I do not, I may be subject to disciplinary action.

\_\_\_\_\_  
Name

\_\_\_\_\_  
Date of Certification

**SUPPLEMENTAL TRAINING RECEIVED**

<u>Program Taken</u>	<u>Date</u>	<u>Initials</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

**CONTRACTOR ACKNOWLEDGEMENT FORM**

The undersigned duly authorized representative of \_\_\_\_\_  
\_\_\_\_\_ (“Contractor”) hereby acknowledges that:

- 1. Contractor is in receipt of Code of Conduct for SunLink Health Systems, Inc. (“SunLink”).
- 2. Contractor’s Service Providers who are responsible for SunLink’s account will review such Code of Conduct.
- 3. Contractor and its Service Providers shall comply with the applicable provisions of the Code of Conduct.
- 4. Contractor and its Service Providers shall cooperate fully with the Compliance Office to the fullest extent during all auditing, monitoring, and investigation activities related to SunLink’s transaction of business with Contractor.

**VENDOR:**

\_\_\_\_\_  
By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Its: \_\_\_\_\_