



UnitedHealth Group®

# Code of Conduct:

Our Principles of Ethics & Integrity

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# UnitedHealth Group *and* Integrity

Our shared values — integrity, compassion, relationships, innovation and performance — summarize what UnitedHealth Group and its subsidiaries (“UnitedHealth Group” or “the Company”) hold highest as a company and describe the behaviors each of us must work toward every day. Integrity purposefully leads the list. It is fundamental to each of the four other values and to everything we do at UnitedHealth Group.

The UnitedHealth Group Code of Conduct: Our Principles of Ethics & Integrity (“The Code”, “Code of Conduct”, “Principles of Ethics & Integrity”) provides guidelines for helping each of us sustain the highest possible standards of ethical behavior in our work every day.

The way in which we accomplish our mission of helping people live healthier lives is as important as meeting the goal itself. We will only meet our mission without ever compromising our integrity.



# Honor Commitments. Never Compromise Ethics.

## **We Believe**

We must be an enterprise that represents the highest level of personal and institutional integrity. With integrity, people and institutions will want to work with us, and our core purpose will not be compromised.

## **We Value Integrity**

We will honor commitments. We will never compromise ethics. We will be known for living to the highest forms and standards of ethical behavior. We will make honest commitments and consistently honor those commitments.

## **We Behave**

We will speak the truth. We will deliver on our promises. We will have the courage to acknowledge mistakes and do whatever is needed to address them.

## CODE OF CONDUCT

Dear Colleagues

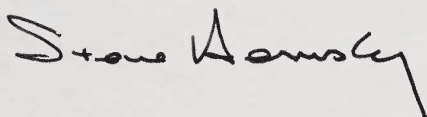
As health care worldwide continues to evolve, UnitedHealth Group is helping to make the health care system work better for everyone. Our mission is to help people live healthier lives, and every day we have a growing and deeper involvement in people's health and health care. That relationship, in such a socially and personally sensitive part of their lives, must be built on trust — trust that we will strive to do what is best for them, that we will keep our promises and that we are committed to integrity in everything we do. This is a commitment that the Board of Directors, your senior leadership team and everyone throughout the enterprise have embraced.

Our investors and customers, individual consumers, physicians, nurses and other care providers, employers, government sponsors, regulators and all the other constituents of the health care community we touch depend on us to maintain high standards of ethical conduct, information security and confidentiality. And if there should be a problem, they want to know that we — all of us — have the courage to acknowledge our mistakes and do what needs to be done to address them.

The principles of integrity and ethical behavior you find in this Code of Conduct comprise a basic outline of the behaviors expected of each of us as employees of UnitedHealth Group. These principles will help to ensure that we always strive to do the right thing in our day-to-day business activities and long-term decision-making.

Serving 75 million people in an area so vitally human as their health, we have a huge responsibility as an institution and as individuals to always act with integrity and to conduct our business with respect and compassion. I look forward to working with you to further UnitedHealth Group's reputation as a trusted business partner and health care resource for all the people we serve.

Sincerely,

A handwritten signature in black ink, appearing to read "Steve Hensley". The signature is fluid and cursive, with a long, sweeping underline that extends to the right.



# About <sup>the</sup> Code of Conduct

## Our Principles of Ethics & Integrity

Every UnitedHealth Group employee, director and contractor must ensure that we act with integrity in everything we do. Acting with integrity begins with understanding and abiding by the laws, regulations, Company policies and contractual obligations that apply to our roles and activities. The UnitedHealth Group Board of Directors has adopted this Code of Conduct, which applies to all employees, directors and contractors, to provide guidelines for our decisions and behavior. This Code represents a core element of the Company's compliance program. Each section includes tools to help you understand your responsibilities and find answers to questions: an explanation of each subject addressed by the Code, key considerations, hypothetical challenges, resources and links to applicable policies. Policies at the enterprise, segment, business segment and department levels provide more specific direction.

**Complying with the Code of Conduct** Since the Code cannot address every situation you might encounter, UnitedHealth Group relies on your good judgment and values to uphold the spirit and intent of the Code. If you are ever unsure about what to do in a particular situation, ask questions. We have many resources available to help you.

You must comply with this Code and all policies that apply to you. Managers have an additional responsibility to understand this Code and policies that apply to your business units so that you may serve as a resource for employees. If you are uncertain as to how this Code or any policies apply, or if you have questions, contact the Ethics Office, your business segment's Legal Representative or Compliance Officer.

**Reporting Misconduct** If you encounter what you believe to be a potential Code or policy violation, speak up. Speaking up is not only the right thing to do, it's required by Company policy. UnitedHealth Group provides many ways to report concerns, including the Compliance & Ethics HelpCenter. You always have the option of reporting anonymously, and, regardless of how you report, you are protected from retaliation whenever you speak up in good faith. All reports will be reviewed and, if necessary, investigated.

Reporting potential Code or policy violations helps the Company address issues quickly and thoroughly. You also help us identify opportunities to provide guidance on how the Code and policies apply in specific situations. In all, you help us to help you live the Company's values and fulfill its mission.

## Violations of the Code of Conduct and Policies

Violating this Code, Company policies, laws and regulations and/or contractual obligations not only have potential legal and regulatory consequences, but also compromise UnitedHealth Group's reputation. Unethical or illegal acts can never be justified. No employee, regardless of his or her position, is ever authorized to commit, or direct another employee to commit, an unethical or illegal act. In addition, employees cannot use any third party to act in any way that is prohibited by law, this Code, any Company policy or any contractual obligation.

All violations of this Code of Conduct, Company policies, contractual obligations, or laws will be taken seriously and may result in discipline, up to and including termination and possible legal action.

## Waiver and Changes to the Code

Circumstances may arise where you believe that a waiver of the Code requirements is merited. Requests for waiver of the Code are rarely, if ever, granted. However, you may seek formal waiver of a specific requirement or obligation of this Code in writing from the Chief Compliance and Ethics Officer. Any request for waiver of the requirements and obligations described in this Code must be submitted in writing to UnitedHealth Group's Chief Compliance and Ethics Officer. Most waiver requests will be determined by the Chief Compliance and Ethics Officer, while those submitted by certain officers will be forwarded to the Audit Committee of the UnitedHealth Group Board of Directors for review and approval. Any waiver requested by the Chief Executive Officer, Chief Financial Officer, Chief Accounting Officer, Controller or persons performing similar functions (collectively known as the "Senior Financial Officers"), or any other executive officer or director that is granted by the Audit Committee will be publicly disclosed on UnitedHealth Group's website, to the extent required by federal securities rules and the New York Stock Exchange. No action prohibited by this Code should be taken without a waiver from either the Chief Compliance and Ethics Officer or the Audit Committee.

UnitedHealth Group's Chief Compliance and Ethics Officer may make nonmaterial changes to this Code of Conduct, including updates to the resources, policies and questions and answers provided. All material changes must be approved by the Audit Committee of the Board of Directors.

## Who to Contact with Questions or Concerns



### Ask Yourself

When faced with a potential ethical issue, it may help to ask these questions:

- Am I certain my actions are legal?
- Am I being fair and honest?
- How will my actions appear with the benefit of hindsight?
- How will the situation be described in a newspaper headline?
- Will I sleep soundly tonight?
- What would I counsel a colleague to do?

### Your Manager

Often your first contact for workplace issues.

### HRdirect

(800) 561-0861

Your contact for compensation and employment and employee-benefit concerns, or policy guidance and interpretation.

### Ethics and Compliance

#### Compliance & Ethics HelpCenter

Available 24 hours a day, 7 days a week by phone at (800) 455-4521 or online via the intranet (Frontier>Compliance & Ethics/HelpCenter under Important Links)

Your contact for questions about or advice on interpreting and reporting violations of:

- The Code of Conduct
- Company policies
- Privacy and Compliance rules
- Violations of law

#### Ethics Office

(952) 936-7463

E-mail: Ethics-Integrity\_Office@uhc.com

Your contact for issues regarding the Code of Conduct, policies, training and other ethics-related matters.

#### Government Relations Compliance Group

E-mail: GovCompliance@uhc.com

Your contact for advice on legal and compliance issues associated with interactions with government officials, contacts with government entities, and political activity

### Risk Management

(952) 936-1152

Your contact to report unsafe conditions, workplace hazards and potential claims against insurance policies.

### Corporate Security

(952) 936-1310


Your contact to report concerns regarding workplace security.

### Employee Assistance Program (EAP)

(888) 842-4224

Your contact for help with health, family, substance abuse, and other personal issues.

### Your Segment/Business Legal Representative or Compliance Officer

A woman with dark hair, wearing a black blazer and a gold earring, is looking down and writing on a document with a blue pen. The background is a soft, out-of-focus blue. A semi-transparent blue horizontal band is positioned across the middle of the image, containing the text 'CODE OF CONDUCT' and 'Integrity'.

CODE OF CONDUCT

# Integrity

At UnitedHealth Group, we hold ourselves to high standards of personal and institutional integrity in our interactions with customers, members, employees, partners, and other stakeholders, including governments and the public. We recognize that appearances matter when it comes to integrity.



# honor commitments

## Our Commitments

Each of us commits to:

- Review, understand and comply with UnitedHealth Group's policies and standards of conduct that are applicable to our position;
- Avoid making decisions in our UnitedHealth Group roles that involve our separate personal or financial interests;
- Avoid engaging in behavior that may inappropriately influence the conduct of business, including giving or accepting gifts or benefits.

## Integrity of Books and Records

UnitedHealth Group is committed to the integrity of its records, books and financial reporting. Employees are responsible for ensuring that all books, records and accounting are accurate and complete and properly reflect the actual transaction or event recorded. U.S. securities laws impose specific obligations on each director or employee involved in the Company's financial disclosure process, including the Senior Financial Officers. The Senior Financial Officers and individuals who assist them in the disclosure processes must be familiar with and comply with all controls and procedures that ensure that public reports and documents filed with the Securities and Exchange Commission meet the Company's obligations under federal securities laws and rules.

## Act with Integrity

- **Recognize and address conflicts of interest.**

Conflicts can occur when your personal, financial, social or political interests or activities, or investments (or those of your immediate family) could affect or *appear* to affect your decision-making on behalf of UnitedHealth Group or where your objectivity could be questioned because of these interests or activities. Conflicts can also occur between the Company's businesses, where one business unit could effectively exclude another business unit from conducting business with the government.

- **Follow UnitedHealth Group's policies on gifts and entertainment involving a business partner or vendor, including government officials and pharma manufacturers.**

Giving or receiving gifts or entertainment ("business courtesies"), such as tickets to a sporting event, a meal, or an invitation to a conference, may be inappropriate, and in some cases illegal. International business practices may be subject to additional or different standards and rules. Where required or uncertain, seek approval from your manager and the Ethics Office before giving or receiving gifts or entertainment.

- **Do not buy or sell any stock based on material, non-public information you have received.**

You must never use or disclose to others material non-public information about UnitedHealth Group or another company as the basis for buying or selling stock.

- **Do not use Company property, information or your position for personal gain, or to compete with UnitedHealth Group.**

Each of us has a duty to advance the Company's interests when an opportunity is presented. You may not use Company property, information or your position with the Company to take corporate opportunities, unless first presented to and rejected by the Company, or for personal gain, and you may not compete with the Company.

- **Each director or employee involved in UnitedHealth Group's disclosure process is responsible for the accuracy and completeness of facts regarding the company.**

This includes representations to the Company's independent auditors, governmental regulators and self-regulatory organizations. Directors and employees must review and critically analyze proposed disclosures or, where appropriate, delegate this task to others.

## Integrity Challenges

- Q. I ran into an old friend at our high school reunion and learned that she now works for a physician group that is part of our network. The following week, the friend left me a message asking to discuss a number of claims they had filed that were rejected and are pending appeal. May I respond to her call?**
- A. Disclose the contact and your prior relationship to your manager before responding to the call. The Company may direct you to stay out of any business decision involving your friend's employer. Your manager will decide whether it's appropriate for you to respond at all.
- Q. A few members of my department and I received invitations from one of our regular office supply vendors to attend a professional football game. Can we accept the tickets?**
- A. You and your colleagues may accept the tickets only if your manager approves the gift after considering whether the cost of the ticket is excessive, if there is a legitimate business purpose for the event, and if the gifts will not influence or appear to influence your business judgment. You may contact the Ethics Office for additional guidance.
- Q. I received an invitation from a pharmaceutical company to attend a two-day conference at an Arizona resort. The subject of the conference is relevant to my job responsibilities, and the invitation includes travel, lodging, admission to the conference, and a round of golf. May I accept?**
- A. The special rules that apply to our interactions with pharmaceutical companies generally state that you may not accept travel, lodging, or entertainment from a pharmaceutical company, even in connection with a relevant conference or educational event. However, you may be allowed to accept free admission to the conference only in limited circumstances (for example, if you are a speaker at the event and all speakers receive free admission).
- Q. I have been invited to serve on the board of a non-profit organization that provides health care policy recommendations that are frequently referenced by insurance regulators and the state legislature. May I accept?**
- A. Because the organization may make recommendations that could impact UnitedHealth Group's business, there is a potential conflict of interest. Contact your manager and the Ethics Office regarding the invitation.
- Q. I work on mergers and acquisitions and just received a call from an investment bank asking if UnitedHealth Group wants to participate in an investment syndicate for a small Health IT start up company. I don't know if the Company is interested, but I am. Can I participate in the syndicate myself?**
- A. As an employee of UnitedHealth Group, you cannot take for yourself a business opportunity that should, instead, be reported and given to the Company. Contact your manager or business segment's Legal Representative or Compliance Officer to determine whether this is an opportunity that must be presented to the Company before you pursue it individually.
- Q. One of my work assignments includes a contract with the federal government for which UnitedHealth Group is paid on a cost basis. My manager told me to bill 75% of my time to the government contract — but I only spend 25% of my time working on that contract. What should I do?**
- A. Immediately contact your business segment Legal Representative or Compliance Officer or contact the Compliance & Ethics HelpCenter. Accurate time accounting for government cost contracts is essential, and failure to maintain accurate time accounting could result in serious fines and penalties for UnitedHealth Group — and perhaps exclusion from future government business.
- Q. I'm not involved in the Company's disclosure process. Am I responsible if the Company fails to report information accurately because of information I record?**
- A. Yes. Although Senior Financial Officers must sign off on our Company's financial reports, the information you record can affect our financial reports. Always be certain every transaction you record is accurate.

## Questions or Concerns Relating to this Section of the Code?

# integrity

### Contact:

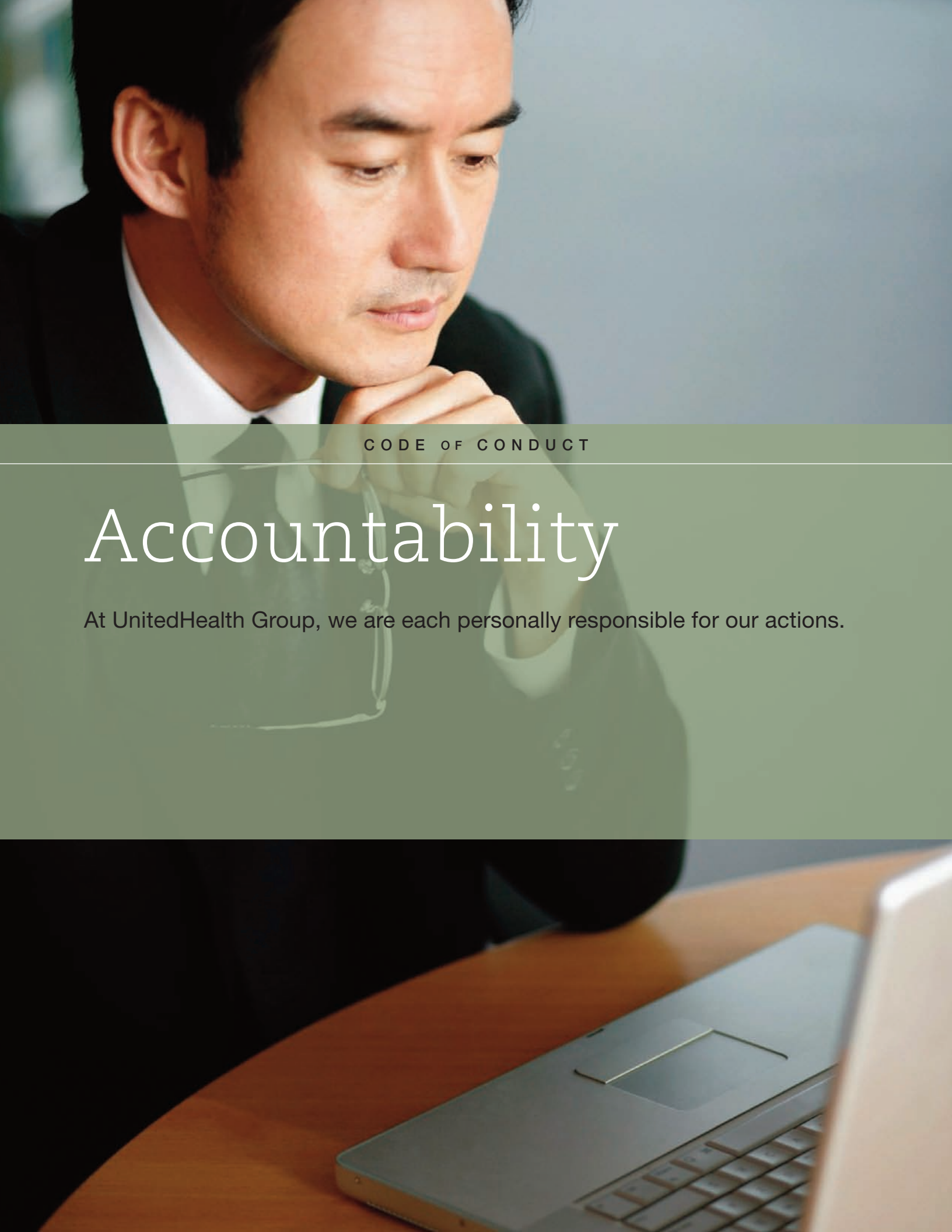
#### Resources

- Your **Manager**
- Your business segment **Legal Representative or Compliance Officer**
- The **Compliance & Ethics HelpCenter** (800) 455-4521
- The **Ethics Office** (952) 936-7463 or [Ethics-Integrity\\_Office@uhc.com](mailto:Ethics-Integrity_Office@uhc.com)
- The **Government Relations Compliance Group** at [GovCompliance@uhc.com](mailto:GovCompliance@uhc.com)
- Your business unit's **Pharma Lead**
- Your business unit's **Public Sector Team**

#### Associated Policies

- **Avoiding Conflicts of Interest**
- **Outside Directorships**
- **Related-Person Transactions Approval Policy**
- **Business Courtesies**
- **Interactions with Pharmaceutical, Medical Device or Biotech Manufacturers, Wholesalers or Distributors**
- **Honoraria Paid to Employees**
- **Insider Trading**
- **Travel & Expense Management Policy**
- **Organizational Conflicts of Interest**



A man in a dark suit and white shirt is looking down at a laptop on a wooden desk. His hand is resting on his chin, and he has a thoughtful expression. The background is a soft, out-of-focus grey.

CODE OF CONDUCT

# Accountability

At UnitedHealth Group, we are each personally responsible for our actions.

# responsibility

## Our Commitments

We are all accountable for complying with all applicable laws, regulations, and contractual obligations, with this Code of Conduct, and with the Company's policies and procedures. When we are accountable, we earn the trust our members, providers and other business partners place in us.

Prompt reporting of suspected Code or policy violations and potentially illegal or unethical conduct to an appropriate Company representative requires the courage to acknowledge our mistakes, and enables us to do whatever is needed to address them.

**Failing to report suspected violations or to cooperate with the investigation is itself a violation of Company policy and can lead to discipline up to and including termination.**

If you have any concerns about reporting a potential violation to your manager, or if you have already done so but the violation has not been addressed, contact one of the Resources identified on page 5. Managers who receive such reports must take immediate action, and involve Legal, Compliance or Human Capital representatives, as appropriate.

UnitedHealth Group will take all reasonable precautions to maintain the confidentiality of those who report an integrity or compliance concern to the extent allowed by Company policy and the law. **Retaliation in any form against an individual who, in good faith, reports a suspected violation of this Code or provides information related to such reports, Company policies, the law or contractual obligations, is prohibited.** You should immediately report any suspected retaliation to HRdirect or the Compliance & Ethics HelpCenter. Making malicious or purposely false reports also violates Company policy and will result in disciplinary action up to and including termination.

## Be Accountable

- **Hold yourself accountable for your decisions and actions.**

We must each take responsibility for preserving and enhancing UnitedHealth Group's mission and goals. When we see potential violations of the law, this Code, Company policies, contracts or standards of conduct, we must report them in good faith.

- **Cooperate with all investigations.**

You are expected to do what you can to further the investigation and resolution of potential violations, by providing all information and records that you know are relevant to an inquiry.



## Accountability Challenges

**Q. I am working on a project team, and I disagree with the Project Manager's interpretation of a legal requirement. She told me that it's not my role to raise these issues. What should I do?**

A. If you are unable to resolve the issue through conversations with the Project Manager, and you believe in good faith that she is acting on an incorrect interpretation of a legal requirement, you should contact your business segment's Legal Representative or Compliance Officer for assistance. If you wish to report the issue anonymously, you may contact the Compliance & Ethics HelpCenter.

**Q. I believe my manager may be involved in misconduct, and I don't know where I should go to report the issue. Who should I talk to, and will I get in trouble if I'm wrong?**

A. If you believe in good faith that your manager is engaging in misconduct, you have an obligation to report your manager's activity. Contact the Compliance & Ethics HelpCenter. To the extent allowed by Company policy and the law, your name will remain confidential at your request. You may also report anonymously if you prefer. Because your report was made in good faith, you will not be disciplined if you are wrong about your manager's activities. The Company has a strict non-retaliation policy that protects you from any employment actions as a result of your good-faith report.

**Q. I think that my co-worker is violating a provision of the Code of Conduct and Company policy, but I don't want to get her in trouble.**

A. Your wish to protect your colleague is understandable, but you have an obligation to report all potential violations of Company policy to an appropriate person or resource. If you believe your colleague has violated a policy, this Code of Conduct or any law or regulation, you should contact your manager or the Compliance & Ethics HelpCenter immediately.

trust

Questions or Concerns Relating to this Section of the Code?

# accountability

## Contact:




### ? Resources

- **Your Manager**
- The **Compliance & Ethics HelpCenter** (800) 455-4521
- The **Ethics Office** (952) 936-7463 or  
Ethics-Integrity\_Office@uhc.com
- Your business segment's **Legal Representative or Compliance Officer**

### Associated Policies

- **Reporting Misconduct**
- **Non-Retaliation Policy**



The background of the slide features a close-up of a woman with curly hair smiling, and a handshake in the lower half, both partially obscured by a brown overlay containing text.

CODE OF CONDUCT

# Fair Competition and Fair Dealing

UnitedHealth Group's success is founded on honest competition.

# honesty

## Our Commitments

We seek competitive advantages only through legal and ethical business practices. We succeed by outperforming our competitors honestly and fairly.

Many laws and regulations define and promote fair business practices to protect the competitive environment. For example, the antitrust laws protect against practices that interfere with free competition. They are designed to promote a competitive economy in which each business enterprise has an opportunity to compete fairly on the basis of price, quality and service. To comply with these laws, each employee, director and contractor must deal fairly with the Company's customers, service providers, suppliers, competitors and employees. No employee or director should take unfair advantage of anyone through unfair-dealing practices.

## Comply with Fair Competition Laws and Company Policies

- **Avoid discussions with competitors that may appear to unreasonably restrain competition.**  
Communications or agreements with competitors regarding rates, prices, sales territories, provider reimbursement rates, and other topics related to UnitedHealth Group's businesses may violate the antitrust laws, resulting in severe penalties against the Company and, potentially, you. While there may be legitimate business reasons to communicate with a competitor (for example, sometimes competitors are also customers, and we frequently interact with competitors at industry association meetings, educational industry seminars or conferences that cover issues common to the whole industry) you should always make sure that your discussions in these contexts do not cross into the areas of prohibited subjects or activities. Please consult your manager and the Legal Representative assigned to your business segment to understand the limits that may apply to these conversations in the context of the business you support.
- **Exercise caution at industry seminars and conferences.**  
Attending seminars and conferences with others in our industry is common. Always be cautious when discussing business matters with competitors.
- **Exercise caution when participating in collaborative projects involving competitors, even when such projects appear to serve the public interest.**  
Consider whether a trade group or association can play a role in facilitating interactions with competitors in furtherance of the collaborative effort.
- **Ask questions first.**  
If you are unsure about whether an exchange of information or a communication in a particular situation would be appropriate, please consult the Legal Representative assigned to your business segment.

## Challenges to Competing Fairly

- Q. While attending a seminar, I sat next to an employee of a UnitedHealth Group competitor. She started telling me about certain confidential projects that she is working on. What should I do with this information?**
- A. You should immediately report it to a member of the Legal Department assigned to your business segment without sharing the information with anyone at UnitedHealth Group. Do not discuss or share sensitive competitive information (for example, information relating to pricing or market share) with representatives of other companies or industry and trade associations.
- Q. Two days ago, a representative of a competitor in the Southwest region of the U.S. called me to discuss dividing certain sales territories to maximize revenues for my business segment and her employer. Does this activity raise any red flags?**
- A. This suggestion is likely a violation of the antitrust laws. Conversations like this should be avoided and reported to your business segment's Legal Representative immediately.
- Q. The business unit in which I work serves as a vendor for a number of healthcare companies. I received recently an inquiry from a UnitedHealth Group competitor. Can I return the call?**
- A. There may be legitimate business reasons to communicate with a competitor, including where that competitor is also a customer for our products or services. If you are concerned that returning the call could restrain competition or otherwise violate the antitrust laws, you should speak in advance with your manager and business segment's Legal Representative.
- Q. I have a great idea for a public awareness campaign involving a particular health issue. Can I reach out to contacts at a few of our competitors to put together a collaborative project?**
- A. Such activities may be permissible, but collaboration with competitors carries significant risk. Consult with your Legal Department first or consider involving a trade association as a facilitator.

integrity



## Questions or Concerns Relating to this Section of the Code?

# fairness

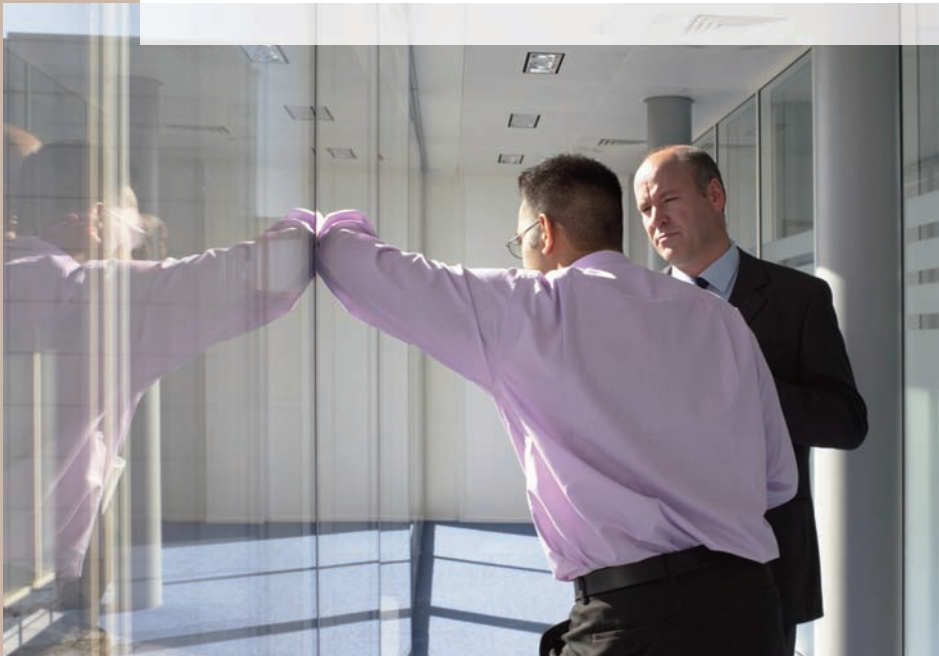
### Contact:


#### Resources

- Your business segment's **Legal Representative or Compliance Officer**
- The **Compliance & Ethics HelpCenter** (800) 455-4521
- The **Ethics Office** (952) 936-7463 or [Ethics-Integrity\\_Office@uhc.com](mailto:Ethics-Integrity_Office@uhc.com)

#### Associated Policies

- **Antitrust Compliance**





CODE OF CONDUCT

# Privacy and Information Security

Maintaining the privacy and security of personal information that we collect, use or that is entrusted to our care is an essential, supportive component of UnitedHealth Group's mission and its commitment to integrity and ethical behavior.



# compassion

## Our Commitments

Managing an individual's personal information respectfully, responsibly and in accordance with all applicable domestic and international laws builds trust individual-by-individual, serves our business objectives and fosters enduring relationships with our stakeholders.

## Protect Personal Information

Protecting personal information is critical to our enterprise:

- Personal information is a broad term that may include Social Security Numbers, dates of birth, financial and medical information and other information that identifies a particular individual.
- UnitedHealth Group receives personal information from or about individuals (such as members, customers, employees or other persons whose information is provided to or received by UnitedHealth Group or its business partners) as part of our day-to-day business activities.
- We are trusted and required to reasonably and appropriately safeguard personal information and to use or disclose such information only as permitted by the individual or in compliance with all applicable law.

## Protect Privacy, Ensure Security

- **Understand the rules regarding personal information.**  
Recognize that part of your day-to-day responsibilities may include access to and use of someone's personal information and that the use or disclosure of such information is governed by laws, regulations, customer contracts or company policies. If you are unsure how to appropriately handle such information, ask one of the Resources listed below.
- **Fulfill the obligations of your job.**  
When accessing or using personal information in your job, take care of it! Use only the minimum amount of information you need to do your job. Remember that you also have an obligation to be vigilant for instances when colleagues or business partners disclose personal information inappropriately or misuse it. Report such activity to the Compliance & Ethics HelpCenter right away.
- **Keep it private; keep it secure.**  
Always ensure that you are accessing or disclosing personal information only as necessary and only to the extent required for business purposes, and that you are doing so in a secure manner appropriate to the sensitivity of the information.

## Privacy and Information Security Challenges

**Q. I accidentally e-mailed an Explanation of Benefits (EOB) that contained personal information to the wrong person; I also realized that I forgot to send the email securely (i.e., I did not use the “Secure Delivery” option). Since the EOB only contained information about a single individual, do I still need to report this as an incident?**

**A.** Yes. Even if the incident may only affect a single individual, always report the incident so as to enable the Company to comply with any legal or other obligations that may arise out of the accidentally sent email and failure to send the EOB securely. Contact any of the Resources listed in this section for assistance.

**Q. I plan to travel for work and do not want to bring my work-issued laptop. Can I email some of my work documents to my personal email account so that I can access it from my personal iPad or a guest computer at my hotel?**

**A.** No. Company policy strictly prohibits using personal email or non-work-issued or approved computing devices to conduct company business as the security of such email accounts or computers is unlikely to be as secure as required by Company policy.

**Q. I just passed my office’s shared printer and saw a patient’s medical records sitting out on the counter next to it with no one in the room. What should I do?**

**A.** Leaving this personal information unattended in plain view could be a breach of privacy or security. Secure the information and report the incident to one of the Resources listed in this section. The Resource you contact will provide guidance on proper handling of the document.

trust

## Questions or Concerns Relating to this Section of the Code?

### Contact:



### Resources


- Your business segment's **Privacy Lead**
- Your **Manager**
- Your business segment's **Legal Representative or Compliance Officer**
- The **UnitedHealth Group Privacy Office** (UHG\_Privacy\_Office@uhc.com)
- The **Compliance & Ethics HelpCenter** at (800) 455-4521
- The **Ethics Office** at (952) 936-7463 or Ethics-Integrity\_Office@uhc.com
- All Security Incidents must be reported to the **UnitedHealth Group Support Center** at (888) 848-3375

### Associated Policies

- **Personal Information Privacy and Data Protection Policy**
- **Information Security Policies**
- **Incident Management Policies**
- **Privacy Manual**

privacy





CODE OF CONDUCT

# Our Assets and the Environment

Stewardship is the careful and responsible management of something entrusted to your care. As UnitedHealth Group employees, we are entrusted with the Company's assets, including equipment, supplies, data, financial information, confidential company information and intellectual property.



# stewardship

## Our Commitments

The Company's assets are critical to UnitedHealth Group's continued success, and each employee must ensure that the assets used in his or her role are protected from misuse, loss, improper disclosure and destruction.

UnitedHealth Group is also committed to stewardship of a critical asset we all share – the environment. We encourage employees to conserve natural resources, and implement green strategies and environmentally-conscious practices in the workplace.

## Be a Steward of our Assets and the Environment

- **Limit use of UnitedHealth Group assets or resources for personal reasons.**

While you may use certain assets, such as UnitedHealth Group's communications systems, for limited and reasonable personal use, UnitedHealth Group's assets are intended to be used for business purposes that benefit the Company.

- **Protect UnitedHealth Group's confidential and proprietary information.**

Confidential and proprietary business information is among the Company's most valuable assets. Examples of this type of information include reimbursement rates and business strategies. Each employee is responsible for safeguarding the confidential information in your possession or that you have access to.

- **Use UnitedHealth Group intellectual property, such as trademarks, logos and brand identity only in ways that advance the Company's interests and be vigilant for signs of misuse.**

The brand identity and trademarks of UnitedHealth Group and its segments are visual representatives of our reputation. We must ensure that they are not used without permission.

- **Maintain business and administrative records in accordance with UnitedHealth Group's document retention schedule.**

Documents you create and handle must be created, retained and deleted according to the processes defined in Company policy. These policies protect the Company in the event of public disclosure, litigation, or regulatory inquiry.

- **Strive to act in an environmentally responsible manner in your UnitedHealth Group role and in our communities.**

Help to raise awareness of the sustainability and green practices in place at UnitedHealth Group and periodically evaluate our implementation of those practices.

## Stewardship Challenges

**Q. Can I download for personal use music, new movies, and other programs onto my work computer?**

A. No. All communication systems (including phones, e-mail, voicemail, Internet access and Company-owned iPads) belong to UnitedHealth Group and you must use them primarily for business purposes. While employees are allowed limited and reasonable personal use of UnitedHealth Group's communication systems, you may not use Company communication channels to send chain letters, personal broadcast messages, copyrighted documents not approved for reproduction, to open incorrectly addressed mail or to access or send inappropriate material. Also, use of electronic non-Company approved instant messaging and downloading, storing and/or transmitting non-business related multi media is prohibited.

**Q. A company that had unsuccessfully approached a UnitedHealth Group segment about partnering on a product began using UnitedHealth Group's branding in its marketing materials without permission. What should I do?**

A. UnitedHealth Group does not allow the use of its logos or brands without express prior written approval from the Chief Communications Officer. If you learn that a company is inappropriately using a UnitedHealth Group brand, notify the Corporate Legal Department immediately.

**Q. One of my direct reports told me that he stores the business records relating to projects he manages in his personal email and file cabinets. He periodically reviews these records and deletes any items older than one year, regardless of the nature of the communication. Should he be doing that?**

A. No. Business records, which serve as evidence of important business decisions, should be stored in a place accessible to others in the company who may need them. Laws, regulations and/or internal policies often govern the length of time that certain documents should be archived. You should contact the Enterprise Records Management ("ERM") Department and your segment's Legal Representative for guidance on what should be retained and what may be deleted.

**Q. One of our customers is auditing us and has asked for copies of all of the contracts with the vendors we have engaged in order to provide services to this customer — can I give the customer copies of those contracts?**

A. Some contracts contain confidentiality restrictions that do not allow UnitedHealth Group to disclose information about the contract. Consult the Legal Representative or Compliance Officer assigned to your business segment for assistance.

sustainability

# innovation

Contact:




## ? Resources

- Your business segment's **Legal Representative or Compliance Officer**
- The **Electronic Records Management Department**  
Records\_Management@uhc.com
- The **Compliance & Ethics HelpCenter** (800) 455-4521
- The **Ethics Office** (952) 936-7463 or  
Ethics-Integrity\_Office@uhc.com

## Associated Policies

- **Protecting Information Assets & Confidential Information**
- **Enterprise Records Management**
- **Electronic Messaging Policy**
- **Trademarks and Service Marks**
- **2.0 ABRM-ITAM Software License Compliance**
- **Corporate Environmental Policy**
- **Employee Handbook**



A photograph of two men in business suits standing in a grand, classical hall with large white columns. The man on the left is looking towards the man on the right, who is seen in profile. The scene is brightly lit, and the architecture is detailed with ornate moldings.

CODE OF CONDUCT

# Government Interactions

UnitedHealth Group engages with government agencies and officials on many levels — as our legislators, regulators and customers — and our business dealings with federal, state and local governments are very closely scrutinized.



# relationships

## Our Commitments

All levels of government have enacted laws that define interactions with government officials and prohibit improper influence by private business in the government arena. Our compliance with these laws and regulations is crucial to maintaining UnitedHealth Group's successful relationships in the public sector and demonstrates that we are worthy of the public's trust.

In our interactions and work with government officials and employees, we must always bear in mind that:

- Successfully obtaining government business can be complex. It can require navigating a wide range of laws and restrictions that vary with the government agency involved, the type of service provided and the method of procurement.
- Contacting government officials, even in connection with a procurement, can be treated as lobbying and require you to register as a lobbyist.
- Government employees are frequently subject to restrictions on their ability to seek employment with private companies, particularly in those businesses regulated by the job-seeker's agency.
- Federal, state, local and non-U.S. laws and Company policy prohibit UnitedHealth Group and its employees from giving U.S. and foreign government officials, government employees and people connected with them anything of value, including gifts, meals, entertainment and political contributions, as a bribe to obtain or retain business or any other business advantage.
- Your personal political activity may, in certain states and municipalities, be attributed to UnitedHealth Group and could adversely affect the Company's ability to do business within those jurisdictions.
- If you are unsure about the requirements for appropriate interaction with government officials, or if you need further guidance, please contact the Government Relations Compliance Group.

## Ensure Appropriate Interactions with Government Officials

- **Involve your business segment's Legal Representative or Compliance Officer in the government-procurement process.**

The highly specialized and technical requirements of procuring government business require special expertise to ensure successful pursuit of a government contract.

- **Follow local jurisdictions' rules on interactions with government officials.**

If you regularly contact government officials to obtain or retain business, you may need to register as a lobbyist. Failing to register can lead to a ban on business, as well as other civil or even criminal penalties.

- **Review UnitedHealth Group's policies on political contributions and advocacy.**

You must obtain approval from Government Affairs and the Legal Department before engaging in political advocacy activity on the Company's behalf or making political contributions using Company funds.

- **Understand the impact of your *personal* political activity on UnitedHealth Group's business.**

Do not use Company property for personal political activities as this may violate state and federal campaign finance laws and UnitedHealth Group policy.

- **Ensure the accuracy and truthfulness of all public statements, claims and other related documents presented to the government, our members, customers and counterparts.**

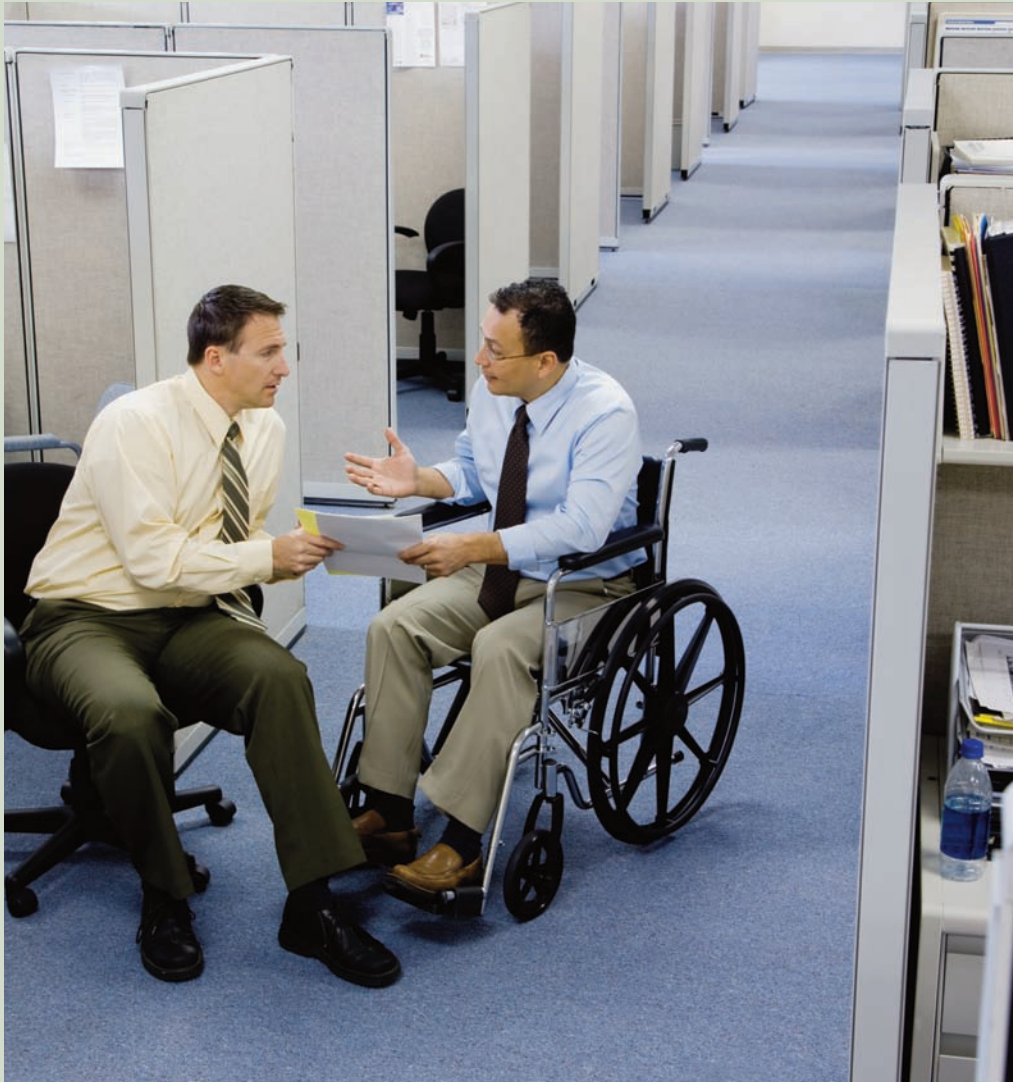
When processing claims related to government contracts, ensure that our documentation is accurate, complete and made in accordance with government guidelines.

- **International Business Practices.**

UnitedHealth Group employees may not make payments or gifts to obtain or retain business or other business advantage to domestic or foreign government officials, or any other individual, including customers and vendors, covered by the Foreign Corrupt Practices Act and all anti-bribery laws.

# accuracy

truthfulness



## Government Interaction Challenges

- Q. My team has hired an outside consultant to help us prepare a bid on yet-to-be-released state agency procurement. The consultant suggested that we take agency officials out to dinner to discuss potential terms of the procurement. Should we follow his advice?**
- A. Many states restrict the ability of public officials to accept gifts from private parties, particularly when the donor is seeking business or is already doing business with a state agency. In addition, such a gift is prohibited by the Company's Government Contracting policy. You should notify your manager and contact the Government Relations Compliance Group for legal guidance.
- Q. I was invited to lunch next week by an employee of my state's insurance commission who I've dealt with several times in connection with regulatory inquiries. He said he wanted to talk about potential openings at UnitedHealth Group. May I attend the lunch?**
- A. Discussing job opportunities with an official who may be able to influence actions affecting UnitedHealth Group may be limited by law or regulation. Notify your manager and your business segment's Human Capital partner about the inquiry before responding to the invitation.
- Q. I've been asked to serve as a fundraiser for my college roommate's campaign for mayor in a city that has adopted a pay-to-play law. What should I do?**
- A. Depending on your role in the business, this activity may trigger the "pay-to-play" law's ban on business. You should contact the Government Relations Compliance Group for guidance.
- Q. I work in claims processing, and I have received several Medicare claims from a particular provider that have suspicious discrepancies in the information provided for the same patient. Should I tell someone?**
- A. Yes. If you know or suspect that fraudulent claims are being submitted, you are required to report it to your manager, your business segment's Legal Representative or Compliance Officer. You may also make a report to the Healthcare Fraud Tip Line (1-866-242-7727) of any potentially fraudulent activity or follow your segment's fraud-reporting mechanism.
- Q. I'm working on a new project overseas in an emerging-market country. A public official responsible for our licensing told me that we're required to pay a substantial processing fee to his relative's firm for prompt review of my business segment's application. Can I pay the fee?**
- A. No. This type of payment may be illegal under the Foreign Corrupt Practices Act. You should report the request to your business segment's Legal Representative.

compliance

## Questions or Concerns Relating to this Section of the Code?

# integrity

### Contact:

#### Resources


- Your business segment's **Legal Representative or Compliance Officer**
- The **Compliance & Ethics HelpCenter** (800) 455-4521
- The **Ethics Office** (952) 936-7463 or [Ethics-Integrity\\_Office@uhc.com](mailto:Ethics-Integrity_Office@uhc.com)
- The **Government Relations Compliance Group** [GovCompliance@uhc.com](mailto:GovCompliance@uhc.com)
- The **Healthcare Fraud Tip Line** (866) 242-7727

#### Associated Policies

- **Government Contracting**
- **Employment of Government Employees**
- **Foreign Corrupt Practices Act (FCPA) Policy**
- **Political Contributions Policy**
- **Employee Political Activity and Political Contributions**
- **Integrity of Claims, Reports, and Representations to the Government (False Claims Law)**







CODE OF CONDUCT

# Communications

UnitedHealth Group's reputation comes, in part, from the relationships it maintains with the public, the press, analysts and all who are touched by our Company.



## Our Commitments

We must present information in a clear, truthful and professional manner. Our business environment is incredibly dynamic, and our communications should positively reflect our commitment to make health care work for everyone.

Because we work for a publicly-traded company, we should be aware of the basic securities laws requirements concerning public disclosure of Company information. In short, you may not discuss material, nonpublic information, such as financial information and reports, executive personnel changes, lawsuits or regulatory actions, and mergers or acquisitions outside of the Company unless you have received specific approval from the UnitedHealth Group General Counsels or Investor Relations, or are otherwise required to disclose such information.

Moreover, social media has become an increasingly important communication tool, but it also presents an arena for potential communications pitfalls. Employees who publish or post content on blogs, social-networking sites, wikis and other user-generated media (such as, Facebook, MySpace, LinkedIn, Yahoo/Groups, YouTube, Twitter, Wikipedia, chat rooms, message boards, etc.) should exercise good judgment and follow the Company's Guidelines for Social Media Use. The Guidelines apply both to the use of social media as part of your work on behalf of UnitedHealth Group and to your social media activity outside of the Company.

## Communicate Effectively and Appropriately

- **Refer members of the media to the Communications Department.**

A referral to the Communications Department will ensure that the person or organization seeking information talks to a subject-matter expert and receives the most current information. All news releases for distribution to local, regional or trade media must be reviewed and approved by the appropriate business leader, the Communications Department, subject-matter experts, and assigned legal counsel before they are released.

- **Do not act as a Company spokesperson unless you have coordinated with the Communications Department.**

Employees who are experts in a certain area or who are Company leaders may be asked to act as a media spokesperson. The appropriate staff will select and train employees for this role. All questions or requests from the media must be directed to the Communications Department, and all spokespersons must coordinate their media contacts with their assigned communications staff. In the event of a Company-related crisis, UnitedHealth Group's Chief Communications Officer and media-relations representatives from its business segments are authorized to talk with the media.

## Communicate Effectively and Appropriately (Continued)

- **Only designated spokespersons may communicate on behalf of the Company with investors and analysts.**

It is important that only those employees who have the required specialized knowledge speak to securities professionals, such as analysts, investors, broker-dealers, investment advisors and investment companies, on behalf of UnitedHealth Group, and all questions or requests from securities professionals must be directed to Investor Relations. This includes questions from analysts or others inquiring about our vendor or other business relationships.

- **If you are asked to speak at a conference, do not speak on behalf of the Company unless you are authorized to do so by a senior member of your business unit.**

Be careful to distinguish your own personal opinions from the Company's views.

## Communication Challenges

- Q. I was contacted by a member of the media to get my opinion on the health care industry. What should I do?**

A. If you are contacted by a member of the media seeking information about any issue relating in any way to UnitedHealth Group, refer the person to the Communications Department without making a statement.

- Q. I met a health care industry analyst at a conference, and she asked if I know anything about the Company's business prospects. Should I tell her?**

A. Unless you are authorized to speak to investors or analysts, you must refer the person asking the question to Investor Relations.

- Q. A family friend writes for a blog and, because of my job at UnitedHealth Group, has asked for my opinion on health care reform. What should I tell him?**

A. Conveying a personal opinion to friends and family is entirely appropriate. However, if you believe that your opinion might in any way be attributed to the Company, you should refrain from commenting and/or refer the person to the Communications Department.

# collaboration

# relationships

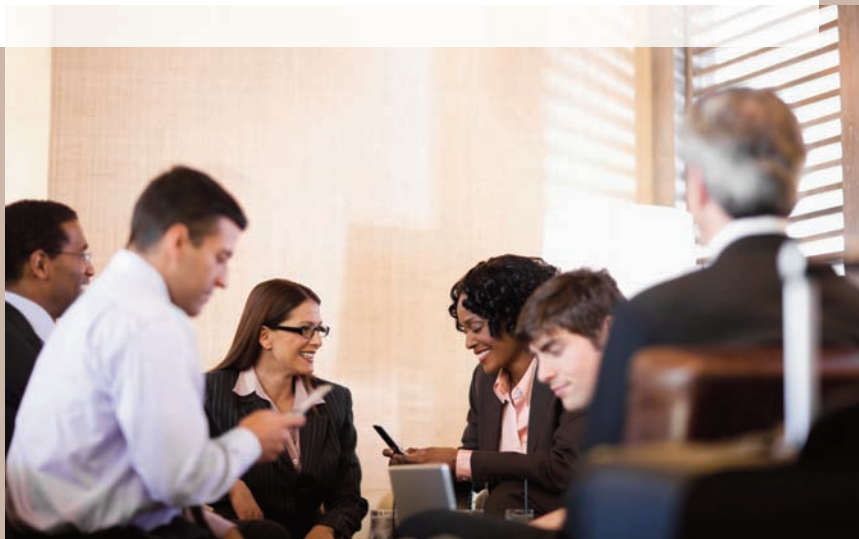
## Contact:

### ? Resources

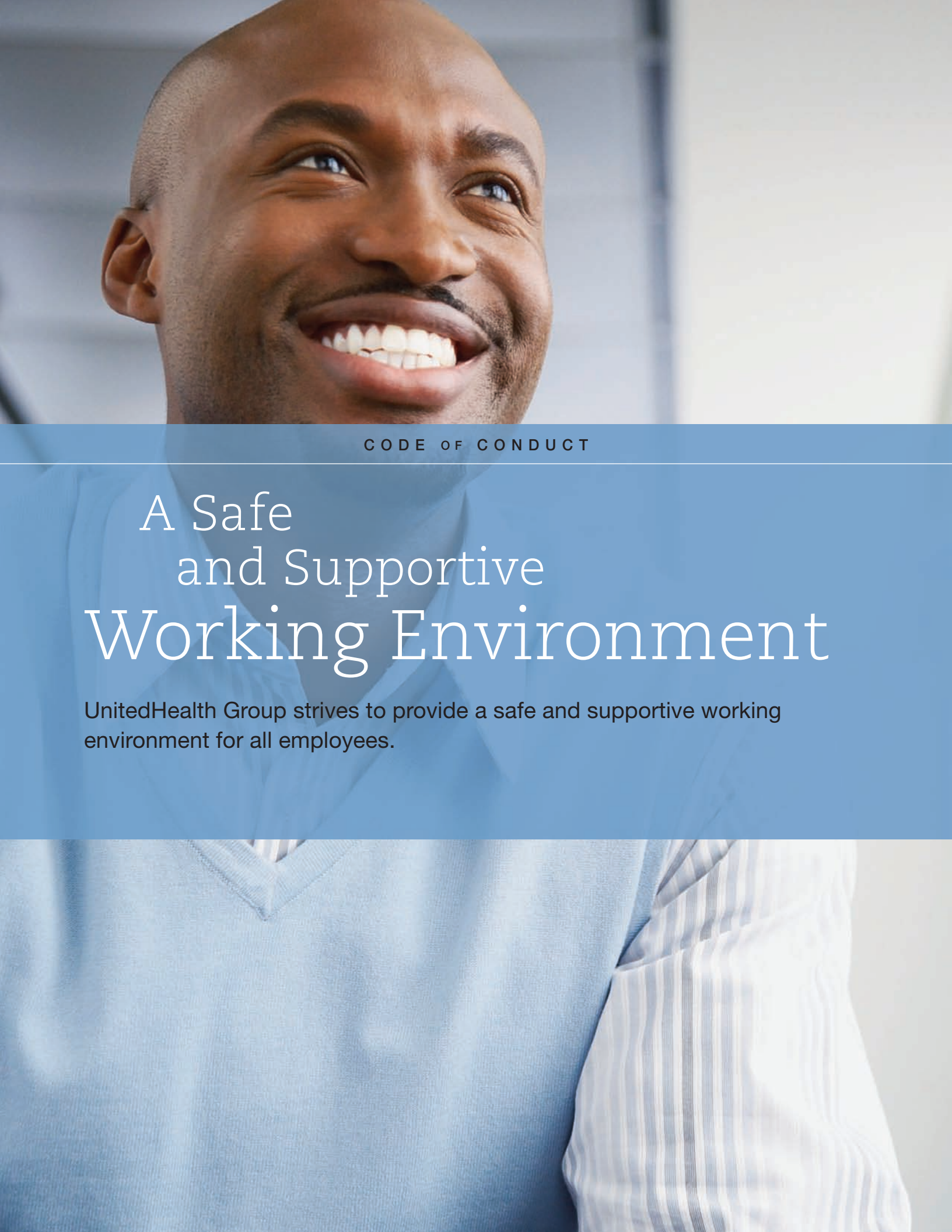
- Your business segment's **Legal Representative or Compliance Officer**
- **Corporate Communications** (952) 936-1885
- **Investor Relations** (952) 936-7214
- The **Ethics Office** (952) 936-7463 or [Ethics-Integrity\\_Office@uhc.com](mailto:Ethics-Integrity_Office@uhc.com)

### ☰ Associated Policies

- **Provision of Information to the Investment Community and Media**
- **Crisis Communication Policy**
- **Employee Handbook**





A close-up photograph of a Black man with a mustache, smiling broadly and looking upwards and to the right. He is wearing a light blue V-neck sweater over a white and blue striped shirt. The background is a soft-focus office interior with a window.

CODE OF CONDUCT

# A Safe and Supportive Working Environment

UnitedHealth Group strives to provide a safe and supportive working environment for all employees.



# respect

## Our Commitments

Our working environment should promote respect and appreciation for our differences and acknowledge the value of diversity to our organization.

UnitedHealth Group will not tolerate behavior that endangers its employees, members, customers, or partners, or subjects them to discrimination, harassment or threats.

We will provide an environment free from acts or threats of violence, and from the influence of drugs, alcohol or other intoxicants. We do not retaliate against individuals who make good-faith complaints or reports of discrimination, harassment, violence or threats, or any other Code violation, or who provide information related to any such complaint or report.

The Company will balance employee privacy with the need to maintain a safe and efficient work environment. While UnitedHealth Group does not routinely monitor communications except to ensure quality customer service, it reserves the right to do so. Employees should not expect communications in the workplace — such as telephone calls, e-mail and internet use — to be private.

## Promote a Safe and Supportive Working Environment

- **Report to HRdirect all threats, attempted violence or actual violence against employees, customers, or third parties that occurs in the UnitedHealth Group workplace.** UnitedHealth Group will not tolerate violence or threats of violence in any form in the workplace, at work-related functions, or outside of work if it affects the workplace. In addition, weapons are not allowed on UnitedHealth Group property. *In emergency situations — or if you perceive a threat to be imminent — please call 911.*
- **If you are under the influence of any intoxicant, you may not work or be present on Company sites, in Company vehicles or acting on the Company's behalf.** While working on behalf of the Company, employees must not use any substance that could prevent them from working safely or effectively, including prescription medications. Employees may, however, consume alcohol at authorized UnitedHealth Group functions or in certain legitimate business settings, such as client entertainment. At all times, however, employees are expected to act responsibly and to drink moderately.
- **Immediately report to HRdirect accidents, injuries, or unsafe practices occurring on UnitedHealth Group's grounds.** Every employee is obligated to promptly report any incident that compromises the safety of UnitedHealth Group's workplace.
- **Notify HRdirect if you experience or witness discriminatory conduct or harassment in your workplace, or retaliation for reporting discrimination or harassment.** UnitedHealth Group does not permit discrimination or harassment, on the basis of age, race, gender, color, religion, national origin, ancestry, disability, marital status, covered veteran status, sexual orientation, gender identity and/or expression, status with respect to public assistance or any other characteristic protected by state, federal or local law.

## Work Environment Challenges

**Q. During a working lunch at a nearby restaurant, two of my colleagues consumed several cocktails and returned to work intoxicated. Is this allowed?**

**A.** No. UnitedHealth Group is committed to providing a workplace free of illegal drugs and alcohol misuse. Employees may not report for work or be on Company premises if they are under the influence of alcohol or illegal drugs. In this example, employees would be required to report the intoxicated colleagues to HRdirect.

**Q. My co-worker told me that her husband, who she is in the process of divorcing, has threatened to harm her while she is at work. What should I do?**

**A.** Report it to HRdirect immediately. It is UnitedHealth Group's policy to provide a workplace that is safe and free from all threatening and intimidating conduct. If you are informed of this potential threat by your co-worker, you should immediately notify building security and contact your manager.

**Q. When managers in my group were discussing the decision to promote one of my direct reports, another manager made comments that inappropriately referenced the employee's gender in relation to her qualifications for the position. Should I report it?**

**A.** Yes. The Company will not tolerate discrimination on the basis of a person's gender in its hiring or promotion practices. Such conduct is prohibited in any form in the workplace, and should be reported to HRdirect, your manager, or a Human Capital Partner; if you wish to remain anonymous, you may contact the Compliance & Ethics HelpCenter.

**Q. I found out that my manager violated UnitedHealth Group policy, but I don't want to report it because I'm worried he will retaliate if he finds out. Do I have to report his actions?**

**A.** Yes. As a UnitedHealth Group employee, you are obligated to report any violations of Company policy of which you are aware. UnitedHealth Group has a strict non-retaliation policy. If an individual makes a good-faith complaint or reports harassment or other inappropriate behavior, or provides information related to such complaints or reports, he or she is protected from retaliation. And remember: you can make an anonymous report. If you experience or witness any behavior that you believe is prohibited retaliation, you should report the activity to HRdirect or the Compliance & Ethics HelpCenter.

compassion

## Questions or Concerns Relating to this Section of the Code?

# support

### Contact:

#### Resources

- Your **Manager**
- **HRdirect** (800) 561-0861
- **Corporate Security** (952) 936-1310
- The **Compliance & Ethics HelpCenter** (800) 455-4521
- The **Ethics Office** (952) 936-7463 or  
Ethics-Integrity\_Office@uhc.com

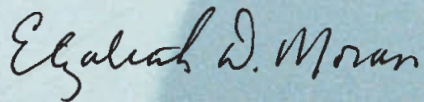
#### Associated Policies

- **Employee Handbook**
  - Alcohol and Drugs in the Workplace
  - Violence-Free Workplace
  - Non-Discrimination Policy
  - Sexual and Other Harassment
  - Non-Retaliation Policy
  - One Breath Policy



# How will you contribute?

Each of us applies our judgment to a range of situations, both anticipated and unanticipated, every day. The choices and decisions we make define who we are as a Company. You play a vital role, regardless of your job responsibilities or position within the Company. When you aren't sure how to resolve a particular issue or concern, we have resources to help you. Together, we can sustain a culture of integrity and compassion that drives and shapes our performance and innovation.



Elizabeth D. Moran  
Chief Compliance and Ethics Officer  
UnitedHealth Group







UnitedHealth Group®