



# Standards of Ethical Business Conduct

March 2007



The WellPoint Standards of Ethical Business Conduct form the foundation for our Ethics and Compliance Program. They guide the actions and decisions of each WellPoint associate. Each of us, by reading, understanding and following the WellPoint Standards, helps to ensure that the highest ethical standards are upheld.

WellPoint's reputation and success have been built by our years of commitment to our values: Customer First; Lead Through Innovation; One Company, One Team; Personal Accountability for Excellence; and Integrity. By living our values in the course of our daily work, each of us plays a vitally important role in maintaining a culture that is based on integrity, trust, openness, professionalism and pride in what we do.

Being committed to our values and ethical business conduct also instills trust and confidence in our relationships with individuals and groups who depend on us and with whom we do business. Our customers, shareholders, communities, business partners, coworkers and regulators expect that we will conduct our business with integrity. Every interaction that we have, every decision that we make, and every goal that we pursue must be approached with a dedication to ethical business conduct.

We all have the personal and professional responsibility to live and support an ethical culture at WellPoint. We ask for your personal commitment to ethical leadership by embracing our values and the WellPoint Standards. Angela and I thank you for doing your part!

Larry C. Glasscock  
Chairman, President and CEO

Angela F. Braly  
Executive Vice President,  
General Counsel and  
Chief Public Affairs Officer

(President and CEO effective  
June 01, 2007)

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## Ethics and Compliance — Our Shared Responsibilities

### WellPoint's Values

Our values serve as the foundation for a positive, productive and ethical business culture. Our values are:

**Customer First** — take ownership for customer solutions, actively pursue ways to improve service and quality, ensure customer commitments are kept and view WellPoint through the eyes of the customer.

**Lead Through Innovation** — challenge the way things have always been done, deliver products and services that anticipate customer needs, create faster, simpler and smarter solutions, have a positive attitude toward change and learn from mistakes.

**One Company, One Team** — make decisions for the greater good of WellPoint, collaborate with others to achieve results, treat everyone with respect, dignity and common courtesy regardless of background, lifestyle or position in the organization.

**Personal Accountability for Excellence** — a promise made is a promise kept, demonstrate a bias for action, establish and meet high-performance expectations and use metrics to measure performance.

**Integrity** — act ethically, honestly and fairly, communicate issues timely, openly and directly, and be consistent in word and deed.

The WellPoint Standards of Ethical Business Conduct (WellPoint Standards) provide a framework for you to put WellPoint's values into action. Weave, embrace and live these values in your everyday work life.

### Knowing and Complying with Company Policies

Please read the WellPoint Standards carefully so you can honor our standard of excellence. Through your commitment to know and apply the WellPoint Standards, we will continue to meet WellPoint's expectations for ethical business conduct.

You are responsible for knowing, understanding and complying with the WellPoint Standards and other WellPoint policies and procedures, including those more fully addressed in the WellPoint Associate Handbook. While there may be some overlap, the WellPoint Standards do not replace or supersede any portion of the Associate Handbook. The WellPoint Standards reinforce WellPoint's workplace policies and procedures.

The WellPoint Standards apply to WellPoint, Inc., its affiliates and subsidiaries, Board of Directors, officers, management and associates. The WellPoint Standards are not a contract of employment. The WellPoint Standards do not create any contractual rights between you and WellPoint and may be changed or modified by WellPoint at any time. You should not interpret the WellPoint Standards as a promise of employment or continued employment.

## Making Ethical Decisions

The WellPoint Standards do not address every potential situation or issue that you may face, so it's important to understand the principles behind the WellPoint Standards and how to apply them. However, no published policies can take the place of your own sense of integrity and good judgment. WellPoint depends on you to do what is right. You are responsible for safeguarding WellPoint's integrity by ensuring the honesty and integrity of your own actions. The following questions will help you evaluate specific situations in your business dealings:

- Will my action comply with the letter and the spirit of our values and the WellPoint Standards?
- Is my action honest in every respect?
- Will I be embarrassed if my manager, coworkers, friends, or family learn of my actions?
- Will my action appear inappropriate to others?

If you are still in doubt after answering these questions, discuss the issue with your manager. If your manager cannot provide you with direction or if you are uncomfortable discussing the issue with your manager, speak with your designated Human Resources representative or contact the Ethics and Compliance department for help and advice.

You should never engage in dishonest or illegal acts, even if directed to do so by a manager or coworker. In addition, you should never direct others to act improperly.

Immediately report any request to engage in a dishonest or illegal act to your manager or the Ethics and Compliance department.

## Managers' Responsibility

WellPoint managers are responsible for implementing the WellPoint Standards and creating and sustaining an ethical work environment. This includes, but is not limited to:

- Embracing the WellPoint Standards and casting the shadow of an ethical leader.
- Maintaining a workplace environment supportive of the WellPoint Standards.
- Educating associates under their supervision in the meaning and application of the WellPoint Standards.
- Enforcing the WellPoint Standards.

## Reporting Violations and Seeking Advice

You have an obligation to report any known or suspected violation of the WellPoint Standards. By reporting a known or suspected violation, you show responsibility and fairness to other associates and our stakeholders, and help protect WellPoint's reputation and assets.

An Ethics and Compliance HelpLine, post office box and e-mail address are available for you to seek guidance or report any known or suspected violation of the WellPoint Standards, confidentially and without fear of retaliation. These resources are intended to supplement existing internal communication channels and are not intended to replace your management team. Report issues to the Ethics and Compliance department when you feel you have exhausted normal management channels or are uncomfortable about bringing an issue to your manager.

Ethics and Compliance HelpLine: **(877) 725-2702 (toll free)**

Ethics and Compliance Address: **Post Office Box 791, Indianapolis, IN 46206**

Ethics and Compliance e-Mail: **ethicsandcompliance@wellpoint.com**

Worknet Quick Link: **Report Ethics and Compliance Issues**

The Ethics and Compliance HelpLine is available 24 hours a day, seven days a week.

## Ethics and Compliance — Our Shared Responsibilities

(Continued)

It is answered by Ethics and Compliance department team members during normal business hours and by confidential voice mail when team members are unavailable and after business hours. If you call the HelpLine and get voice mail, please leave your name and telephone number, including area code. A member of the Ethics and Compliance team will return your call during the next business day. If you prefer to make an anonymous report, please provide enough specific information about the incident or situation, including the location, so that we can begin an investigation. All calls are treated confidentially to the extent possible and no attempt is made to identify the number from which the call is made. Conversations with Ethics and Compliance team members are not recorded or traced. WellPoint preserves the confidentiality and anonymity of callers, subject to limits imposed by law.

When a report is made to the Ethics and Compliance department, appropriate action is taken to review and/or investigate the report. You are expected to cooperate fully during an investigation. Any associate who violates the WellPoint Standards or other internal policies and procedures is subject to corrective action, up to and including termination of employment. In addition, as required and/or appropriate, the Ethics and Compliance department may disclose investigation matters to applicable law enforcement or regulatory entities.

The Ethics and Compliance department is a resource available to you to seek advice on matters pertaining to the WellPoint Standards, laws and regulations, ethics and compliance related policies and procedures or business ethics dilemmas.

### Reporting Accounting, Auditing and Internal Control Irregularities

If you have a concern related to questionable accounting and auditing activities or internal control irregularities, call the Ethics and Compliance HelpLine. Some examples of these issues include deficiencies in the design or operation of internal controls that could adversely affect WellPoint's ability to record, process, summarize and report financial data; or fraud that involves management or other associates who have a role in the company's financial reporting, disclosures or internal controls. All such reported concerns are forwarded directly to the WellPoint, Inc. Audit Committee as required by the Sarbanes-Oxley Act of 2002.

### Enterprise Risk Management

All associates are responsible for understanding and following corporate policies and procedures that govern risk throughout the enterprise. Managers are accountable for risk identification and the appropriate management of those risks. Managers must work with their associates to ensure that effective plans are in place, including internal controls, to help mitigate the risks that we face. If you are aware of risks that are not being managed appropriately, please discuss this with your manager, or elevate your concerns to the Internal Audit department.

The Enterprise Risk Management policy is available on WorkNet through the Companywide Operating Policies and Guiding Principles Quick Link.

### Good Faith Reporting and Non-retaliation Policy

Any associate who reports in good faith a known or suspected ethical or compliance concern, or who participates in an investigation, will not be subject to retaliation or retribution because of such activity. Any associate, regardless of seniority or status, engaging in retaliatory activity is subject to corrective action, up to and including termination of employment.

## **Corrective Action**

The policies set forth in the WellPoint Standards are used in conjunction with other company policies and procedures including the WellPoint Associate Handbook and other Human Resources policies, administrative policies, departmental policies and procedures, collective bargaining agreements, etc. Associates who violate the WellPoint Standards or other related company policies are subject to corrective action up to and including termination of employment. Some examples of conduct for which corrective action may be taken are:

- Authorizing or participating in actions that violate the WellPoint Standards or violation of WellPoint policies and procedures.
- Failing to report a known or suspected violation of the WellPoint Standards.
- Refusing to cooperate in the investigation of a known or suspected violation of the WellPoint Standards.
- Disclosing, without authorization, confidential information about an investigation.
- Failing, as a violator's manager(s), to detect and report a violation, if such failure reflects inadequate oversight.
- Retaliating against an individual for reporting a known or suspected violation of the WellPoint Standards or for participating in an investigation.
- Making intentional false reports of misconduct or violation of the WellPoint Standards.

The degree of corrective action will depend on the nature and circumstances of the violation.

## **Our Work Environment**

Our work environment affects the way we perform our jobs. When we work in an atmosphere of honesty and respect, our relationships with coworkers, customers, physicians and others are enhanced. Listed below are summaries of several of WellPoint's policies affecting our work environment. You should be familiar with the WellPoint Associate Handbook and all Human Resources policies which are all available on the Human Resources WorkNet site.

### **Alcohol and Drug-free Workplace**

WellPoint is committed to providing an alcohol and drug-free workplace, which helps facilitate a safe and healthy work environment. WellPoint complies with the Drug-free Workplace Act of 1988. Associates, agents, contractors, vendors and visitors are prohibited from the unlawful manufacture, distribution, dispensation, possession or use of alcohol, illegal drugs, and/or drug paraphernalia on WellPoint owned or leased property, or while representing WellPoint at any time, unless, in the case of alcohol, specifically and previously approved in writing by WellPoint senior management. Additionally, no associate shall report to work under the influence of alcohol and/or illegal drugs. Unlawful substances are not to be stored in your vehicle on WellPoint owned or leased premises. WellPoint does not tolerate associates driving while intoxicated.

Any associate who engages in conduct that violates this policy shall be subject to appropriate corrective action up to and including termination of employment. Searches of property owned or controlled by WellPoint or of associate property located on WellPoint owned or controlled premises may be conducted at any time.

## Our Work Environment

(Continued)

### Drug/Alcohol Screening

When a manager has a reasonable suspicion that an associate may be under the influence of drugs and/or alcohol based on an associate's behavior or physical symptoms or reactions, the associate may be required to submit to alcohol and/or drug screening upon request. A refusal to consent to drug and/or alcohol screening is grounds for immediate termination of employment. The Drug-free Workplace Act requires any associate directly engaged in the performance of a government contract to notify his or her manager within five days of any drug-related criminal conviction.

### Workplace Violence

WellPoint does not tolerate acts of violence, threats, harassment, intimidation or other disruptive behavior in our workplace or during the course of company business or an event, whether on company premises or off-site, by associates, contractors or vendors.

If you witness, are the subject of or have knowledge of threatening behavior, you should immediately report it to your manager or the Human Resources department.

Associates participating in acts of violence, threats, harassment, intimidation or other disruptive behavior are subject to corrective action, up to and including termination of employment.

### Weapons

WellPoint prohibits associates from keeping weapons on company property, including buildings, lockers, desks, work spaces, storage areas and company-owned vehicles. In addition, weapons may not be kept in vehicles parked in company parking lots, in personal vehicles being used for business or on an associate's person. Weapons include, but are not limited to, guns, knives and ammunition.

### Qualification of WellPoint Associates

WellPoint believes hiring the best-qualified applicants contributes to the overall success of the company. Background checks serve as an important part of the selection process. WellPoint will conduct background checks in compliance with applicable federal and state statutes, such as the Fair Credit Reporting Act. WellPoint will include the same requirement of background investigations for temporary workers.

Requested background information includes, among other things:

- Conviction of a criminal offense involving fraud, embezzlement, theft, dishonesty or breach of trust as defined by the Violent Crime Control and Law Enforcement Act of 1994;
- Exclusion, debarment or sanction by a federal or state agency, or other ineligibility from participating in a government health care program; and,
- Identification as a narcotics trafficker, terrorist or other designee, as defined by the Office of Foreign Asset Control, United States Department of Treasury.

Additional background information may be requested for specific positions, levels of responsibility, and/or contractual requirements.

### Employment of Government Personnel

Contact the Ethics and Compliance department before discussing employment or a consulting arrangement with a current or former government employee. WellPoint may not recruit, hire, or retain as consultants certain current or former government employees due to conflict of interest laws.

### Equal Employment Opportunity

WellPoint provides equal opportunity in employment to associates and applicants for employment. No person shall be discriminated against in employment because of race, color, religion, sex, gender, age, national origin, marital status, sexual orientation, veteran status, disability or any other status or condition protected by applicable federal or state statutes, except where a bona fide occupational qualification applies. WellPoint takes steps to identify diverse candidates who are qualified for WellPoint positions.

In keeping with these principles, WellPoint is committed to providing you with a work environment that is free from all forms of harassment based on race, color, religion, sex, gender, age, national origin, marital status, sexual orientation, veteran status, disability or any other characteristic protected by applicable law.

WellPoint is committed to providing reasonable accommodations to individuals with disabilities as required under federal and state laws.

### Discrimination or Harassment

WellPoint is committed to providing a work environment where you are free from discrimination and harassment, including sexual harassment. WellPoint forbids all forms of discrimination and harassment and does not condone or tolerate discrimination or harassment with respect to race, color, religion, sex, gender, age, national origin, marital status, sexual orientation, veteran status, disability or any other status or condition protected by applicable federal or state statutes, or local law. Retaliation against associates for a good faith reporting of what they believe to be a violation of this policy is prohibited.

If you believe that you have been subjected to discrimination or harassment, you must report the situation to your manager or a Human Resources representative. If your manager is in any way involved in the offensive conduct, you must report the situation to a Human Resources representative as soon as possible.

### Solicitation and Distribution of Materials

To maintain a professional work environment and minimize distractions, you may not solicit or distribute non-work related materials in work areas during work time. Work time is the time you are expected to be working and includes the time of the associate doing the solicitation or distribution and the associate to whom it is directed. Work time does not include rest, meal, or other authorized breaks. Work areas do not include break rooms or other facility designated non-work areas.

WellPoint recognizes that at proper times and places solicitations for charity may be appropriate and permissible. WellPoint also recognizes that at your place of work, you should be free of attempts to persuade you to buy products or services and you should not unwillingly be subject to repeated appeals for donations to charitable causes. In an effort to balance these interests, we have established guidelines in the WellPoint Associate Handbook for solicitation and distribution of material.

## Protecting WellPoint's Information

WellPoint has a variety of information assets that are of great value to our competitiveness and success as a leader in our industry. They include valuable, confidential and proprietary information, material nonpublic information, and information relating to our members, associates and government contracts. Always strive to safeguard WellPoint's information.

### Confidential and Proprietary Information About Our Business

You must not use or share WellPoint confidential and proprietary information with anyone outside the company except when permitted by company policy. WellPoint confidential and proprietary information includes any information that is generally not disclosed to individuals outside of WellPoint or any information that could be useful to our competitors. You must help ensure that WellPoint confidential and proprietary information is used only in connection with legitimate business purposes. You must protect information gained through your employment from inappropriate disclosure at all times. These obligations continue to apply even if your employment ends with WellPoint. Some examples of WellPoint confidential and proprietary information include:

- Financial data/projected earnings
- Information system/technical designs
- Sales figures
- Trade secrets
- Provider contract terms
- Marketing plans/strategies
- Lists of suppliers/customers/business associates
- Product design and development
- Pricing policies/rate manuals
- Underwriting guidelines
- Business forecasts/strategies
- Actuarial data

### Confidential Information About Our Members

Numerous federal and state laws govern the use and disclosure of health and financial information relating to our members. The Health Insurance Portability and Accountability Act of 1996 (HIPAA) prohibits unauthorized disclosure of our members' protected health information (PHI). WellPoint policies and procedures include HIPAA requirements, which must be followed when dealing with PHI. Accessing or sharing confidential member information, including persons enrolled in a WellPoint associate benefit plan, except as necessary to do your assigned job is inappropriate. You must strive to maintain the trust that our members place in us and keep their information confidential.

Some examples of confidential information about our members include:

- Name
- Birth date
- Address
- Telephone number
- Social Security number
- Financial/banking information
- Health status
- Medical history
- Provider/facility information
- Diagnosis codes
- Medical claim information

### **Confidential Information About Our Associates**

Confidential associate information must not be revealed to anyone except when necessary for legitimate business purposes or as permitted by law. Confidential associate information includes, but is not limited to:

- Wage and salary data
- Employment agreements
- Social Security numbers
- Financial/banking information
- Claims/medical information

### **Material Nonpublic or Inside Information About Our Company**

Insider trading laws and WellPoint policies prohibit the communication, release and use of material nonpublic or inside information for personal financial benefit. You must not buy or sell WellPoint securities, based on knowledge of material nonpublic or inside information. In addition, you must not share or disclose material nonpublic or inside information with coworkers, family, friends or others unless the other party is considered an "insider," has signed a non-disclosure or confidentiality agreement with WellPoint, or the information is required as a part of doing business and the appropriate functional approval has been obtained from the WellPoint Investor Relations Department.

During your employment with WellPoint, you may become aware of material nonpublic or inside information about other publicly traded companies. Insider trading laws and WellPoint policies prohibit the use of this information for your personal financial benefit or for the financial benefit of family, friends or others. You must not buy or sell securities of other companies about which you have knowledge of significant new, amended or terminated business contracts, or any other material inside information.

## Protecting WellPoint's Information

(Continued)

Information is material if it is likely to be a consideration to an investor in determining whether to buy, sell, or hold company securities. Information is nonpublic if it has not yet been fully disclosed to the public. Full disclosure generally includes a press release followed by publication in the print media. A speech to an audience, a television or radio appearance or an article in a magazine or other publication may not qualify as a full disclosure.

Some examples of information that could be material nonpublic or inside Information include:

- Future earnings/loss projections
- Financial results or information
- News of significant gain or loss
- Pending/proposed merger, acquisition, divestiture or tender offer
- Significant management changes
- Dividend declaration
- Similar information about other public companies
- Prospective large block of trade in WellPoint stock

Remember that you may be overheard in public places such as airplanes, elevators, restaurants, break areas, speakerphones and when using portable communications devices. Follow WellPoint's policies and procedures when transmitting confidential, proprietary, private or material nonpublic information through electronic means, or when storing or disposing of confidential, proprietary, private and material nonpublic information.

Any inappropriate use or disclosure of inside information by you may subject you, the company and any person to whom the inside information is communicated, to severe penalties, both criminal and civil, under both state and federal law. It may also result in immediate termination of employment or other corrective action. Before trading in WellPoint securities, company officers, members of the Board of Directors and other designated associates should consult WellPoint public company policies. In addition, company officers and members of the Board of Directors must pre-clear any transactions in WellPoint securities with the Legal department or the Corporate Secretary.

The WellPoint policies on Dissemination of Material Nonpublic Financial and Membership Information, Insider Trading of WellPoint Stock, and Investor Relations are available on WorkNet through the Companywide Policies and Guiding Principles Quick Link.

### **Requests for Confidential Information Related to Government Contracts**

Much of the information pertaining to a government contract (federal, state and local) is considered government property. The Freedom of Information Act, the Privacy Act of 1974 and other laws prohibit unauthorized use or disclosure of this information. If you receive a request for such confidential information you should forward the inquiry to your manager, the Legal department or the Ethics and Compliance department.

If you work for a government business unit, you are accountable for knowing and complying with your business unit's policies.

## Use of WellPoint's Assets

You may only use WellPoint's funds, property and other physical assets to conduct WellPoint's business, or for related purposes which are consistent with WellPoint's values and authorized by management. You must not use, sell, loan, give away, remove, tamper with, or otherwise dispose of company assets, regardless of condition or value, except when properly authorized by company policy. Some examples include, but are not limited to:

- Company time
- Cash, checks and drafts
- Company credit cards
- Buildings and fixtures
- Office supplies
- Computer hardware and software
- Documents, data and records
- Fax machines
- Telephones
- Copiers
- E-mail, Internet and intranet

Associates, contractors, agents, temporary workers and consultants are expected to use WellPoint's assets in a professional, productive, ethical and lawful manner consistent with WellPoint policies.

### Electronic Assets

WellPoint owns, leases and provides certain electronic communications equipment and systems that are necessary for our business operations. You must abide by the policies and procedures that relate to such equipment and systems, which WellPoint has established to safeguard the integrity of its electronic assets. The company maintains an Information Assurance program. Also, be aware of your business unit's business recovery program.

The unauthorized sharing or improper use of passwords, access codes or logon IDs is prohibited. You may not illegally copy software or use illegal or unauthorized software on the WellPoint computer network.

WellPoint's e-mail, Internet, intranet, telephone, voice mail system, fax equipment and other electronic means are company assets to be used for legitimate business purposes. Limited personal use is allowed, as long as such use is allowed by your manager, does not affect your productivity or result in a direct, material cost to WellPoint, and complies with applicable WellPoint policies and the law.

WellPoint reserves, and may exercise, the right to review, copy, audit, investigate, intercept, access and disclose any use of the computer, e-mail, Internet, and telephone including all messages created, received or sent for any purpose. The contents of electronic storage (i.e., e-mail) may be disclosed within WellPoint, as well as to government agencies without your permission.

## Use of WellPoint's Assets

(Continued)

You do not have an expectation of privacy in the electronic messaging systems used during your employment with WellPoint. Electronic mail content may be reviewed as part of an ethics and compliance investigation or whenever deemed necessary.

WellPoint's assets may not be used for any illegal activity, personal gain, solicitation of personal business, the sale of any services or products other than WellPoint's, or the advancement of individual views or harassment of any type. You are prohibited from sending any communications that include inappropriate remarks about race, color, religion, sex, gender, age, national origin, marital status, sexual orientation, veteran status, disability or any other status or condition protected by applicable federal or state statutes. Disclosures to conduct WellPoint's business, such as actuarial or affirmative action purposes, are not prohibited.

Prohibited uses of WellPoint's electronic assets include but are not limited to: creating, viewing, receiving, sending or downloading chain e-mail, jokes, sexually explicit material or communications that are inappropriate, inflammatory or derogatory. Violation of this policy may result in corrective action up to and including termination of employment and legal action.

### **Blogs, Chat Rooms and Wiki Web sites**

The policy governing the use of blogs, chat rooms and wiki web sites is located on WorkNet through the Companywide Operating Policies and Guiding Principles Quick Link.

Associates must not disclose Company confidential information and should make it clear in their messages that the views expressed are theirs alone. Content may not be harassing or defamatory towards any person or entity including other associates, managers, members, competitors or any business partners of the Company. Any associate making disparaging comments is subject to corrective action, up to and including termination of employment.

### **Recording and Reporting Information**

Accurate and complete records are vital to the corporate decision-making process and to the collection and reporting of our financial, legal and regulatory data. You are responsible for accurate and timely recording of financial and business information, and for maintaining appropriate documentation supporting such information. These responsibilities apply to, but are not limited to the following types of records: expense accounts, vouchers, invoices, payroll and service records, performance records, proposals, budgets and workload reports, financial statements, periodic and current reports, registration statements, proxy materials or other documents filed with the Securities and Exchange Commission.

False, incomplete or intentionally misleading entries or reports are not permitted. Also, no secret or unrecorded funds shall be established for any reason, nor shall company funds be placed in any personal or non-corporate account.

Officers of WellPoint are often asked to sign statements certifying the accuracy of financial and non-financial information we provide to regulatory agencies. Reports submitted to government agencies must provide full, fair, accurate, timely and understandable disclosure. Inaccurate financial or operational information provided in connection with certifications could subject WellPoint and the persons signing the certifications to severe civil and criminal penalties. If you prepare, sign or support any such certifications, inquiries, vouchers and other reports, you must prepare them timely and accurately. Cost accounting standards, if applicable, must be followed to allocate costs properly to government contracts.

### **Record Retention and Destruction**

You are required to know and comply with the WellPoint Records Management policy and procedure available on WorkNet through the Companywide Policies and Guiding Principles Quick Link. You are also required to know and comply with WellPoint's retention schedule which is available on the Enterprisewide Print and Mail Operations site on WorkNet.

The destruction or disposal of company records, as defined in corporate policy, is not discretionary. Records relevant to pending litigation, a government or internal investigation or audit may not be altered or destroyed. Destruction and alteration of records to avoid disclosure in a legal proceeding, government investigation or audit may constitute a criminal offense. The Sarbanes-Oxley Act of 2002 specifically prohibits the destruction, alteration or falsification of records in connection with any federal government matter or bankruptcy.

## Media Relations and Communications

You are required to adhere to WellPoint's Media Disclosure policy to help ensure that all communications between WellPoint and the news media or outside sources are accurate and consistent. If a member of the media or an outside source contacts you, or you are planning to speak with the media or an outside source, you must first contact WellPoint's Corporate Communications department. The Media Disclosure policy is available on WorkNet through the Companywide Policies and Guiding Principles Quick Link.

## On Your Own Time

You must perform your responsibilities in a manner that furthers the interests of the company, and must not compromise those interests due to actual or perceived conflicting interests with other business or personal concerns. A conflict of interest arises when your personal interests or activities appear to influence, or may influence, your ability to act in the best interests of WellPoint.

### Conflict of Interest — Disclosure

Newly hired associates must complete a Conflict of Interest Disclosure and Board of Directors, officers and certain associates are required to complete a Conflict of Interest Disclosure on an annual basis. In addition, when your job responsibilities, outside activities or personal relationships change, you are required to disclose any potential conflicts of interest to your manager and update your Conflict of Interest Disclosure. If you have any questions regarding the need to update your Conflict of Interest Disclosure, please discuss the matter with your manager.

### Conflict of Interest — Personal Financial Interests

You may not own, directly or indirectly, a significant financial interest in any business entity that engages in business with, seeks to do business with, or competes with WellPoint, unless specific written approval has been granted by WellPoint's Chief Compliance Officer. In general, a "significant financial interest" is ownership by an associate and/or immediate family member of more than one percent of the outstanding securities/capital value of a corporation or that represents more than five percent of the total assets of the associate and/or immediate family members.

### Conflict of Interest — Family and Personal Relationships

Based on qualifications, WellPoint allows for the employment of relatives and individuals involved in personal relationships with other associates. Whenever the hiring, promoting or transferring of family members or those with whom you have a personal relationship would result in a conflict of interest, WellPoint will not consider the transfer or promotion or accept applications for employment. Conflicts of interest occur if the hiring, promoting or transferring of your family member or someone with whom you have a personal relationship would result in the creation of any of the following:

- A supervisory associate/subordinate relationship.
- The appearance of any other potential or actual conflict of interest.

You are expected to disclose family and personal relationships in writing to your manager whenever a prohibited relationship does or might occur. Each situation will be evaluated by your manager and the Human Resources department and appropriate action will be taken, if necessary.

You are not allowed to make decisions involving the hiring, promoting, transferring, compensation, performance evaluation, corrective action or termination of family members or those with whom you have a personal relationship. Undisclosed family and personal relationships involving conflicts of interest are a violation of this policy and subject to corrective action up to and including termination of employment.

### **Conflict of Interest — Outside Employment and Other Activities**

Your primary employment obligation is to WellPoint. Any activities such as a second job or personal business must not conflict with your obligations to WellPoint and must be reported to your manager. Also, you may not use company time, name, influence, assets, facilities, materials or the services of other associates for any outside activities. WellPoint, however, encourages non-compensated activities, such as service on voluntary community boards and involvement with charitable organizations.

### **Conflict of Interest — Someone Close to You Working in the Industry**

You may find yourself in a situation where your spouse, another member of your immediate family, or someone else close to you has a relationship with a competitor of WellPoint or another business in the health benefits industry. Such situations require extra sensitivity to security, confidentiality and conflicts of interest.

### **Political Activity and Contributions**

WellPoint recognizes your right as a citizen to participate in the political process. When engaged in political or civic activities, you shall let it be known that the views expressed are yours as an individual and not those of the company.

Federal and state laws restrict the use of corporate funds and assets in connection with elections. Consequently, you may not make any political contribution to any candidate, office holder or political organization for or on the behalf of WellPoint. The term “political contribution” includes payments, provision of services, purchasing tickets or furnishing supplies on behalf of a candidate for political office. You may not use any WellPoint property, facilities or time of any other associate for any political activity unless approval has been obtained in accordance with established corporate procedures.

WellPoint’s senior management and Public Affairs associates may, to the extent permissible by law, actively participate in political activity to fulfill their responsibilities as advocates on behalf of WellPoint within the political process. For example, Public Affairs associates may use WellPoint resources to respond to requests for political contributions to political campaigns and organizations. In performing their duties, however, Public Affairs associates may not use WellPoint resources to support, in their personal capacity, any candidate, office holder or political organization.

Remember the following guidelines when engaging in individual volunteer political fundraising or other political activity:

- The activity is personal and must not be conducted on company time.
- Do not ask any WellPoint associate to assist with such activities.
- Use your own personal (not WellPoint’s) stationery and postage or the campaign’s stationery and postage. Do not use a business return address or business telephone number.

- Type your own letters and political communications from home or ask the campaign to do it for you.
- Any RSVP must be returned to the campaign, to your home address or telephone number, or to a post office box not associated with WellPoint.
- Do not collect political contributions on WellPoint property. Have them sent directly to the campaign or brought to the fundraising event.

Certain other types of political activity are not prohibited, however. WellPoint encourages your attendance at candidate forums and appearances by public officials and other programs that are sponsored by WellPoint. In addition, the WellPoint Political Action Committee (WELLPAC) makes contributions to selected political committees and candidates for office with funds contributed voluntarily by associates who wish to support the political process. Only to the extent permitted by law are WellPoint funds used to pay the administrative costs of such programs. If you have a question about what is or is not proper, contact the Public Affairs, Legal or Ethics and Compliance department before agreeing to do anything that could be construed as involving WellPoint in any political activity at the federal, state or local levels.

### **Lobbying/Contacting Legislators or State Government Agencies**

Laws and regulations at the federal and state level regarding contacting legislators and state government agencies are strictly enforced. If you have a business need to contact a legislator or state government agency, you must first contact WellPoint's Public Affairs department for guidance.

## **Conducting WellPoint's Business**

WellPoint obtains business on the merits of its products, services and people. In this pursuit, we strive to do business with organizations that demonstrate high standards of business ethics and integrity. No matter what organization you are dealing with or what its relationship is to WellPoint, you must always observe the following general standards.

### **Fairness**

The manner in which we deal with our customers and other business relationships affects our reputation, builds long-term trust and determines our success. WellPoint is committed to competing fairly and ethically.

You have a responsibility to deal fairly and honestly with WellPoint's customers (i.e., business colleagues, competitors, providers, suppliers, vendors) and other coworkers. You must not take unfair advantage of any associate, or potential, former or current customer or business colleague through manipulation, concealment, abuse of privileged information, misrepresentation of material facts or any other unfair business practices.

### **Community Service**

To thrive and grow, WellPoint must contribute to the welfare of our communities. The company is dedicated to participating in programs designed to improve the health of residents in our communities by sponsoring a variety of community and state programs and initiatives.

### **Gifts and Special Courtesies**

You should use good judgment and discretion to avoid even the appearance of impropriety or obligation in giving or receiving gifts and entertainment. You should be certain that any gift given or received, or entertainment hosted or attended by you does not violate the law, customary business practices or the WellPoint Standards.

## Gifts and Special Courtesies — Acceptance

You and your family members may accept gifts or other special courtesies from individuals or entities outside of WellPoint, provided:

- Acceptance of the gift or special courtesy will not compromise your ability to act in the best interests of WellPoint.
- The value of the gift or special courtesy does not exceed \$100 per occasion.
- The gift or special courtesy is reasonable and appropriate to the occasion and accepted on an infrequent basis, regardless of the amount.
- The gift or special courtesy is not cash (honoraria, vouchers and some coupons are considered cash gifts).
- You disclose the gift or special courtesy to your manager.
- The total value of gifts or special courtesies from individuals or entities outside of WellPoint received by you in any given calendar year does not exceed \$200.
- You are not an associate of a WellPoint business unit administering a government contract, for which more stringent gift and specials courtesy exceptions may apply.

Perishable gifts such as flowers and fruit baskets valued in excess of \$100 may be accepted only if they are shared by your department and appropriate management approval is obtained.

## Gifts and Special Courtesies — Offering

You must never offer to give money directly or indirectly to influence, obtain or retain business. Such payments may be considered bribes or kickbacks that violate WellPoint's policies and laws.

You may offer gifts or special courtesies to individuals or entities outside of WellPoint, provided:

- The guidelines outlined in separate sections below are followed when dealing with government customers, WellPoint customers or potential WellPoint customers.
- The gift or special courtesy is reasonable and appropriate for the occasion.
- The total value of the gift or special courtesy does not exceed \$100 per person.
- The total value of gifts or special courtesies offered to the same individual or entity by you in any given calendar year does not exceed \$200.
- A department record is maintained, stating the name of the individual or entity to whom a gift or special courtesy is offered and the value of each gift or special courtesy.
- The gift or special courtesy is not an attempt, or could not be perceived as an attempt, to influence any business decision to obtain or retain business for WellPoint.
- The gift or special courtesy is not cash or a cash equivalent. However, WellPoint may provide a discount; if the discount is of nominal value; reasonable, based upon the circumstances; only offered to existing members for health-related products or based on health-related activities; and the discount is not generally available to the public (i.e., the discount should be unique to WellPoint members). You must check with the Legal department to determine current requirements before offering a discount.

- The gift or special courtesy extended does not violate the Gift and Special Courtesies policy of the recipient's company or organization.
- The Labor Management Reporting and Disclosure Act of 1959 (LMRDA) requires employers to report payments or loans of money to labor organizations or to officers, agents, shop stewards or other representatives or employees of labor organizations. Under Department of Labor regulations, employers are required to report annually (with limited exceptions) payments, gifts, meals, or other things of value provided to Union officials and select other individuals on Form LM10. The law also provides a limited exception for payments under \$250 in the aggregate annually. You should always check with the Legal department to determine current requirements before engaging in this type of activity.

Perishable gifts such as flowers and fruit baskets in excess of \$100 may be extended as a gift or special courtesy if given with the intent they will be shared by more than one individual, such as a department or organization.

If you work for a business unit administering a government contract, you are accountable for knowing and complying with your business unit's policy on gifts, special courtesies and entertainment, as more stringent exceptions apply.

Generally, associates working for a business unit administering a government contract (federal, state or local) are prohibited from accepting meals or anything of value from beneficiaries, physicians, vendors, government agents/representatives or anyone conducting or wishing to conduct business with WellPoint. However, modest items of food, refreshments or trinkets provided during a meeting or seminar may be accepted.

### **Anti-rebating Statutes — Offering Gifts to Customers and Potential Customers**

Anti-rebating statutes prohibit WellPoint associates, agents, brokers, solicitors or any other person representing WellPoint from offering WellPoint customers or prospective customers the following in an attempt to solicit or induce the purchase of WellPoint products or services:

- Employment.
- Shares of stock or other securities.
- Any advisory board contract, or any similar contract, agreement or understanding, offering, providing for or promising any profits or special returns or special dividends.
- Any prizes, goods, wares, merchandise or property of an aggregate valued in excess of individual state's guidelines.

A listing of individual WellPoint core state's guidelines can be found on the Ethics and Compliance intranet site. These guidelines are based on laws and departments of insurance standards in effect at publication of the WellPoint Standards. You should always check with the Legal department to determine current requirements.

### **Antitrust Laws**

WellPoint complies with federal and state antitrust laws and comparable laws of foreign jurisdictions, where applicable. WellPoint independently determines the pricing structure of its products and provider contracts, subject to applicable regulatory review. In independently determining our prices, the company will not enter into any impermissible agreement or understanding, oral or written, with competitors concerning prices, pricing policies, allocation of customers, markets or territories, or terms or conditions of sale or purchase of any product or service.

## Conducting WellPoint's Business

(Continued)

Certain types of activities or transactions may raise special issues under antitrust laws, and should be reviewed by the Legal department for compliance with antitrust laws:

- Marketing programs, especially limiting distribution/sales channels, contracting with brokers/agents and terminating brokers/agents.
- Any exclusive provisions and contracts with suppliers, brokers/agents or providers.
- Selective contracting with providers.
- Membership and trade associations.
- Any joint venture or joint bidding arrangement.
- Any sharing of confidential information with competitors.

WellPoint's Antitrust Compliance policy, along with a guide to the antitrust laws, is available on WorkNet through the Companywide Policies and Guiding Principles Quick Link.

### Federal Anti-kickback Statutes

Federal anti-kickback statutes impose severe criminal, civil and monetary penalties on individuals who offer or accept a kickback and on any company that solicits or accepts kickbacks. A "kickback" is any money, fee, commission, credit, gift, gratuity, thing of value or compensation of any kind, which is provided or accepted, directly or indirectly, to or by any government contractor, government contractor associate, subcontractor or subcontractor associate to improperly obtain or reward favorable treatment in connection with a government contract or a subcontract relating to a government contract, or relating to any circumstance where federal health care dollars are involved. Kickbacks also include any money, fee, commission, credit, gift, gratuity, thing of value or compensation of any kind given as an inducement or reward for referring a person to a health care provider to receive health care services paid for by a federal health care program.

### Vendor/Supplier Relationships

You may be approached by outside sources such as computer vendors, pharmaceutical manufacturers or physicians, offering cash, materials, services or equipment to be used for activities in which WellPoint is engaged, such as member or provider education and disease management programs. Outside sources may or may not have a current business relationship with WellPoint. You may perceive these offers as an attempt only to assist WellPoint in its business. However, the offers have the potential to be perceived as bribes, kickbacks or unfair sales practices, which could, if not properly structured, violate WellPoint policies and laws.

The following activities are not allowed under WellPoint's policies and the law:

- Receipt of cash directly or indirectly from an outside source without any services or services of comparable value.
- Receipt of products or services free or at less than fair market value from any outside source, such as:
  - Materials to be distributed internally or externally.
  - Offers to perform member or provider mailings that are solely on WellPoint's behalf at no cost to WellPoint.
  - Offers to provide research and data results at no cost to WellPoint.
  - Offers to perform free seminars for WellPoint associates, physicians or customers.
  - Participation in joint activities, such as health fairs or other marketing activities.
  - Waiver of seminar fees.
- Receipt of anything of more than nominal value from an outside source, for which no payment or payment of less than fair market value by WellPoint is involved.

As a general rule, if a vendor/supplier or someone affiliated with the vendor/supplier offers to pay for your travel and lodging expenses to attend a conference, meeting or seminar it is sponsoring, you should decline the offer. Under most circumstances, WellPoint must pay for its associates' travel and lodging expenses to avoid actual or perceived conflicts of interest. If you are speaking at the conference, meeting or seminar, typically the conference, meeting or seminar fee can be waived.

In addition, the solicitation of services by a pharmaceutical manufacturer or someone affiliated with a pharmaceutical manufacturer is subject to WellPoint's Policy Regarding the Provision of Services to Pharmaceutical Manufacturers. The policy helps ensure that the receipt of direct or indirect compensation from a pharmaceutical manufacturer for the provision of services does not influence, or appear to influence our formularies, coverage levels, or other utilization management decisions. The policy also helps ensure compliance with applicable law. The policy is available on WorkNet through the Companywide Policies and Guiding Principles Quick Link.

Due to the complexity of legal requirements that might apply in these situations, contact the Legal department to determine whether the contemplated activity complies with the WellPoint Standards and the applicable law.

### Broker Compensation

WellPoint is fully committed to disclose all broker compensation. WellPoint's Broker Compensation Disclosure policy outlines our process to disclose payments to brokers as required by law and regulation. Also, WellPoint has developed a Broker Compensation Brochure for individual and group policyholders that generally describes our Broker Compensation Disclosure policy. The policy governs the compensation attributable to the sales and distribution of WellPoint's group, individual and specialty products when using an outside sales distribution system, such as a network of brokers and applies to brokers, agents, agencies, producers and consultants who are paid by any WellPoint company.

In addition, the policy applies, but is not limited to, any payments in the form of:

- Standard and non-standard commissions;
- Override payments;
- Bonus programs;
- Side arrangements and spot bonuses;
- Marketing, endorsement, association, services and royalty agreements; and
- Trips and prizes.

The policy is available on WorkNet through the Companywide Policies and Guiding Principles Quick Link. Due to the complexity of legal requirements contact the Legal department for guidance.

### Business Entertainment

WellPoint recognizes that business entertainment is an element of the company's ongoing relationship with its customers and prospective customers. Business entertainment includes, but is not limited to, meals, charitable and sporting events, golf, spas, parties, plays, concerts and events where business matters are discussed, but where it is apparent that the event is not intended solely as a business meeting.

During these types of occasions, you are expected to exercise good judgment about socially appropriate behavior. When participating in business entertainment, you must consult with your manager and the WellPoint Travel and Expense Reimbursement policy, which is available on WorkNet through the Companywide Policies and Guiding Principles Quick Link.

## Business Agreements

You must follow the WellPoint Corporate Approvals and Procurement policies available on WorkNet through the Companywide Policies and Guiding Principles Quick Link before engaging in any business arrangement with any agent, broker, representative, consultant or contractor. Such agreements must be in writing and clearly state the services to be performed, the basis for earning the commission or fee, and the rate or fee.

## Procurement Integrity

The Procurement Integrity Act and Federal Acquisition Regulations restrict the activities of contractors and those individuals or companies seeking contracts with the government. You must not do any of the following:

- Offer gifts to government officials or competing contractors.
- Discuss future employment possibilities with government officials or competing contractors.
- Solicit or obtain any proprietary information about competitors or source selection information from government officials. Such information includes, but is not limited to:
  - Proposed prices submitted in response to a solicitation or lists of those proposed prices.
  - Source selection plans and other information marked as source selection information.
  - Technical evaluation plans.
  - WellPoint or competitors' proposed prices or costs.
  - WellPoint or competitors' proprietary information about approaches, processes, operations or techniques.
  - WellPoint or competitors' information identified as contractor bids, proposal information or restricted data, in accordance with applicable laws or regulations.

Furthermore, as a matter of policy, you must follow the same guidelines with respect to interaction with competitors. If you receive any information, i.e., fax, or other written correspondence, from or about a government contract competitor, you must immediately:

- Stop reviewing the document(s).
- Place the document(s) in a sealed envelope.
- Send a memo to Legal describing the specifics of receipt (time, date, means of receipt), people involved and extent of review.
- Send the document(s) and memo to Legal. No copies of the document(s) are to be made or retained.

## False Claims and False Statements Acts

The False Claims Act is a federal law that provides the federal government with the means to recover money stolen through fraud by government contractors. Under the False Claims Act, anyone who knowingly submits or causes another person or entity to submit false claims for payment of government funds is liable for three times the damages, or loss, to the government plus civil penalties of \$5,500 to \$11,000 per false claim.

Individuals who report in good faith an act(s) of fraud, waste and abuse to the government, or file a lawsuit on behalf of the government are protected from retaliation by their employer under the Qui Tam provisions in the False Claims Act and may be entitled to a percentage of the funds recovered by the government.

The False Statements Act prohibits anyone from making a false statement or withholding material information in connection with the delivery of services to, or payments from the government.

As an associate of WellPoint, the federal False Claims and Statements Acts, as well as any applicable state false claims acts, apply to you. You must not make false claims or statements to the federal government or to any applicable state government. Violations of these acts can also result in criminal convictions and up to five years in prison.

WellPoint's non-retaliation policy protects you from retaliation or retribution for making good faith reports of known or suspected misconduct and violations of laws and regulations to the Ethics and Compliance Helpline or through any other available reporting method.

WellPoint's policies and procedures for detecting and preventing fraud, waste and abuse, including information on applicable state false claims acts, are available on WorkNet through the Companywide Operating Policies and Guidelines Principles Quick Link. You may also contact the Special Investigations Unit for more information.

### **Doing Business with the Government**

WellPoint does business with the federal and various state governments. If you work in a business unit contracting with the government, you are expected to comply with the applicable statutory, regulatory and program requirements related to the contract. If you are unsure of the requirements related to a government contract, contact your manager.

Associates working on government contracts have a responsibility to report any known or suspected violations of applicable statutory, regulatory or program requirements. Associates violating these requirements are subject to corrective action, up to and including termination of employment.

## **Laws and Regulations**

You must adhere to applicable federal, state and local laws and regulations, in addition to WellPoint policies and procedures. Although every law cannot be specified in the WellPoint Standards, you should be aware of several laws that are critical to our business. Some of these laws include: Mail Fraud Statute, Wire Fraud Statute, False Claims Act, False Statements Act, the Sherman Act, Obstruction of a Federal Audit, Securities Act of 1933 and Securities Exchange Act of 1934. A summary of these laws and the penalties for violating the laws can be found on the Ethics and Compliance intranet site.

### **Disclosure**

WellPoint is committed to appropriately disclose violations of laws, regulations or requirements under government or business contracts to the applicable governing entities.

# Acknowledgment



Note: My signature on this form acknowledges that:

- I have received WellPoint Ethics and Compliance Training and have access to a copy of the WellPoint Standards.
- I have read the WellPoint Standards, understand its purpose and how it applies to me.
- I agree to comply with the WellPoint Standards.
- I understand that strict adherence to WellPoint policies and procedures is a condition of employment and that WellPoint may take corrective action, including termination, for violations of such policies and procedures, including but not limited to the following:
  - The WellPoint Standards
  - WellPoint Policies and Procedures
  - Failure to Report Instances of Non-compliance with the WellPoint Standards
  - Applicable Laws and Regulations that Guide WellPoint’s Ethics and Compliance Program
  - Terms and Guidelines of Government Health Care Contracts
- I understand that a component of my annual performance review includes adherence to the WellPoint Standards, policies and procedures, laws and regulations, terms and guidelines of government health care contracts, as applicable.
- I have a responsibility to discuss the importance of the WellPoint Standards with associates whom I supervise, as applicable.

## Disclosure Statement

I understand that I am required to truthfully answer the following questions as a condition of my ongoing employment. This information is necessary to comply with requirements of federal law. (“Yes” responses may lead to corrective action including, but not limited to termination).

1. Have you ever been convicted of a felony involving fraud, embezzlement, theft, dishonesty or breach of trust?  
 Yes       No
2. Are you currently excluded, suspended, debarred, sanctioned or otherwise ineligible from participating in federal health care programs or contracting with the federal government?  
 Yes       No
3. Have you ever been convicted of a criminal offense related to the provision of health care items or services?  
 Yes       No

## Confidentiality Statement

I recognize that during my employment at WellPoint, its affiliates and/or subsidiaries, I may have access to confidential, proprietary, private and/or material nonpublic information. Confidential, proprietary, private and/or material nonpublic information includes, but is not limited to: medical, health, and financial information about customers and their dependents; information not publicly available about WellPoint’s operations, plans, development, financial information, purchasing, marketing, sales, provider contracts and costs, pricing, improvements, ideas (whether patented or not) that are related to WellPoint’s activities; information about associates’ salaries, benefits and medical information; and information about business customers and clients. I understand that I am to protect the confidentiality of such information that I have access to or am in possession of, both inside and outside of the physical locations of company offices and that I will not directly or indirectly use or disclose this confidential, proprietary, private and material nonpublic information unless permitted under WellPoint’s confidentiality policies. I understand that unauthorized disclosure of information may subject me to immediate termination and possible criminal and civil penalties.

\_\_\_\_\_  
Date

\_\_\_\_\_  
Signature (please sign clearly)

\_\_\_\_\_  
Printed name (please print clearly) and department

\_\_\_\_\_  
Your manager’s name

**I would like to report a possible violation of the WellPoint Standards. By checking this box I am requesting that Ethics and Compliance contact me.**

**WellPoint, Inc.**

**120 Monument Circle**

**Indianapolis, IN 46204**

**(317) 488.6000**

**[www.wellpoint.com](http://www.wellpoint.com)**