



# Standards of Ethical Business Conduct

March 2006





# Our Commitment to Ethical Business Conduct at WellPoint

**Every decision we make, and every goal we pursue must be accompanied by a dedication to ethical business conduct.**

The WellPoint Standards of Ethical Business Conduct (the “WellPoint Standards”) provide the foundation for our Ethics and Compliance Program. It summarizes our shared values, culture and standards that guide the actions and decisions of each WellPoint associate. Each of us, by reading, understanding and following the WellPoint Standards, helps ensure that the highest ethical standards are upheld.

As we pursue our mission, strategic objectives and business goals, we must always be guided by our commitment to our values. WellPoint's reputation and success have been built by our 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 coworkers, shareholders, customers, business partners, vendors, regulators and communities expect that we will conduct our business with integrity. Every interaction we have, every decision we make, and every goal we pursue must be accompanied by a dedication to ethical business conduct.

Conducting business ethically requires much more than complying with the laws, rules and regulations that govern our business. Living and supporting an ethical culture at WellPoint is the personal and professional responsibility of each of us. I ask for your personal commitment to ethical leadership by embracing our values and the WellPoint Standards. Thank you for doing your part to promote and maintain an ethical work culture at WellPoint.



Larry C. Glasscock  
Chairman, President and CEO





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# Ethics and Compliance - Our Shared Responsibilities

**With your commitment to know and apply the WellPoint Standards, we will continue to meet WellPoint's expectations for ethical business conduct.**

## WellPoint's Values

Our values provide us a shared value system that serves 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.

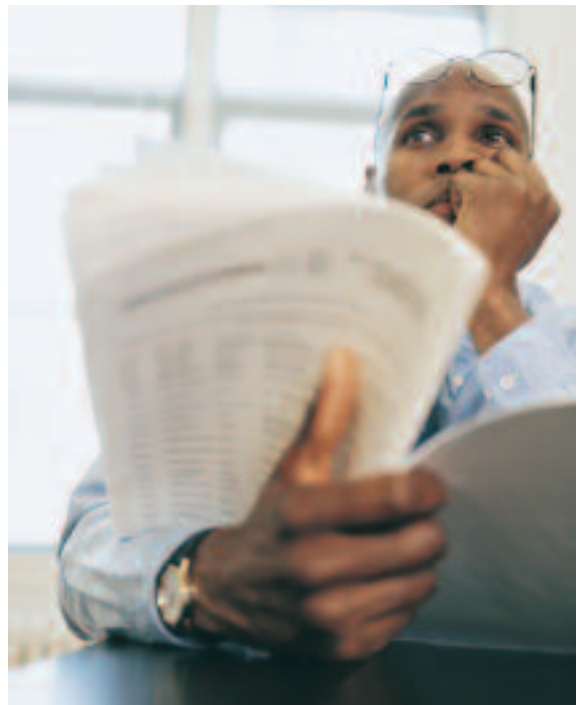
The WellPoint Standards of Ethical Business Conduct (WellPoint Standards) provide a framework for you to put WellPoint's values into action. Weave, embrace and live these values in your everyday work life.

## Knowing and Complying with Company Policies

Please read the WellPoint Standards carefully so you can honor our standard of excellence. With 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.



## Ethics and Compliance - Our Shared Responsibilities (continued)

### Making Ethical Decisions

The WellPoint Standards do not address every potential situation or issue that you may face. It is critical that you understand the WellPoint Standards, the principles behind them, 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 this action honest in every respect?
- Will I be embarrassed if my manager, coworkers, friends, or family learn of my actions?
- Could this action appear inappropriate to others?

If still in doubt, discuss the issue with your manager. Give your manager a chance to solve the problem. If your manager cannot provide you with direction or if you are uncomfortable discussing the issue with your manager, then contact Human Resources, Ethics and Compliance, or Legal for help and advice.

Never engage in dishonest or illegal acts, even if directed to do so by a manager or coworker. Never direct others to act improperly. Immediately report any request to engage in a dishonest or illegal act to your manager or Ethics and Compliance.

### Managers' Responsibility

WellPoint managers are responsible to implement the WellPoint Standards and create and sustain an ethical work environment. This includes, but is not limited to:

- Embrace the WellPoint Standards and cast the shadow of ethical leadership.
- Maintain a workplace environment supportive of the WellPoint Standards.
- Educate associates under their supervision in the meaning and application of the WellPoint Standards.
- Enforce 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 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 Ethics and Compliance when you feel you have exhausted normal management channels or are uncomfortable about bringing an issue to your manager.

#### Ethics and Compliance HelpLine

1-877-725-2702 (toll free)

#### Ethics and Compliance Address

Post Office Box 791, Indianapolis, IN 46206

#### Ethics and Compliance Intranet Site

#### E-mail

[ethicsandcompliance@wellpoint.com](mailto:ethicsandcompliance@wellpoint.com)

**You have an obligation to report any known or suspected violation of the WellPoint Standards.**

**When a report is made to Ethics and Compliance, appropriate action is taken to review and/or investigate the report.**

The Ethics and Compliance HelpLine is always available. If you call the HelpLine when Ethics and Compliance staff members are unavailable or outside normal business hours, please leave your name and telephone number (including area code). A member of the Ethics and Compliance staff 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 HelpLine staff 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 Ethics and Compliance, appropriate action is taken to review and/or investigate the report. Associates are expected to fully cooperate 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, Ethics and Compliance may disclose investigation matters to applicable law enforcement or regulatory entities.

Ethics and Compliance is also a resource available to associates 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 will be forwarded directly to the WellPoint, Inc. Audit Committee as required by the Sarbanes-Oxley Act of 2002.



## Ethics and Compliance - Our Shared Responsibilities (continued)

### Good Faith Reporting and Non-Retaliation Policy

Any associate who reports in good faith a known or suspected ethical or compliance concern, will not be subject to retaliation or retribution. 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.

**Any associate who reports in good faith a known or suspected ethical or compliance concern, will not be subject to retaliation or retribution.**

## Our Work Environment

Our work environment affects the way we perform our jobs. When we work in an atmosphere of honesty and respect, relationships with our coworkers, customers, physicians and others are enhanced. Listed below are summaries of several of WellPoint's policies affecting our work environment. Associates should be familiar with all Human Resources policies and the WellPoint Associate Handbook, which provide further information on these and other policies that associates are expected to embrace.

### Alcohol and Drug-Free Work Place

WellPoint is committed to providing an alcohol and drug-free workplace, which helps to 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 and/or controlled substances 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 will not tolerate associates driving while intoxicated.

**When we work in an atmosphere of honesty and respect, relationships with our coworkers, customers, physicians and others are enhanced.**

**WellPoint provides equal opportunity in employment to all associates and applicants for employment.**

The possession of drug paraphernalia shall be deemed evidence of a violation of this rule. 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 property may be conducted at any time.

**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. 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.

**Other Activities**

WellPoint prohibits the following activities:

- Possession or display of firearms, explosives or other weapons on WellPoint owned or leased property.
- Acts of physical intimidation, assault or threats of violence.
- Any act violating federal, state or local law.

**Qualification of WellPoint Associates**

WellPoint believes hiring the best-qualified applicant to fill a position 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 individuals utilized through a staffing agency.

Background information may be based on the position requirements, levels of responsibility and/or contractual requirements, including among other things:

- Convictions of criminal offenses 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 otherwise ineligible from participating in a government healthcare program; and
- Identified as a narcotics trafficker, terrorist or other designee, as defined by the Office of Foreign Asset Control, United States Department of Treasury.

**Employment of Government Personnel**

Contact Ethics and Compliance 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 associates 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.

## Our Work Environment (continued)

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 associates are free from discrimination and harassment, including sexual harassment. WellPoint forbids all forms of discriminatory harassment and does not condone or tolerate discriminatory 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 Human Resources. If your manager is in any way involved in the offensive conduct, you must report the situation to Human Resources as soon as possible.

### **Solicitation and Distribution of Materials**

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

WellPoint recognizes that at proper times and places solicitations for charity may be appropriate and permissible. WellPoint also recognizes that at their place of work, associates should be free of attempts to persuade them to buy products or services and they 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.

**WellPoint is committed to providing a work environment where associates are free from discrimination and harassment, including sexual harassment.**

## 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 non-public information, 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

**You must protect all information gained through your employment from inappropriate disclosure at all times.**

### **WellPoint policies and procedures include HIPAA requirements, and must be followed when dealing with protected health information.**

- 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, and must be followed when dealing with PHI. Accessing or sharing confidential member information, including those 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 member 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



## Protecting WellPoint's Information (continued)

### Material Non-Public or Inside Information - About Our Company

Insider trading laws and WellPoint Public Company Policies prohibit the communication, release and use of material non-public or inside information for personal financial benefit. Associates must not buy or sell WellPoint securities based on knowledge of material non-public or inside information. In addition, associates must not share or disclose material non-public or inside information with coworkers, family, friends or others without prior approval from the WellPoint Investor Relations Department or the Financial Analysis Reporting Department.

During your employment with WellPoint, you may become aware of material non-public or inside information about other publicly traded companies. Insider trading laws and WellPoint Public Company 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.

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 non-public 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 non-public 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 non-public information through electronic means, or when storing or disposing of confidential, proprietary, private and material non-public 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 Legal or the Corporate Secretary.

The Insider Trading policy is located on the Legal and Enterprise-wide Guiding Principles Corporate Policies intranet sites.

### 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 (the "Privacy Act"), 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, Legal or Ethics and Compliance. If you work for a government business unit, you are accountable for knowing and complying with your business unit's policies.

**Insider trading laws and WellPoint Public Company policies prohibit the communication, release and use of material non-public or inside information for personal financial benefit.**

# Use Of WellPoint's Assets

**WellPoint owns, leases and provides certain electronic communications equipment and systems that are necessary for our business operations.**

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, temporaries 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 log-on ID's is prohibited. Associates 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) properly obtained for legitimate business purposes may be disclosed within WellPoint without the permission of the associate.

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.

## Use Of WellPoint's Assets (continued)

### 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. Associates 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, Records Management Procedure, and Retention Schedule. These documents can be found on WellPoint's Enterprise-wide Guiding Principles and Corporate Policies intranet site.

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 Relations Policy located on the Corporate Communications intranet site 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 Corporate Communications.

**The destruction or disposal of company records, as defined in corporate policy, is not discretionary.**

# On Your Own Time

## **Associates are expected to disclose family and personal relationships in writing to their manager.**

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 1% of the outstanding securities/capital value of a corporation or that represents more than 5% of the total assets of the associate and/or immediate family members.

### **Conflict of Interest - Family and Personal Relationships**

WellPoint allows the employment of relatives and individuals involved in personal relationships with another associate. Family and personal relationships of a currently employed associate will be considered for employment based on their

qualifications. Whenever the hiring, promoting or transferring of an associate's family or personal relationship would result in a prohibited relationship, WellPoint will not consider or accept applications for employment or the transfer or promotion of the associate.

A prohibited relationship would occur if the hiring, promoting or transferring of an associate's family or personal relationship would result in the creation of:

- A supervisory associate/subordinate relationship (WellPoint considers this a conflict of interest).
- The appearance of any other potential or actual conflict of interest.

Associates are expected to disclose family and personal relationships in writing to their manager whenever a prohibited relationship does or might occur. Each situation will be evaluated by the associate's manager and Human Resources and appropriate action taken if necessary.

Associates are not allowed to make decisions involving the hiring, promoting, transferring, compensation, performance evaluation, corrective action or termination of a family or personal relationship.

Undisclosed family and personal relationships involving a prohibited relationship is 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.

## On Your Own Time (continued)

### **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 you are close to 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 the rights of our associates 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 fund-raising 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 fund-raising event.

Certain political activity, however, is not prohibited. 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 Public Affairs, Legal or Ethics and Compliance 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 your state's WellPoint Government Relations office or federal Public Affairs office for guidance.

# Conducting WellPoint's Business

**All associates must adhere to applicable federal, state and local laws and regulations, in addition to WellPoint policies and procedures.**

WellPoint obtains business on the merits of its products, services and people. 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. suppliers, vendors, competitors, providers, business colleagues) 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 those communities of which we are a part. 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 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 \$100.00 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 \$200.00.
- You are not an associate of a WellPoint business unit administering a government contract, for which more stringent gift and special courtesies exceptions may apply.

Perishable gifts such as flowers and fruit baskets valued in excess of \$100.00 may be accepted only if they are shared by the 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.

## Conducting WellPoint's Business (continued)

- The gift or special courtesy is reasonable and appropriate for the occasion.
- The total value of the gift or special courtesy does not exceed \$100.00 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 \$200.00.
- 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 Legal to determine current requirements before offering a discount.
- The gift or special courtesy extended does not violate the gift and special courtesy 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 LM-10. The

law also provides a limited exception for payments under \$250 in the aggregate annually. You should always check with Legal to determine current requirements before engaging in this type of activity.

Perishable gifts such as flowers and fruit baskets in excess of \$100.00 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 entity.

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 - 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.

**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.**

**Certain types of activities or transactions may raise special issues under anti-trust laws, and should be reviewed by Legal for compliance**

- Any prizes, goods, wares, merchandise or property of an aggregate valued in excess of individual state's guidelines.

A listing of individual WellPoint core states' 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 Legal to determine current requirements.

**Antitrust Laws**

WellPoint complies with federal and state anti-trust 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 this company or any other firm.

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

- Marketing programs, especially limiting distribution channels, contracting with distributors and terminating distributors.
- Any exclusive provisions and contracts with suppliers, distributors 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 has set forth more fully its Antitrust Compliance policy, along with a guide to the antitrust laws, on the Enterprise-wide Guiding Principles and Corporate Policies intranet site.

**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.

**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.

## Conducting WellPoint's Business (continued)

- 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.

Additionally, as a general rule, if a pharmaceutical manufacturer or someone affiliated with a pharmaceutical manufacturer is soliciting services from WellPoint, the provision of such services is subject to the WellPoint policy and procedure administered by the pharmacy benefit management team.

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

### Broker Compensation

WellPoint is fully committed to disclose all broker compensation. WellPoint's Broker Compensation Disclosure policy outlines our process to consistently 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 Broker Compensation Disclosure policy applies to brokers, agents, agencies, producers and consultants who are paid by any WellPoint company. This policy governs the compensation attributable to the sales and distribution of WellPoint's group, individual and specialty products when utilizing an outside sales distribution system, such as a network of brokers, etc.

WellPoint's Broker Compensation Disclosure policy includes, but is not limited to, any payments in the form of standard commissions, non-standard commissions, override payments, bonus programs, side arrangements, spot bonuses, trips and prizes.

The Broker Compensation Disclosure policy is located on the Ethics and Compliance and the Enterprise-wide Guiding Principles and Corporate Policies intranet sites. 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, meal(s), 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 located on the Enterprise-wide Guiding Principles and Corporate Policies intranet site.

### Business Agreements

You must follow the WellPoint Corporate Approvals and Procurement policies located on the Enterprise-wide Guiding Principles and

**When participating in business entertainment, you must consult with your manager and the WellPoint Travel and Entertainment Reimbursement policy.**

Corporate Policies intranet site 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. WellPoint associates must not:

- 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 competitor's proposed prices or costs.
  - WellPoint or competitor's proprietary information about approaches, processes, operations or techniques.
  - WellPoint or competitor's information identified as contractor bid, 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.

## Laws and Regulations

### Associates must adhere to applicable federal, state and local laws and regulations, in addition to WellPoint policies and procedures

Associates 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, associates 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 penalties for violations 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.



# Acknowledgement

**Note:** *This form can be completed electronically during new associate and annual Ethics and Compliance training.*

**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 non-public information. Confidential, proprietary, private and/or material non-public 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 non-public 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) 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.





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