

BioTelemetry<sup>™</sup>  
inc

# CODE OF CONDUCT



FOR EXCELLENCE  
INTEGRITY ETHICS COMPLIANCE

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BioTel<sup>®</sup>  
HEART

BioTel<sup>®</sup>  
CARE

BioTel<sup>®</sup>  
TECH

BioTel<sup>®</sup>  
RESEARCH

# BioTelemetry<sup>™</sup> inc

## Providing Better Information to Improve Human Health and Reduce Cost of Care

The healthcare industry is at a critical juncture, where every effort is being made to increase the effectiveness of care, while decreasing the financial burden on our system. At BioTelemetry, we fuel the advancement of mobile health services by providing leading technology and services that help healthcare providers monitor and diagnose patients and clinical research subjects in a more efficient, accurate, and cost-effective manner.

**everywhere health goes, we go**



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## DOES THIS CODE APPLY TO YOU?

This Code applies to everyone in the BioTelemetry family of companies, at all levels of the organization, including the Board of Directors, and in most circumstances, all full-time, part-time, temporary and contracted individuals doing work for the Company. If you question whether this Code applies to you, please contact the Company's Compliance Department at [compliance@biotelinc.com](mailto:compliance@biotelinc.com).

# BIOTELEMETRY IS COMMITTED TO ACHIEVING EXCELLENCE IN THE PURSUIT OF ITS MISSION.

BioTelemetry is a family of healthcare companies that operates with a mission to provide better information to medical practitioners and healthcare innovators who work diligently to improve human health.

- ▶ Excellence in Our Compliance Program and Providing Compliance Resources and Support
- ▶ Excellence in Our Relationships with Our Colleagues
- ▶ Excellence in Our Products and Services
- ▶ Excellence in Our Relationships and Interactions With Others
- ▶ Excellence in Our Relationships with Our Investors
- ▶ Excellence in the Protection of Our Company's Assets

Our commitment to excellence requires that we maintain the highest standards of business conduct and ethics that reflect business practices and principles of behavior that support our standard of excellence.

As we conduct our business, certain questions may arise as to what excellence means. This Code of Business Conduct ("Code") is intended to work in conjunction with our policies, procedures, and other internal training, to answer these questions and to provide information, tools and other resources necessary to make good decisions. No code can answer every question that may arise, and many scenarios that may occur will not be contemplated in this document.

We rely on each of our full-time, part-time, temporary and contracted individuals (our "Colleagues") to use sound judgment in making the right decisions, and, if necessary, to seek input from others who may have the necessary answers. We encourage all of our Colleagues to seek answers, whether through review of internal policies, procedures or this Code, or through requests to other Colleagues internally. Open, honest, and non-judgmental collaboration is one of the keys to achieving excellence.

It is important for everyone to read this Code and understand the roles and responsibilities of Company Colleagues.





# EXCELLENCE IN OUR COMPLIANCE PROGRAM

## COMPLIANCE OFFICER AND COMPLIANCE COMMITTEE

The Compliance Officer is responsible for oversight and implementation of compliance programs relating to the Company. The Compliance Officer works in conjunction with the Company's Compliance Committee, which is comprised of all of BioTelemetry's Senior Vice Presidents, and several other key employees, to ensure that BioTelemetry and its companies are compliant with all relevant areas of regulation. The key components of the compliance function include this Code, policies, training, communications, auditing, monitoring and remediation of wrongdoing. BioTelemetry's Audit Committee of its Board of Directors oversees the Company's Compliance Program through regular reports from the Company's Compliance Officer.

## COLLEAGUE RESPONSIBILITIES

BioTelemetry relies on all of its Colleagues to take an active role in the Company's compliance with all applicable standards, laws, policies and obligations. An "all hands on deck" approach means that with appropriate compliance awareness training, and an open and collaborative environment, all of our Colleagues will work together to foster the practice of compliant behavior and support a culture of compliance within the organization.

### EXCELLENCE MEANS THAT YOU:

- ▶ Report any exclusions or professional licensure suspension, revocation or sanctioning to the Company as soon as possible;
- ▶ Report convictions of any criminal offense other than a minor traffic violation to the Company. For the purposes of this reporting obligation, the term "convicted" includes (1) when there has been a finding of guilt against you; (2) when you have entered and a court has accepted a plea of guilty or nolo contendere (no contest); (3) where allowed by law, when you have entered into a pre-trial agreement to avoid conviction, or (4) when you have entered into participation in a First Offender, deferred or withheld adjudication, pardon program, or other arrangement or program where a judgment of conviction has been withheld;
- ▶ Understand and abide by the Code and all applicable Company policies and procedures;
- ▶ Report any business activity believed to violate the law, the Code, or Company policy using the reporting resource that is the most appropriate;
- ▶ Cooperate with investigations when requested, and protect the integrity of the investigation by maintaining its confidentiality;
- ▶ Use resources to ask questions or get help when something is unclear or does not "feel right"; and
- ▶ Use good judgment in cases where there is no clear rule, law, policy or procedure.

## LEADERSHIP RESPONSIBILITIES

Leadership entails special responsibilities. While setting the tone at the top, BioTelemetry leadership must “walk the talk,” and demonstrate the Company’s values in all of their dealings on its behalf. BioTelemetry leaders are responsible for making strategic business decisions that align with the law, our ethical standards and this Code.

In addition, while setting the “tone at the top,” BioTelemetry’s leadership is trained on the content and operation of the compliance and integrity program, including, but not limited to, the standards for participating in Medicare as an Independent Diagnostic Testing Facility (“IDTF”) and Durable Medical Equipment, Prosthetics, Orthotics, and Supplies (“DMEPOS”) supplier. The leadership team plays an important role in building the Company’s integrity, respect, credibility and long-term sustainability.

### EXCELLENCE MEANS THAT YOU:

- ▶ Maintain a positive, ethical work environment;
- ▶ Make certain that Colleagues understand what is expected of them both professionally and ethically;
- ▶ Maintain an “open door” policy on a routine basis for Colleagues to ask questions and raise concerns;
- ▶ Address issues raised by Colleagues by listening and taking action, when appropriate;
- ▶ Be fair and objective; and
- ▶ Be a positive role model.



## FINANCIAL LEADERS

Financial leaders have special responsibilities related to Sarbanes-Oxley requirements. They must establish, maintain and periodically certify the adequacy of internal controls for financial reporting. These leaders are also responsible for reporting material deficiencies or weaknesses in the Company's internal controls.

## WHAT HAPPENS IF WE VIOLATE OUR CODE?

On and off the job, BioTelemetry expects all Colleagues to comply with the law and treat other people with respect, honesty and courtesy. Disruptive, unproductive, immoral, unethical or illegal actions are NOT acceptable at BioTelemetry. A failure by any colleague to comply with laws or regulations governing BioTelemetry's business, this Code or any other BioTelemetry policy or requirement, may subject BioTelemetry to the civil and/or criminal fines and penalties associated with that Colleagues' misconduct. Additionally, such failure may result in disciplinary action against the colleague(s) up to and including termination of employment, and, if warranted, legal proceedings and payment of restitution. Non-compliance includes failure to properly supervise subordinates in order to prevent and detect misconduct, and failure to report violations that come to your attention.



# RESOURCES AND SUPPORT

## EXCELLENCE IN PROVIDING COMPLIANCE RESOURCES AND SUPPORT

The resources listed in this document should be used when you need some help, or want to report a question, issue or concern. It is the responsibility of each colleague to use these resources for guidance, advice, information and/or reporting, and to keep reports and other interaction with the Compliance Officer or Compliance Committee confidential. This is necessary so that the Company can maintain an effective Compliance Program.



## EXCELLENCE IN PROVIDING COMPLIANCE RESOURCES AND SUPPORT

### EXCELLENCE MEANS THAT:

The Company provides you with resources to help you with:

- ▶ Code of Conduct issues;
- ▶ Ethical situations not specifically covered in this Code;
- ▶ Interpretation of Company policies and procedures;
- ▶ Internal control and/or accounting issues; and
- ▶ Fraud, waste and abuse questions or concerns, including concerns relating to participation in Medicare, compliance with the IDTF Standards and the DMEPOS Quality Standards, and other State and Federal programs.

## COMPANY POLICIES AND PROCEDURES AND OTHER DOCUMENTS

### EXCELLENCE MEANS THAT:

- ▶ The Company provides you with documents such as this Code, an Employee Handbook, Company Policies and Procedures, training and other instructions and detail relating to your conduct.
- ▶ The Company's policies and procedures are easily accessible on the Company's intranet site, as well as Company owned databases. If you have questions about which policies and procedures apply to you, or help understanding the policies and procedures, your supervisor can assist you.
- ▶ The Company periodically provides live and electronic training designed to educate its Colleagues on specific topics. This education is generally mandatory, and is a very useful resource to learn more about what you need to do to demonstrate excellence in your position with the Company.

## REPORTING ISSUES, QUESTIONS OR CONCERNS

### EXCELLENCE MEANS THAT:

- ▶ If you become aware of any issues, or have any questions, regarding violations of this Code, the Company's policies and procedures, or relevant laws and regulations, please report these issues to your supervisor as soon as possible. If it is not appropriate for you to seek guidance from your supervisor because the issue involves your supervisor, or because you feel uncomfortable sharing the issue with your supervisor, please report the matter to the Company's Human Resources Department, the Company's Compliance Department at [compliance@biotelinc.com](mailto:compliance@biotelinc.com), or another appropriate individual within the Company who you feel can assist with the issue. You can also contact the Company's Compliance Hotline, as referenced later in this document.



# PEOPLE

## EXCELLENCE MEANS THAT:

Many people are available within the Company to help you with advice, answer questions, or for reporting issues or concerns:

- ▶ Compliance Officer – [compliance@biotelinc.com](mailto:compliance@biotelinc.com)
- ▶ Privacy and Security Officer(s) – [privacy@biotelinc.com](mailto:privacy@biotelinc.com)
- ▶ Office of Corporate Secretary – [secretary@biotelinc.com](mailto:secretary@biotelinc.com)
- ▶ Investor Relations – [investorrelations@biotelinc.com](mailto:investorrelations@biotelinc.com)
- ▶ Office of General Counsel – [generalcounsel@biotelinc.com](mailto:generalcounsel@biotelinc.com)
- ▶ Your manager or someone else in the management chain
- ▶ Your Human Resources representative
- ▶ BioTelemetry's Compliance Hotline (as referenced later in this document)
- ▶ If you have a concern about financial or accounting practices, internal controls or other financial matters, you may report it directly to the Audit Committee of the Board of Directors. To do so, you should utilize the Company's Compliance Hotline, or forward your concern to:

Compliance Officer  
BioTelemetry, Inc. 1000 Cedar  
Hollow Road  
Suite 102  
Malvern, PA 19355  
[compliance@biotelinc.com](mailto:compliance@biotelinc.com)

## NO RETALIATION

BioTelemetry does not tolerate retaliation against anyone who participates in an investigation, raises a legal, compliance or ethical question or concern, or reports misconduct in good faith. “Good Faith” means that the report was made out of genuine concern for the Company or team members involved.

## OPEN DOOR

We value and practice the “Open Door Policy” to provide every opportunity for the flow of ideas, questions, concerns, or for reporting of violations of law, policy or other Company obligations without the fear of retaliation. You are always free to bring matters to your supervisor, or to others within the Company, including members of senior management, Human Resources, the Compliance Department, or other resources as referenced in this Code. Many violations can be avoided by simply asking for help.

## COMPLIANCE HOTLINE

BioTelemetry has partnered with a third party, Navex Global, to provide the Alertline system as a portal for the confidential and anonymous reporting of compliance related questions, concerns or issues. All reports are directed to the Compliance Department for handling, and reviewed by the Audit Committee of the Board of Directors on a quarterly basis.

If you have a compliance related question, concern or issue to report, and do not feel comfortable sharing it with your supervisor, a Human Resources representative, the Compliance Department, or another individual internally, you are encouraged to use the Alertline system to communicate your question, concern or issue anonymously to the Company.

### ALERTLINE WEBSITE:

[www.biotelinc.alertline.com](http://www.biotelinc.alertline.com)  
or by visiting [www.alertline.com](http://www.alertline.com)  
(entering “BioTelemetry” as the company)

### BY TELEPHONE:

**1-877-325-5397**

## WAIVERS

In the unlikely event that a waiver of, or amendment to this Code may be necessary, please contact the Compliance Department at [compliance@biotelinc.com](mailto:compliance@biotelinc.com), with your request and a description of the circumstances supporting your request.



# PRODUCTS AND SERVICES

## EXCELLENCE IN THE PRODUCTS AND SERVICES WE PROVIDE

The products and services we provide are utilized by medical practitioners and the healthcare industry to gain crucial information that can assist in the diagnosis and treatment of disease. It is our mission and goal to maintain a culture of achieving excellence in every aspect of the provision of those products and services in order to provide quality and dependable products and services to our customers.

In addition to our own high standards, we are also governed by State and Federal law, as well as contractual obligations to the customers we serve. These laws and obligations help us to identify the external standards and expectations we need to meet or exceed in order to demonstrate our achievement of excellence.



## PROFESSIONAL STATUS AND LICENSURE

We are required by law, and at times by contractual obligation, to conduct certain background checks and consult other resources. Specifically, we must verify that each of our Colleagues, and some vendors, contractors and temporary Colleagues who work for us, are in good standing with Medicare, the U.S. Department of Health and Human Services, the Office of the Inspector General (OIG), the Office of Foreign Assets Controls, the Food and Drug Administration, and other State and Federal regulatory bodies.

You may have been hired by the Company to provide professional services requiring professional licensure, certification or registration, including medical, legal, financial and other specialties.

### EXCELLENCE MEANS THAT YOU:

- ▶ Notify the Company as soon as possible if you are, or at any time have been, placed on any exclusion list;
- ▶ Notify the Company as soon as possible if you have been convicted, plead guilty or entered into a pre-trial agreement, deferred or withheld adjudication or similar pardon program for a crime in any way related to, or affecting the services you are providing to the Company;
- ▶ Maintain, and keep up-to-date, any licensure, certification or registration required to perform your job within the Company;
- ▶ Provide professional services only if you have the required license, certification or registration; and
- ▶ Notify your supervisor as soon as possible if your license, certification or registration is revoked or suspended, or any State, Federal or professional organization has taken any action that may negatively impact your license or ability to practice.



## MEDICARE PART B PARTICIPATION

The Medicare Part B Program covers items and services like laboratory tests, surgeries, and doctor visits and supplies, which are considered medically necessary to treat a disease or condition. BioTelemetry's diagnostic monitoring companies - CardioNet, LLC, LifeWatch Services, Inc., and HeartCare Corporation of America, Inc., as well as its diabetes monitoring company, Telcare Medical Supply, LLC, participate in Medicare Part B as IDTF facilities and DMEPOS supplier, respectively, across the country. Participating in this program requires these companies to comply with all Federal and State Fraud and Abuse laws and regulations, as well as certain IDTF Standards and DMEPOS Quality Standards.

Examples of Federal Fraud and Abuse Laws applicable to these companies are the State and Federal false claims and anti-kickback provisions. Our diagnostic monitoring companies are also subject to Medicare's exclusion and monetary penalties laws. Government agencies, including the Department of Justice, the Department of Health and Human Services Office of Inspector General (OIG), and the Centers for Medicare and Medicaid Services (CMS), are among the entities charged with enforcing these laws. It is crucial to understand these laws because following them is the right thing to do, and violating them could result in criminal penalties, civil fines, exclusion from the Federal healthcare programs, or loss of professional licensure.

Federal and State false claims acts and similar laws prohibit submitting false claims or making a false record or Statement in order to gain reimbursement from, and/or avoid an obligation to a government-sponsored program, such as Medicare or Medicaid. Federal and State anti-kickback provisions – discussed further below with regard to professional interactions – prohibit payments and transfers of value to healthcare professionals ("HCPs") such as physicians and nurses in return for or to induce the referral or recommendation of patients or Medicare business. Our diagnostic and diabetes monitoring companies adhere to all applicable laws, regulations and program requirements.

## MEDICARE PART B PARTICIPATION

### EXCELLENCE MEANS THAT YOU:\*

- ▶ Use appropriate coding for reimbursement of the products and services we are providing;
- ▶ Take care to ensure our billings are accurate and supported by appropriate medical evidence;
- ▶ Verify that all prescriptions for our products and services are complete, accurate and properly submitted;
- ▶ Provide no assistance with the selection of diagnosis codes to our medical practitioners who prescribe or may prescribe our products and services;
- ▶ Do NOT provide HCPs with cash, gifts, entertainment, credits, inappropriate free goods or services, or the improper forgiveness of debt. We do not sell or purchase goods or services that are inconsistent with fair market value, and we do not routinely waive co-insurance or co-payments, or provide other items of value to induce the prescription or use of our products or services;
- ▶ Strive to educate healthcare professionals and the public about the benefits our products and services offer in medically necessary scenarios. In doing so we do NOT promote over-utilization of our products and services;
- ▶ Follow all laws, regulations and Company policies relating to Fraud and Abuse issues; and
- ▶ Prohibit retaliation against any colleague or partner (vendor, customer, consultant or other individual) who reports questions, issues, or concerns relating to Fraud and Abuse or any other compliance matters.

\* To the extent applicable to your job function

## INELIGIBLE HEALTHCARE PROVIDERS

Federal and State governments have the authority to exclude individuals and/or entities that have engaged in fraud or abuse practices from participation in Medicare, Medicaid and other Federal and State healthcare programs. Further, certain commercial insurance payors require that the Company adhere to all Fraud and Abuse laws and not be excluded from participation in Federal and State healthcare programs.

All employees and vendors of our companies who: (1) participate in State or Federal healthcare programs, and (2) provide services which are part of, or directly related to, the services we bill to State or Federal healthcare programs, must be in good standing and not be excluded from any government funded program to be eligible for employment or contracting.

### EXCELLENCE MEANS THAT:

- ▶ All employees and vendors of our Company who: (1) participate in State or Federal healthcare programs, and (2) provide services which are part of, or directly related to, the services we bill to State or Federal healthcare programs, must be in good standing and not be excluded from any government funded program to be eligible for employment or contracting.

## ANTI-MONEY LAUNDERING

Money laundering involves hiding the origin of unlawfully gained money, for example through drug transactions, bribery, terrorism or fraud. BioTelemetry is committed to complying fully with all anti-money laundering laws and regulations.

### EXCELLENCE MEANS THAT WE:

- ▶ Conduct our business only with reputable customers involved in legitimate business activities, with funds derived from legitimate sources; and
- ▶ Take reasonable steps and have established policies and procedures to prevent and detect unacceptable and suspicious forms of payment, including money orders.

## PRIVACY AND SECURITY OF PERSONAL INFORMATION

While conducting business we routinely collect personal information about our customers and patients. Privacy and Security Laws, including the Health Insurance Portability and Accountability Act ("HIPAA"), require that we take necessary precautions to protect the privacy and security of protected health and other information. The Company provides a "Notice of Privacy Practices" on its website to provide notice to our patients and customers of how we may use their protected information.

### EXCELLENCE MEANS THAT YOU:\*

- ▶ Are aware of our obligations related to protected information, including information protected under HIPAA, and comply with all aspects of our obligations as may be applicable to the function you serve within the Company;
- ▶ Take the necessary steps to make sure all protected information is handled appropriately and in accordance with Company Policies and Procedures;
- ▶ Satisfactorily complete all training offered by the Company relating to the privacy and security of protected information; and
- ▶ Report to the Company's Privacy or Compliance Officer (via phone or email to [privacy@biotelinc.com](mailto:privacy@biotelinc.com)) if you become aware that protected information was, or may have been compromised or handled inappropriately, either by yourselves or someone else, regardless of the intent.

\* To the extent applicable to your job function

## GOVERNMENT REQUESTS AND SUBPOENAS

From time to time the Company receives requests for information from government entities, subpoenas or requests from law firms for certain records relating to our Colleagues, or the patients we serve. It is our policy to cooperate with reasonable and proper requests for such information.

### EXCELLENCE MEANS THAT YOU:

- ▶ Forward all requests for records or subpoenas to the Privacy Officer for review to make sure the requests are legitimate and properly documented before sending records;
- ▶ Provide truthful and accurate responses to requests or subpoenas;
- ▶ Only provide records which are requested and which are part of our normal business records or “Designated Medical Record Set”; and
- ▶ Will NOT alter, withhold or destroy records.







# RELATIONSHIPS WITH OUR INVESTORS

## EXCELLENCE IN RELATIONSHIPS WITH OUR INVESTORS

The work we do directly benefits the patients and customers we serve, but it also benefits the investors who rely on us to run the business efficiently and effectively. State and Federal governmental agencies, as well as other governing bodies, require that we have certain controls in place. The Company has established internal controls, policies and procedures, as well as audit and monitoring processes to ensure that our business is operating in an ethical, legal and compliant manner. The Company also utilizes these tools to ensure that we are conducting our business in a manner which benefits both our customers and our investors.



BIOTELEMETRY COMPLIANCE HOTLINE - 1-877-325-5397 or online at  
[www.biotelinc.alertline.com](http://www.biotelinc.alertline.com). Copyright 2018 BioTelemetry, Inc. All rights reserved.



## THE FEDERAL SARBANES-OXLEY ACT OF 2002 (“SOX”)

SOX and other State, Federal and contractual obligations require that the Company maintain appropriate financial controls, report fraud, bill for services and products accurately, and keep detailed and accurate records of all of our business operations. SOX requires that Senior Management certify to the truth and accuracy of the Company’s financial Statements.

### EXCELLENCE MEANS THAT:

- ▶ The Company maintains books, records and accounts that reflect the business transactions of the Company;
- ▶ Those who serve in a financial role for the Company ensure that disclosures are full, fair, accurate, timely and understandable;
- ▶ You review and abide by the Company’s policies and procedures relating to financial controls, billing, coding and collections, fraud and abuse, interactions with healthcare professionals, and other related matters;
- ▶ You satisfactorily complete all training offered by the Company relating to fraud and abuse, billing and coding and related matters; and
- ▶ You report any concerns appropriately if you become aware of or suspect fraudulent activity regarding the financial reporting of the Company.

## TRADING IN COMPANY SECURITIES

It is generally against Federal law to trade stocks or other securities of a public company based on material, non-public information about that company. Information is considered material if it would likely affect the stock price or an investors decision to buy or sell the stock. It is also prohibited for one to pass along material non-public information to others for the purposes of trading in stock.

The Company has adopted an Insider Trading Policy, which outlines specific guidelines Colleagues, directors and other individuals related to the Company must follow when trading in the Company's stock. The Company has also adopted a Window Policy, which applies to certain corporate officers, directors, and others who regularly have access to material, non-public information.

### EXCELLENCE MEANS THAT YOU:

- ▶ Do not use material, non-public information relating to the Company to trade in the Company's stock;
- ▶ Do not disclose material, non-public information to others for any reason, including as a "tip" for trading in the Company's stock;
- ▶ Comply with all requirements of the Company's Insider Trading and Window Policies, to the extent applicable and
- ▶ Contact the Company's General Counsel with any questions regarding the applicability of the Company's Insider Trading and Window Policies, or generally relating to trading in the Company's stock.

# RELATIONSHIPS WITH OUR COLLEAGUES

## EXCELLENCE IN RELATIONSHIPS WITH OUR COLLEAGUES

The Company's Colleagues and workforce as a group is its greatest asset and strength. Each of us comes from different places, cultures and backgrounds. We all bring a variety of experience, skill and talent to the Company. As a Company, we embrace and celebrate our individual and collective talent, skill and unique contributions by interacting with each other without regard to any personal characteristics.





## NON-DISCRIMINATION, NON-HARASSMENT AND NON-VIOLENCE

We are committed to maintaining a safe, non-violent, harassment-free and inclusive workplace and environment within the Company. The success of our Company depends on the cooperation and mutual respect of every colleague of the Company, regardless of age, religion, gender, identity, expression, race, color, sexual orientation, national or ethnical origin, disability, veteran status, genetics, or any other characteristic protected by applicable laws and regulations. We endeavor to recruit, hire, train, develop and promote based solely on job-related qualifications.

### EXCELLENCE MEANS THAT YOU:

- ▶ Do not disrupt the work environment through behavior that is intimidating, discriminatory, or harassing;
- ▶ Are aware and abide by the Company's anti-harassment, discrimination and violence policies and procedures;
- ▶ Complete all training provided by the Company with regard to harassment, discrimination, inclusion and violence in the workplace; and
- ▶ Report any instances of harassment, discrimination and violence, involving yourselves or others within the Company, to your supervisor, the Company's Human Resource Department, the Company's Compliance Hotline, or, if necessary, directly to the police.

## HEALTH AND SAFETY

We all have the right to work in a safe and healthy environment. Unsafe practices can lead to serious consequences such as personal injury to our Colleagues and others who visit our facilities, as well as injury to the Company. We are committed to the well-being and safety of ourselves, our Colleagues, and anyone doing business with us or visiting our facilities.

### EXCELLENCE MEANS THAT YOU:

- ▶ Follow facility safety rules, regulations, procedures and warnings, particularly those that cover dangerous equipment and materials;
- ▶ Do your part to make sure our offices are tidy and safe, including cleaning up after yourselves in our common break-room areas, restrooms and our workspaces; and
- ▶ Report any unsafe conditions, accidents or hazards to your supervisors as soon as possible.

## DRUGS AND ALCOHOL

We are committed to providing an alcohol and drug free work environment. The unauthorized use, possession, sale, exchange or purchase of drugs or illegal substances on Company premises, or at any time when representing the Company is strictly prohibited. Likewise, use, possession, sale or exchange of alcohol on Company premises or at any time when representing the Company is strictly prohibited, except when associated with an approved business meal or legitimate business event. Prescription drugs ordered by a physician, which do not interfere with job performance, are permitted.

### EXCELLENCE MEANS THAT YOU:

- ▶ Will not come to work under the influence of alcohol, drugs or any other substance that could impair your ability to perform your job or jeopardize the safety of others.

## COLLEAGUE PRIVACY

At BioTelemetry, our work, at times, requires access to Colleagues' healthcare and/or other sensitive information.

### EXCELLENCE MEANS THAT:

- ▶ We must protect the confidentiality of our Colleagues' healthcare and/or sensitive information the same way we protect the healthcare and/or other sensitive information of our customers, healthcare providers and others we serve.



# RELATIONSHIPS WITH OTHERS

## EXCELLENCE IN RELATIONSHIPS WITH OUR OTHERS

BioTelemetry relies on its vendors, suppliers and business partners' integrity, and expects them to assure the safety and performance of their products and services. We make purchasing decisions based on the reliability of our vendors, cost, product and quality. We develop relationships with vendors who demonstrate the same high level of standards and ethics, and we conduct our business with these partners in a mutually professional manner.



## INTERACTIONS WITH SUPPLIERS AND VENDORS

### EXCELLENCE MEANS THAT:

- ▶ We choose vendors that provide quality services, demonstrate our high level of standards and ethics and offer their products and services at a reasonable price;
- ▶ Our relationships with our suppliers and vendors are not influenced by any token gifts, discounts, incentives, meals or other items or gestures of value provided to us by the vendor;
- ▶ We accept gifts, discounts, incentives, meals or items of value only in adherence to the Company's Policies and Procedures; and
- ▶ We accept offers from a vendor which are not in compliance with, or addressed by, the Company's Policies and Procedures only after it is approved by the Compliance Department.



## INTERACTIONS WITH HEALTHCARE PROFESSIONALS AND PATIENTS

BioTelemetry is committed to following the highest ethical standards and complying with all applicable laws and regulations. Our relationships with Healthcare Professionals (“HCPs” and patients are governed by State and Federal law. The Federal and State laws that address paying, providing or offering anything of value to healthcare professionals such as gifts, meals, entertainment or grants in return for or to induce referrals of patients or recommendations of business (known as the Anti-Kickback Laws) are very complex and highly regulated. The consequences for failing to comply with these laws can result in significant monetary and even criminal penalties, including imprisonment. Violations can also result in individuals and companies being excluded from participating in Federally funded healthcare programs such as Medicare and Medicaid. It is important that you understand and comply with the aspects of these laws that may apply to your job function within the Company. If you have any questions as to how or whether these laws apply to you, please contact the Compliance Officer.

### EXCELLENCE MEANS THAT YOU:

- ▶ Will make certain that all interactions with HCPs and patients are professional exchanges intended to communicate and educate the HCP on the benefits of the applicable Company product or service; and
- ▶ Understand and abide by the laws and specific company policies governing the interactions we have with HCPs and patients as a part of our function within the Company.

## INTERACTIONS WITH OTHERS WHO MAY BE IN CONFLICT WITH THE COMPANY'S BUSINESS

A "conflict of interest" occurs when the private interest of an individual related to the Company through employment, contract or other relationship, interferes, or even appears to interfere with the interest of the Company. Conflicts of interest may also arise when a colleague or immediate family member receives improper personal benefits as a result of his or her position in the Company. Situations involving conflicts of interest may not always be obvious or easy to resolve.

### EXCELLENCE MEANS THAT YOU:

- ▶ Avoid situations that present a potential or actual conflict between a personal interest and the interest of the Company;
- ▶ Report to the Company's Compliance Department at [compliance@biotelinc.com](mailto:compliance@biotelinc.com) if you become aware of a potential or actual conflict of interest; and
- ▶ Refer any questions regarding a potential or actual conflict of interest to your supervisor or to the Company's Compliance Department at [compliance@biotelinc.com](mailto:compliance@biotelinc.com).

# INTERACTIONS WITH PUBLIC OFFICIALS OR GOVERNMENT EMPLOYEES OR AGENTS

## PUBLIC OFFICIALS

We are committed to dealing with public officials according to the highest ethical standards. Our conduct with public officials, including political contributions or business transactions, must comply with applicable laws and regulations and Company policy, including disclosure requirements.

The provision of meals, gifts or entertainment to any public official is highly regulated, often prohibited, and can lead to civil and/or criminal liability if it is intended to obtain improper advantage. A public official is any individual who is elected or appointed to serve on behalf of a Federal, State or local governmental entity, or any foreign government. Our conduct with public officials, including any political contributions or business transactions, must comply with applicable laws and regulations and Company policies, including disclosure requirements.

## EXCELLENCE MEANS THAT:

- ▶ BioTelemetry prohibits giving or offering anything of value directly or indirectly, under any circumstance, to a public official in order to influence official action or obtain an improper advantage. "Anything of value" means not only cash, but also gifts, meals, entertainment, services, political contributions, offers of employment or other benefits. Only corporate officers are authorized to approve corporate contributions to political candidates on behalf of the Company, and such contributions must be made consistent with applicable law and Company policies. "Contributions" means not only funds, but also loans, donations of products or supplies, use of facilities, Company personnel or anything else of value.
- ▶ BioTelemetry encourages its Colleagues to support political candidates or causes of their choice as long as it is clear they are not speaking or acting on the Company's behalf. Individuals must not use Company time or resources when acting as a volunteer for a political candidate or cause.

## INTERACTIONS WITH PUBLIC OFFICIALS OR GOVERNMENT EMPLOYEES OR AGENTS

### GOVERNMENT EMPLOYEES

(Including Federal Employee Program (FEP) Employees and State Government Health Plan Employees)

A Government employee is any individual employed by a Federal, State, local or foreign government, or any person or agent acting in an official capacity for or on behalf of such government, department, agency or government-owned business. For the purposes of this Code, an employee or agent of a government employee health plan (such as, the Federal Employee Program or the California Public Employees' Retirement System or CalPERS) is considered a government employee. The provision of meals, gifts or entertainment to any government employee is highly regulated and, under certain circumstances, prohibited by law and can lead to civil and/or criminal liability if it is intended to obtain an improper advantage.

### EXCELLENCE MEANS THAT:

- ▶ BioTelemetry Colleagues may offer a meal, gift or entertainment that is otherwise permissible under this Code and applicable BioTelemetry policies to a government employee or agent provided the BioTelemetry colleague receives written confirmation from the government employee that receipt of that meal, gift or entertainment would be permitted under the laws and rules (such as Codes of Conduct) that are applicable to the government employee.

## INTERACTIONS WITH OR ABOUT OUR COMPETITORS - ANTI-TRUST LAWS

Antitrust laws are designed to protect competition by prohibiting monopolies, price fixing, predatory pricing and other practices that restrain trade. We do not discuss pricing, suppliers or territories with competitors, or make agreements with them on these or other competitive issues. Under certain circumstances, even informal discussion with competitors regarding business plans, marketing, pricing, cost or other similar matters may be illegal.

### EXCELLENCE MEANS THAT:

- ▶ We gain information about competitors only in legal and ethical ways. Just as we expect competitors to respect our confidential information, we respect theirs. Improperly obtained competitor proprietary information cannot be used to the advantage of BioTelemetry or its family of companies. Be careful during any conversations with competitors to avoid discussions regarding pricing, costs, suppliers or territories.

## INTERACTIONS WITH THE MEDIA

At BioTelemetry, only Corporate Communications staff and our Investor Relations Department are authorized to speak with the news media on the Company's behalf. This includes media requests from radio, internet blogs, television, newspaper, trade journal personnel, or other public outlets requesting for statements, information, appearances or photographs.

### EXCELLENCE MEANS THAT YOU:

- ▶ Direct all inquiries and contact with the press to BioTelemetry's Corporate Communications staff and Investor Relations Department.

## INTERACTIONS WITH OUR ENVIRONMENT

BioTelemetry respects the preservation of natural resources and the improvement of the environment. The Company ensures that all environmentally sensitive and hazardous materials are identified and managed to ensure their safe handling, movement, storage, recycling or reuse and disposal.

### EXCELLENCE MEANS THAT WE:

- ▶ Cooperate with governmental bodies and our communities with environmental protection efforts; and
- ▶ Comply with all environmental laws and regulations.



## INTERACTIONS WITH FOREIGN PARTNERS - BRIBERY AND FOREIGN BUSINESS DEALINGS

BioTelemetry complies with the United States' laws, and other applicable laws and regulations that govern the conduct of our international business dealings, including the U.S. Foreign Corrupt Practice Act ("FCPA"), the sanctions administered by the Office of Foreign Assets Control ("OFAC"), and U.S. Export Control Laws.

U.S. sanctions impose general embargos, or substantial restrictions on direct or indirect trade and commercial, financial and other transactions and dealings with various countries, including, but not limited to Cuba, Iran, North Korea, Sudan, and Syria. A list of the various sanctions programs is available at <http://www.treasury.gov/resource-center/sanctions/Programs/Pages/Programs.aspx> ("Designated Countries").

U.S. Export Control Laws regulate the export, re-export, or transfer of certain goods, services, software, and technology. Goods, software, or technology that has potential military end uses may require approval from the U.S. Government prior to export. Further, a license may be required for exports of any item to certain persons, entities, countries, or in support of certain end uses. Among these restrictions, include various limitations on transactions in support of nuclear, rocket or missile, chemical or biological weapon or other proliferation related projects, activities or end-uses. There are also a number of restrictions and sanctions on persons engaged in terrorism or proliferation-related activities or providing assistance or support to persons deemed to be terrorists and/or proliferators under U.S. law (collectively "Designated End Uses").

U.S. Sanctions and Export Control Laws also restrict dealings with certain persons listed on the Entity and Denied Persons lists, the "Specially Designated Nationals and Blocked Persons list ("SDN List"), as well as other lists maintained by the U.S. Department of State or U.S. Government (collectively "Designated Persons"). A consolidated list of these various designated persons is available at <http://www.treasury.gov/resource-center/sactions/SDN-list/pages/default.asp>

## INTERACTIONS WITH FOREIGN PARTNERS - BRIBERY AND FOREIGN BUSINESS DEALINGS

### EXCELLENCE MEANS THAT:

- ▶ We may not personally, through BioTelemetry or through third parties, corruptly authorize, give, promise, directly or indirectly, anything of value to U.S. or non-U.S. government officials, Colleagues or agents of government-owned businesses, political candidates or campaigns, in order to obtain or maintain business or receive special treatment for the Company.
- ▶ BioTelemetry and its employees must maintain the financial books and records of the Company so that they accurately reflect transactions involving the Company's assets. The Company and its employees must also maintain internal accounting controls that are sufficient to assure appropriate control over BioTelemetry's assets. Any request for authorization or payment would violate these provisions, or any information suggesting that these provisions have been violated, must be reported as soon as possible to the Compliance Officer, Legal Department or the Company's Compliance Hotline.
- ▶ Unless specifically authorized by the Company's Legal Department, and in compliance with U.S. law, BioTelemetry Companies shall not do business directly or indirectly with Designated Countries, Designated Persons or sell product or services which may be associated with Designated End Uses.
- ▶ Please see BioTelemetry's policies titled "Foreign Corrupt Practices Act (Anti-Bribery) Policy and U.S. Export Controls and Sanctions Compliance Policy" for further direction on bribery and foreign dealings.

# PROTECTING COMPANY ASSETS

EXCELLENCE IN PROTECTING THE COMPANY'S ASSETS





## CONFIDENTIAL AND PROPRIETARY INFORMATION

Confidential and proprietary information such as trade secrets, technological advances and discoveries, customer lists, pricing, non-public financial, strategic and other information are examples of some of the Company's most valuable assets. Information the Company considers to be confidential and proprietary includes, but is not limited to information that might be valuable to our competitors; information that might affect our relationship with others; information that might affect trading of the Company's stock; and certain other information that the Company might deem confidential.

### EXCELLENCE MEANS THAT YOU:

- ▶ Use proprietary information only for job-related purposes, never for personal gain or to the detriment of the Company;
- ▶ Share proprietary information with co-workers on a "need to know" basis only, and do not disclose it to persons outside the Company, including business associates, or those we serve, except under the terms of a confidentiality agreement approved by the Legal Department;
- ▶ Return all proprietary information in your possession when you leave the Company;
- ▶ Agree, at the Company's request, and as may be applicable to your position with the Company, to execute an agreement or agreements confirming your intent to keep Company confidential and proprietary information secret; and
- ▶ Agree, at the Company's request, and as may be applicable to your position with the Company, to execute an agreement assigning all inventions, discoveries, works, or other items you create during the scope of our work with the Company to the Company.

## PHYSICAL ASSETS

The Company's physical assets include such items as inventory, office supplies, computers, reports, records, telephones, cell phones and other tangible property that the Company owns, rents or leases. Assets may also be non-physical, for example, the Company name, logo, trade secrets, strategies and customer information. Protecting Company assets against loss, theft or other misuse is important because it directly impacts the Company's profitability and reputation.

### EXCELLENCE MEANS THAT YOU:

- ▶ Use the Company name and logo only for authorized Company business and never in connection with personal activities;
- ▶ Use electronic information and services, including email, the company's website and intranet, instant messaging, etc. only for business purposes;
- ▶ Do not share user access credentials such as usernames, passwords, ID's and codes with anyone, in or outside of the Company;
- ▶ Take appropriate steps to protect all Company confidential information including trade secrets, strategies, customer information, financial information; and
- ▶ Care for, handle, maintain, protect and use company assets in a responsible manner in order to preserve the functionality and value of Company property.



## RECORDS RETENTION AND MANAGEMENT

The Company's policies regarding the retention of internal documentation are subject to Federal, State, Local, contractual, professional and other requirements and standards. The Company has developed policies and procedures to assure that it is in compliance with all applicable requirements, standards and laws. Also, the Company may periodically be involved in litigation or other matters which prescribe certain additional record retention requirements.

### EXCELLENCE MEANS THAT YOU:

- ▶ Comply with the Company's records retention policies, procedures and directives; and
- ▶ Retain all Company records in accordance with its policies, procedures and directives.



## BUSINESS FIREWALLS

To maintain information security, BioTelemetry implements firewalls between select businesses within the Company to protect certain competitively sensitive information that each business possesses. Such information includes contract terms, pricing and other financial arrangements. These firewalls become important to contract negotiations in which the businesses must compete on the same terms as their competitors.