

CODE OF CONDUCT

myeyeDr.
OD.



Dear MyEyeDr. Colleagues,

Since our beginning in 2001, our focus has been on providing the best in vision health and wellness to our patients. This has been possible thanks to our affiliated community doctors and knowledgeable teams who put the patient at the center of what they do, treating them with respect, dignity and professionalism at every turn. These behaviors embody trust and integrity, which are core to our practice model and set MyEyeDr. apart from others in the industry, from those who provide services down the street to those who do so online.

It is also vital to our long-term success. Doing the right things in the right way, never compromising, and complying with the laws and regulations will always be part of the fabric of our practices. Each and every one of us have to make choices throughout the day that may challenge us, so this Code is designed to be your companion on this journey, providing “rules of the road” and additional guidance when ethical questions arise. While it cannot address every issue or situation you may encounter, it along with our purpose, promise, strategy and values can help you navigate to decisions consistent with our ethical commitment. Using this Code to inform your actions is essential since you help shape our reputation and contribute to our patients’ continued trust in us.

Thank you for your dedicated service to our patients and the MyEyeDr. community. You help drive our long-term success.

Sincerely,



Sue Downes
Chief Executive Officer



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patient experience



We are here to make a difference in the lives of our patients by placing them at the heart of all we do. I can be counted on to deliver a caring patient experience for each and every patient I see.

oneteam



Our doctors, consultants and support staff are unified as one team with one purpose: helping patients. I am accountable to my team. I am the knowledgeable expert that patients entrust with their vision health and wellness.

disciplined growth



We are ready to provide vision health and wellness to our patients. I commit to delivering consistent personalized care by ensuring each and every patient is seen when they want to be seen and they leave with the best vision correction solutions that my expertise can provide.

PROMISE

PURPOSE

HELPING PATIENTS LIVE THEIR BEST LIVES.

PERSONALIZED EYE CARE,
PROVIDED BY TRUSTED
COMMUNITY DOCTORS AND
KNOWLEDGEABLE TEAMS
WHO HELP YOU SEE,
LOOK, AND BE YOUR BEST.

VISION

TO BE THE LEADER IN
PATIENT EXPERIENCE
FOR VISION HEALTH
AND WELLNESS.

prioritize care



We are all caregivers. We approach every interaction with compassion, attention to detail, and a focus on long-term vision health and wellness.

connect knowledge



We use our knowledge to create personalized product solutions that solve vision problems. This builds trusted relationships with our patients and with each other.

serve as one



We create the most gratifying patient outcomes when we collaborate and coordinate seamlessly - we are better together.

Living Our Code of Conduct

Applicability

This Code of Conduct was adopted and approved by the Board of Directors of Capital Vision Services, LP, and its affiliates and related entities, to include the owners and proprietors of the affiliated care entities that contract with Capital Vision Services, LLC to provide patient care and treatment services. The affiliates and related entities of Capital Vision Services, LLC commonly operate under the trade name “MyEyeDr.”, together herein referred to as “MyEyeDr.” or “the Company.”

Introduction

We are in the business of helping our patients live their best lives. It sounds simple, but sometimes it isn't. This Code is intended to help resolve ethical and compliance issues by providing information, tools and resources to make good decisions.

One approach we suggest in a difficult decision is to ask two questions:

- 1) Is this proper and best for our patients and the Company?
- 2) How would it look if my decision was on social media?

Answers to these questions can help guide your thought process. In the end, MyEyeDr. relies on each colleague to use sound judgment to make the right decision. It is important to read this Code and understand the guidance laid out here.

Scope

This Code applies to everyone in the Company including the Board of Directors, our affiliates, care partner groups and integrated clinicians and every colleague when doing work for MyEyeDr. The same high ethical standards apply to all, regardless your role. In certain circumstances, this Code also applies to contractors and temporary colleagues. It is the responsibility of all colleagues to be familiar with this Code and the related policies and procedures relevant to their role.

Getting More information

Policies and procedures underpinning this Code provide more information and detail about many of the topics in this Code. Our policy and procedure portal is available to all associates on MyEyeShare to find the Policies and guidance we discuss here.

“This Code is intended to help resolve issues by providing information, tools and resources to make good decisions.”

Waivers

In the event you may need a waiver of or exception to this Code, contact the General Counsel.

Seeking Guidance & Reporting Issues

When you have an issue, the first step is to consult your supervisor. If the behavior or issue relates to your supervisor, consider approaching your department head. You can always call the Compliance and Reporting Hotline at **1-844-744-9515**, General Counsel, or Compliance Officer.

You also have an obligation to report certain events that could impact the Company. For instance, you have an affirmative obligation to call the Compliance and Reporting Hotline to report if you have (1) been placed on any state or federal exclusion lists, including the U.S. Department of Health and Human Services Office of Inspector General (OIG) and/or General Services Administration (GSA); (2) if any of your employment-related professional licenses have expired, been revoked and/or sanctioned; or (3) if you have been convicted or pled guilty, no contest (*nolo contendere*), or entered into a pre-trial agreement, deferred adjudication or similar program for a crime other than a minor traffic violation.

Please see the “Colleague Responsibilities” Section at the end of this Code for more on reporting obligations.





TAKING CARE
OF THOSE
WE SERVE

Professional Practices

MyEyeDr. colleagues, including optometrists, who are required to maintain current credentials including professional licensure, certification or registrations issued by their professional organizations must, as part of their employment or affiliation with us:

- Notify supervisors immediately if their license is revoked or sanctioned, or a state or federal regulatory agency has taken any action that may negatively impact a license or ability to practice. This includes licensure board inquiries or claims regarding care or complaints stemming from providing services or care.
- Notify the Compliance and Reporting Hotline immediately if you are being investigated by a Board or credentialing authority.

Privacy and Security of Personal Information

Our work in the healthcare industry requires us to collect and maintain personal information on those we serve. This information is protected under federal and state privacy and security laws; and includes “Protected Health Information” (PHI) and “Personally Identifiable Information” (PII). These laws require PHI and PII be handled in a confidential manner.

PHI includes information about a person’s physical or mental health, information learned while providing health care to a person, information about a person’s payments, and information that identifies (or can be used to identify) a person.

PII is information that can also identify a person, either by itself or when combined with other information, but isn’t necessarily health care related information. This includes information like a person’s name, telephone number or insurance information.

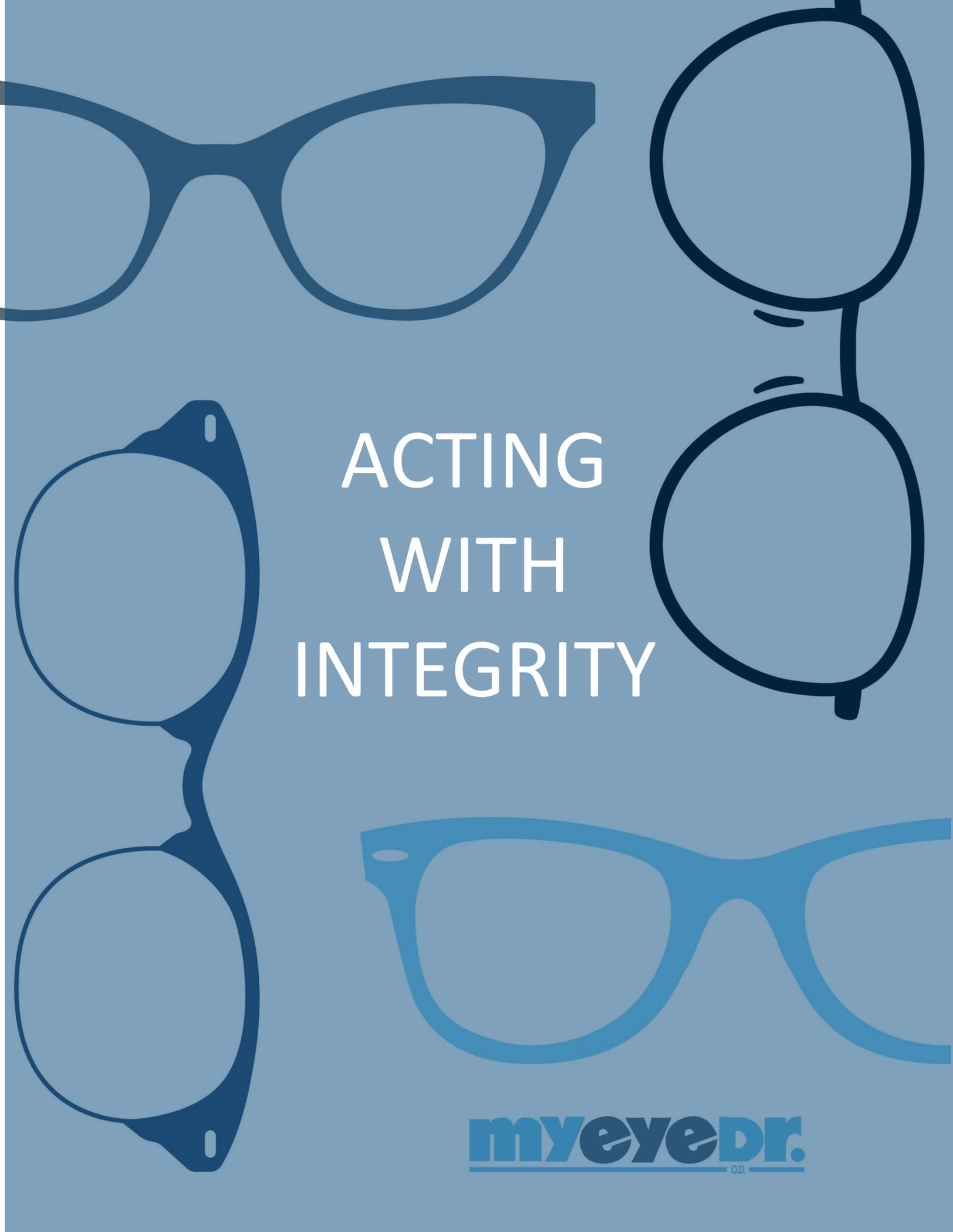
You should always remember that those we serve count on us to protect their personal information. In addition, protecting PHI, PII

and confidential information is a condition of employment. In all cases our guiding principle is to be careful with and thoughtful of a patient’s information. Always ask “*should I release, and is this needed to serve that patient...*”.

When dealing with a person’s personal or confidential health information you must:

- Use and disclose only the minimum necessary amount of PHI or PII to do the required work including:
 - Using health information with all identifiers removed whenever possible.
 - Sharing PHI and PII with the minimum number of people.
 - Viewing only the minimum amount of information required.
 - Disclose PHI or PII only with appropriate written authorization from the individual, unless the law authorizes or requires disclosure.
 - Never view patient or colleague personal information out of curiosity.
 - Appropriately dispose of unneeded copies of documents containing PHI or PII.
 - Keep documents with confidential information out of sight in a locked file cabinet or desk drawer, and never leave PHI or PII in generally accessible areas.
 - Ensure PHI and PII transmitted outside the Company is encrypted. This includes not only emails but also PHI and PII stored on portable devices such as laptops, and mobile devices.

The privacy and personal information of those we serve is central to what we do. Violating these or other privacy requirements can result in disciplinary action up to and including termination, even for a 1st offense. Violations can also result in civil or criminal penalties.



ACTING
WITH
INTEGRITY

Confidential and Proprietary Information

Confidential and proprietary information such as trade secrets, insurance payer information, reimbursements, operating procedures, technology advances, patient lists, knowledge of acquisitions or divestitures and financial data are some of the Company's most valuable assets. This includes information that might be of use to competitors or harmful to the Company or those we serve if disclosed to others. To determine if information is proprietary, consider whether that information might give our competitors an unfair advantage if disclosed to them.

“Use proprietary information only for job-related purposes, never for personal gain or to the detriment of the Company.”

You must:

- Use proprietary and confidential information only for job-related purposes, never for personal gain or to the detriment of the Company.
- Share proprietary information with colleagues on a “need-to-know” basis, and never disclose it outside the Company, including to 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 upon leaving the Company.
- If you worked for a competitor before joining us, do not share proprietary or confidential business information of the former employer in your role here. If you have any questions reach out to the General Counsel.

Conflicts of Interest

A Conflict of Interest may arise when personal interests or activities appear to improperly influence our ability to act in the best interests of the Company or patients. Colleagues must make prompt and full disclosure of any situation that may involve an actual or potential Conflict of Interest. Colleagues should contact the EthicsLine to make such disclosures, or to ask questions or report issues. Certain colleagues may also be required to sign a Conflict of Interest certification.

Situations involving a Conflict of Interest may not always be obvious or easy to resolve. Some circumstances that present potential Conflicts of Interest include:

- Outside employment.
- Participation in outside organizations.
- Use of Company assets for certain purposes.
- You or a close relative have a financial interest in a Company competitor, vendor or client.
- Employment of relatives.
- Intimate or romantic relationships involving the Company personnel, suppliers or other linked persons.

Note it is not only whether an act is illegal which can create a Conflict of Interest, it can be the appearance of such, where a reasonable person thinks that the relationship or behavior undermines the Company or patient care.

For further details on Conflicts of Interest consult the Conflict of Interest Policy available in the portal located on the MyEyeShare website.

For questions on issues involving the Compliance Officer or the General Counsel, those should be reported to the Chief Executive Officer.

Asset Protection

The Company's physical assets include items such as inventory, office and store equipment, records, telephones, computers, laptops, and other tangible property. Assets are also non-physical, for example, the Company name, logo, trade secrets, strategies and customer information. Protecting company assets is the responsibility of every colleague because it directly impacts our reputation and standing.

When circumstances warrant the Company reserves the right to require any colleague, while on duty or on Company property, to submit to a non-invasive inspection of their person, vehicle, uniform, locker, package, handbag, briefcase or personal property. The Company also reserves the right to monitor communication tools, including the content and usage of email and voicemail, including communications for Company business even when on colleagues' personal devices.

You should:

- Only use the MyEyeDr. name for authorized Company business and never in connection with personal activities.
- Use computer information, including email, primarily

for business purposes because it is the property of the Company and not of the colleague.

- Never share user access credentials (i.e., IDs and passwords) with anyone else.

“Assets are also non-physical, for example, the Company name, logo, trade secrets, strategies and customer information.”



COURTESY
&
RESPECT/
RESPECTING
COLLEAGUES

Respecting One Another

Our workforce is our greatest strength. We come from different places and cultures with a variety of experiences and talents. We embrace these differences to work as a team treating each other with decency and respect. A good show of respect is treating others the way you would like to be treated.



Non-Discrimination

The Company is committed to a safe workplace free from discrimination and harassment. Our continued success depends on the full participation of all our colleagues — regardless of race, ethnicity, ancestry, color, religion, sex/gender (including pregnancy), national origin, sexual orientation, gender identity or expression, physical or mental disability, medical condition, age, genetic information, or any other basis prohibited by applicable law. We recruit, hire, train, develop and promote the best people, based on job-related qualifications. Additionally, we are committed to complying with the Americans with Disabilities Act and making reasonable accommodations that allow disabled individuals to perform their essential job functions and enjoy equal access to the benefits and privileges of employment.

Examples of Harassment

- Inappropriate physical contact.
- Unwelcome sexual advances, requests for sexual favors, suggestive comments, inappropriate physical contact or unwelcome verbal or physical conduct of a sexual nature.
- Displaying derogatory, vulgar, suggestive or obscene pictures, cartoons, calendars, posters, or drawings.
- Comments, jokes, insults, slurs, offensive language and other unwelcome actions that are offensive or stereotypical based upon age, religion, gender, gender identity or expression, race, color, sexual orientation, national origin, disability, military or veteran status, or other protected category or personal characteristic.
- Threats or acts of violence and intimidation or stalking.
- Retaliation for reporting or discussing the reporting of misconduct or work-related injuries or illnesses.

Health and Safety

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

You must:

- Always follow facility safety rules, regulations, procedures, and warnings, particularly those that cover dangerous equipment and material.
- Safely handle and dispose of medications or other substances that may be toxic.
- If you ever witness or suffer an accident, or see unsafe conditions, report the situation immediately. You have the right to report any work-related injury or illness to the Company without retaliation. You can report work-related injuries or illnesses by submitting the Incident Form, which is found on the My Benefits page within the Human Resources Department on MyEyeShare.

Further, you should:

- Never disrupt the work environment through behavior that is disrespectful, intimidating, threatening or harassing.
- Call the local police if you become the target of an immediate threat of violence or suspect that others may be in danger or facing harm.

lawfully prescribed drugs), or any other substance that could impair our ability to perform our job or jeopardize the safety of others.

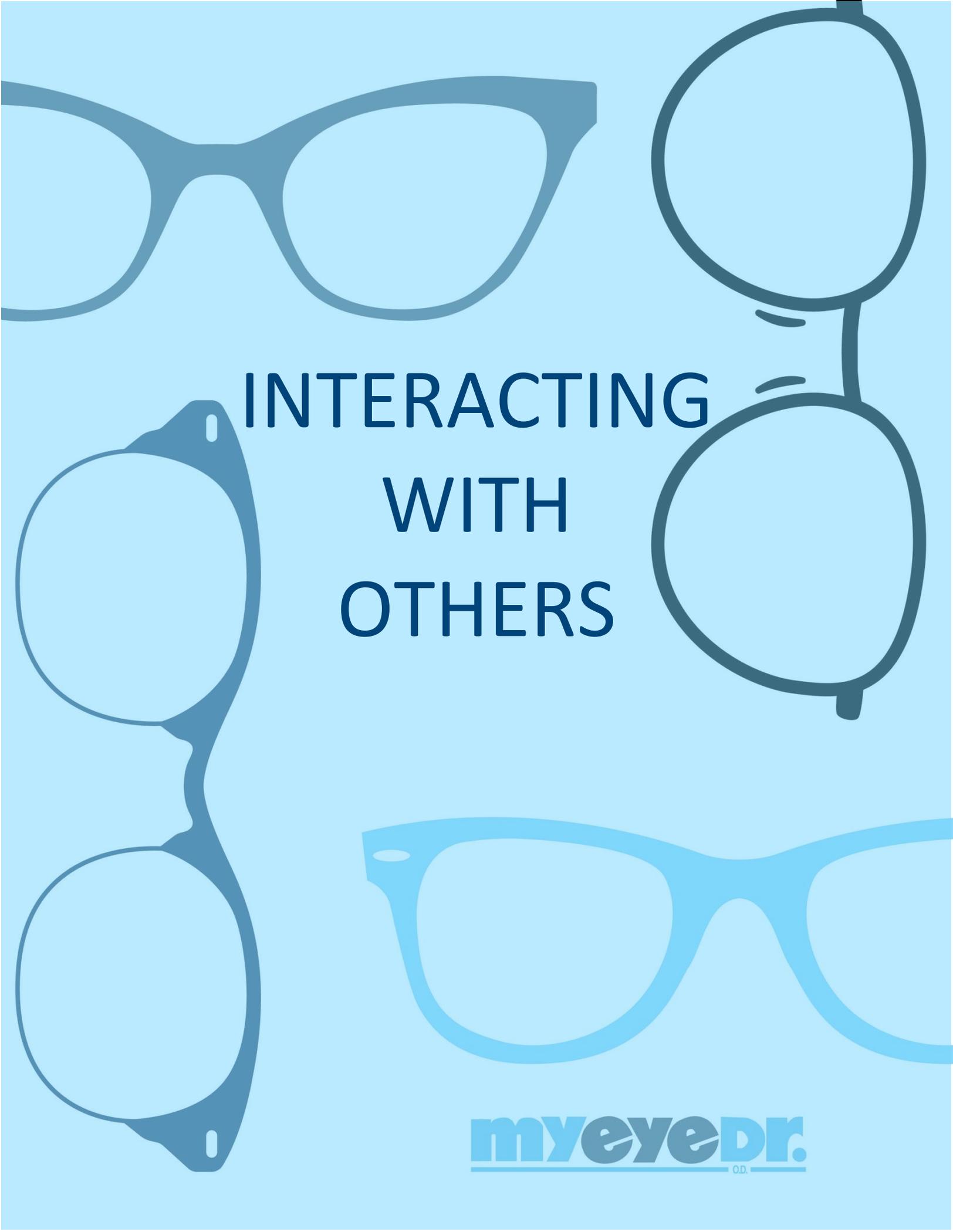
Labor Practices

MyEyeDr. is committed to complying with all applicable laws and regulations, including those concerning payment for all hours worked, human rights, and working conditions.

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 Company meeting or celebration, business meal, or legitimate business event.

Prescription drugs ordered by a physician, which do not interfere with or impair job performance, are permitted. We should never come to work under the influence of alcohol, drugs (including



INTERACTING
WITH
OTHERS

Interactions with Others

MyEyeDr. is committed to the highest ethical standards in all we do, including our business interactions.

When dealing with patients, vendors, government officials, or any third party, our interactions should be professional exchanges that communicate business needs or service offerings and corresponding products that help us put our patients first.

Giving and receiving business meals, proper small-value gifts, and reasonable entertainment is a customary way to strengthen business relationships and is generally an accepted practice at MyEyeDr. That said, specific rules apply, as detailed below.

Accepting Meals, Gifts, or Entertainment (Stuff Given to YOU)

Keep these general rules in mind when accepting meals or entertainment:

- You and the person or entity providing the meal or entertainment must attend the event together.

“A colleague may not accept a gift that is more than nominal in value”

- The value of the event must be nominal in value. As a guide, no one should accept anything of value exceeding \$150. Under no circumstance should gift cards or other cash equivalent items be accepted, regardless of their face value.
- Gifts of more than nominal value should be returned to the giver with an explanation that accepting such gifts is not allowed.
- If the gift in question is a meal, the venue must be conducive to business discussions and the event must include legitimate business discussions.

When accepting meals, gifts, or entertainment you may not:

- Accept travel, lodging, seminar and/or event fees in connection with an otherwise permitted business event.
- Accept any expense for your spouse or other guest.
- Accept large scale meals or entertainment events where a

large number of Company colleagues attend compared to the small number of people from the organization hosting the event (i.e. departmental dinners or similar events where only a single vendor rep is in attendance).

- Also, be careful that permitted meals and gifts do not occur too often. For example, having a meal to discuss a contract renewal once per year is generally appropriate. But, having monthly dinners with a vendor every month to “catch up” is not appropriate and can be seen as a Conflict of Interest.

We recognize patients sometimes offer gifts of appreciation for good service. Colleagues can accept occasional, unsolicited gifts of appreciation of nominal value from patients or customers; but remember, accepting cash or cash equivalents (i.e. gift cards) is never allowed.

If you have questions about a meal, gift, or entertainment, get approval from your supervisor before you accept. If, as a supervisor, you have questions about approving a meal, gift, or entertainment, contact the Compliance Officer.

Providing Meals, Gifts or Entertainment (YOU Provide Stuff to Others)

If you are providing the meals, gifts, or entertainment, special rules apply. Meals, gifts, and entertainment offered to public officials, patients, or physicians or other healthcare professionals create risk for the Company, and courtesies offered to these people are generally controlled. It is a good idea to ask your supervisor’s permission before you treat someone to a meal, gift, or entertainment. Of course, you should always review the applicable meals, gifts, and entertainment policy.

When providing meals, gifts or entertainment, you must:

- Keep meals and entertainment modest as judged by local standards. Generally, below \$150 per attendee, including tip. The lower the total expense the better this appears.
- Attend with the person you are providing the courtesy to.
- Ensure the venue is conducive to business and the event includes a legitimate business discussion.
- Limit gifts of MyEyeDr. branded items to those of nominal value.

“Always exercise good judgment when engaging in entertainment that is part of your work responsibilities.”

There are additional requirements if you are providing meals or other food to a physician or healthcare professional. In these situations, the meal must:

- Be approved in advance by your supervisor.
- Be part of an educational presentation, recruiting, or work discussion, to include practice purchase discussions. It must not include or be part of an entertainment or recreational event.

Remember, it is never permissible to give cash or cash equivalents (i.e. gift cards).

Also note that if you accepted a gift or something of value,

please reach out and ask for assistance as we may be able to return, remedy, or assist with the matter if a mistake was made.

Antitrust Laws

Antitrust laws are designed to protect competition by prohibiting monopolies, price fixing, predatory pricing, and other practices that restrain trade. We never discuss pricing, suppliers, or territories with competitors, nor make agreements with them on these or other competitive issues. Discussions with competitors regarding business plans, marketing, pricing, cost, or other similar matters can be seen as illegal or improper.

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 the Company. Be careful during all conversations with competitors. Discussions regarding pricing, costs, suppliers, or territories are restricted.

Please work with the General Counsel and Compliance Officer in any situation where you anticipate discussion or communications with a competitor involving any matter.

Gifts and Entertainment Policy

Question

A potential vendor invited me to dinner to discuss a potential business arrangement. The expected cost of my dinner is under \$50.00. Do I need to obtain approval from my manager?

Answer

No, you do not need approval for the dinner if the dinner is conducive to business discussions.

Question

A MyEyeDr. supplier has offered me two tickets to the baseball game on Opening Day. He can't make it to the game. Can I accept the tickets?

Answer

No, you may not accept the tickets. Since the supplier will not be at the game with you, there is no opportunity to have business discussions.

Question

I am attending an event with a vendor. I would like to give a MyEyeDr. branded baseball cap to the prospective vendor. Do I need approval in advance?

Answer

No, you do not need approval in advance. This is an unsolicited gift of nominal value and you do not need to seek approval.

“Never post Company confidential information or personal information about our patients, customers, or your colleagues online.”

pictures or post photos of any workspace or store that may contain confidential information. Never take pictures of patients or customers without their consent. Violating these key restrictions is a violation of this Code, Company policy, and potentially privacy laws, and may result in disciplinary action up to and including termination of employment.

News Media

Only the Marketing Department is authorized to speak with the news media in statements to the press, requests for in-store photographs/TV coverage, inquiries from radio, television, newspaper, magazine or trade journal personnel, and the like. Never speak with, or otherwise have contact with, a member of the press without advance authorization from the Marketing Department.

Social Media

Colleagues who choose to make use of social media or engage in online communications as an identified MyEyeDr. colleague must comply with the Company's Social Media Policy.

Consistent with the Company's approach to interacting with the traditional news media, only designated Company colleagues are authorized to speak on social media. Colleagues who choose to speak on social media about the Company in any way must make it clear that they are a MyEyeDr. colleague, and not speaking on behalf of the Company or as an official Company representative.

All MyEyeDr. social media accounts using “MED,” “MyEyeDr.,” or any MyEyeDr. business unit, department, or product name as part of the account name or URL and/or using the MyEyeDr. logo or portion of the logo must be approved in advance. It is against Company policy for any colleague or their agents to create any form of a MyEyeDr. social media account or site without review and approval by the Marketing Department.

Never post Company confidential or personal information about our patients, customers, or your colleagues online. Never take



DOING THE
RIGHT
THING

myeyeDr.
OD.

Conduct with Public Officials

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

Company policy prohibits giving or offering anything of value, directly or indirectly, to a public official or agent of a government-owned business, in order to influence official action or obtain an improper advantage. *“Anything of value”* means not only cash, but also gifts, meals, entertainment, political contributions, offers of employment, or other benefits.

Corporate Political Contributions

Only corporate officers are authorized to make corporate contributions on behalf of the Company to a political candidate, and such contributions must be made consistent with Company policy. *“Contributions”* means not only funds, but also loans, donations of products or supplies, use of facilities, Company personnel, or anything else of value.

All corporate political contributions by the Company require prior written approval from the General Counsel or Compliance Officer.

Individual Political Activities

The Company encourages colleagues to be politically active on their own time supporting political candidates and causes of their choice. But colleagues may not use Company time, equipment, or resources when acting as a candidate, serving in an elected role, or volunteering for a political candidate or cause. Colleagues may not solicit subordinate colleagues for political contributions or use vendor, customer, or client lists for such solicitations. The Company will not reimburse personal political contributions made by colleagues, consultants, or vendors.

Anti-Kickback Laws

We comply with applicable federal and state anti-kickback laws and regulations. These laws prohibit payment or receipt of something of value intended to encourage purchasing or ordering an item or service that may be reimbursed under a government health care program, such as Medicare or Medicaid. *“Something of value”* can take many forms, such as cash payments, entertainment, credits, gifts, free goods or services,

the forgiveness of debt, or the sale or purchase of items at a price below fair market value. It may also be violative to routinely waive co-payments or co-insurance.

You should never:

- Waive co-insurance or co-payments without manager approval.
- Compensate physicians to refer patients to MyEyeDr. or other health care professionals.

You should consult the General Counsel or Compliance Officer about whether it is ever appropriate to provide something of value to doctors, purchasing officials, or others in the health care field.

Fraud, Waste, and Abuse

MyEyeDr. participates in federal programs that have specific fraud, waste, and abuse requirements. There are differences between fraud, waste, and abuse. One of the primary differences is intent and knowledge. Fraud, for example, requires the person to have an intent to obtain payment with the knowledge that their actions are wrong.

“... even if intentions are good, choosing not to follow a policy could be interpreted by the government as fraud or payment abuse.”

The government defines fraud, waste, and abuse as follows:

Fraud

Knowingly and willfully executing, or attempting to execute, a scheme to defraud any health care benefit program; or to obtain, by means of false or fraudulent methods, money or property owned by a health care program.

Waste

Overutilization of services or other practices that result in unnecessary costs to federal programs. Waste is generally the misuse of resources.

Abuse

Includes actions that may result in unnecessary costs to federal programs. Abuse involves payment for items or services when the provider has ignored indications the services are not necessary.

Colleagues should keep in mind that even if intentions are good, choosing not to follow a policy could be interpreted by the government as fraud or payment abuse. The Company requires all colleagues to be compliant with fraud, waste, and abuse laws. Penalties for failing to comply include, but are not limited to, the following:

- Disciplinary action up to, and including, termination where appropriate.
- Criminal convictions/fines (individually and at the corporate level).
- Civil monetary penalties.
- Loss of licensure/sanctions.
- Exclusion from participating in federal health care programs.

Government Reimbursement and the False Claims Act

Federal and state false claims acts and similar laws prohibit submitting a false claim or making a false statement in order to gain reimbursement from, or avoid an obligation to, a government-sponsored program, such as Medicare or Medicaid. We adhere to the applicable laws, regulations, and program requirements when billing federal or state healthcare programs.

“... the Company prohibits retaliation against anyone for raising a legal or ethical concern or cooperating with an investigation.”

Ineligible Health Care Providers

The government has the authority to exclude individuals or companies that have engaged in abuse or fraud from federal and state health care programs. The Company will not employ or contract with any person or entity to furnish services or items if that person or entity is excluded from a government-funded program or convicted of offenses that could result in exclusion.

Government Requests and Subpoenas

It is our policy to cooperate with reasonable requests for information from government agencies and regulators.

You should:

- Notify the Legal Department before responding to a subpoena, search warrant, request for an interview, or other non-routine request for access to Company information.
- When presented with a search warrant, you have the right to say no to an interview, and the right to have a company attorney present if you choose to provide an interview.
- Always be truthful in any information you provide to the government.
- Never alter, withhold, or destroy records related to an investigation.

A documented procedure on receiving and handling search warrants can be found on MyEyeShare. Please refer to it in any visit by a government agent or the police.



HOLDING
OURSELVES
ACCOUNTABLE

Compliance Officer Role

The Compliance Officer, working with the Senior Management Team, oversees and implements the MyEyeDr. compliance and integrity programs. The key components of these programs include this Code of Conduct, policies, training, communications, auditing and monitoring, and remediation of wrongdoing. The Compliance Officer provides regular reports to the CEO and Board of Directors regarding the status of programs and initiatives.

Colleague Reporting Responsibilities

As a colleague, you have certain responsibilities related to compliance and integrity.

All colleagues must:

- Report if you have been placed on any state or federal exclusion lists, including the U.S. Department of Health and Human Services Office of Inspector General (OIG) and/or General Services Administration (GSA); or, if any of your employment-related professional licenses have expired, been revoked, and/or sanctioned. This report should be made to the Compliance and Report Hotline.
- Immediately report any conviction for a criminal offense other than a minor traffic violation.
 - For purposes of this reporting obligation, the term “conviction” includes (1) a finding of guilt against you; (2) a court’s acceptance of a plea of guilty or nolo contendere (no contest) from you; (3) your entrance into a pre-trial agreement to avoid conviction; or (4) your entrance into a First Offender, deferred adjudication or pardon program.
 - The term “conviction” does not include: (1) arrests or charges that did not result in conviction, (2) convictions that have been judicially dismissed, expunged, erased or sealed; or (3) convictions that state law does not permit an employer to consider.
 - Note that any convictions involving controlled substances or any convictions involving any state or federally funded program must be reported. This Report should be made to the Compliance and Reporting Hotline.

For advice on reporting to the Company please consult with your own attorney as you assess what impact these convictions or charges mean to your reporting duty to us.

All of us need to:

- Understand and follow the Code of Conduct and Company policies and procedures.
- Conduct work and professional activities ethically and in accordance with applicable laws and regulations.
- Speak up and report any business activity that you believe may violate the law, this Code, or our policies using the Compliance and Reporting Hotline.
- Cooperate with investigations when requested by Company senior management and protect the integrity of the investigation by maintaining its confidentiality.

“Speak up and report any business activity that you believe may violate the law, this Code or our policies using the Compliance and Reporting Hotline.”

Leadership Responsibilities

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

Because leadership sets an example for all colleagues, we as leaders and managers must:

- Maintain a positive, harassment free, and ethical work environment.
- Make certain that colleagues understand what is expected of them both professionally and ethically.
- Maintain an open-door policy for colleagues to ask questions and raise concerns.
- Address issues raised by colleagues by listening and taking action, when appropriate.
- Ensure colleagues complete training in a timely manner.
- Reinforce the Code of Conduct with colleagues.
- Be fair and objective.
- Be a positive role model.

Resources

The resources below can be used when you need some help or want to report an issue. It is the responsibility of each colleague to use these resources for guidance, advice, information, or reporting.

Documents

These written resources can help guide you:

- This Code of Conduct.
- Company and associate handbooks.
- Company policies and procedures, which are available on MyEyeShare.

People

Many people are available to help you with advice and for reporting concerns:

- Compliance Officer (compliance@myeyedr.com)
- Chief People Officer
- General Counsel
- Privacy Officer (privacy@myeyedr.com)
- Your manager
- If you have a concern about financial or accounting practices, internal controls or other financial matters, you may report those directly to the Chief Financial Officer, as well as the General Counsel or Compliance Officer.
- Concerns may be forwarded to the individuals above by using their title at the address below:
MyEyeDr.
1950 Old Gallows Road, Suite 520
Vienna, VA 22182

Compliance and Reporting Hotline: 1-844-744-9515

The Compliance and Reporting Hotline is established to help us in reporting non-compliance or questions regarding compliance. MyEyeDr. urges you to use this hotline when you have a question or concern that cannot be readily addressed in your work group or through your supervisor.

The Compliance and Reporting Hotline is available 24 hours per day, 7 days per week. When you contact it, you will be treated with dignity and respect. All calls are treated in a highly confidential manner.

Additionally, the Compliance and Reporting Hotline allows for anonymous reporting.

Reports can also be made online by accessing <https://www.myeyedrethics.com>.

Investigations

The Company investigates all good faith reports of wrongdoing. If you are asked to participate in an internal investigation, you are required to cooperate as part of your employment. This means speaking with truthfulness and honesty, providing requested Company materials or related documents, and being available for follow-up questions.

Non-Retaliation

The Company prohibits retaliating against anyone for raising legal or ethical concerns or cooperating with an investigation.

Retaliation can also be against the law.

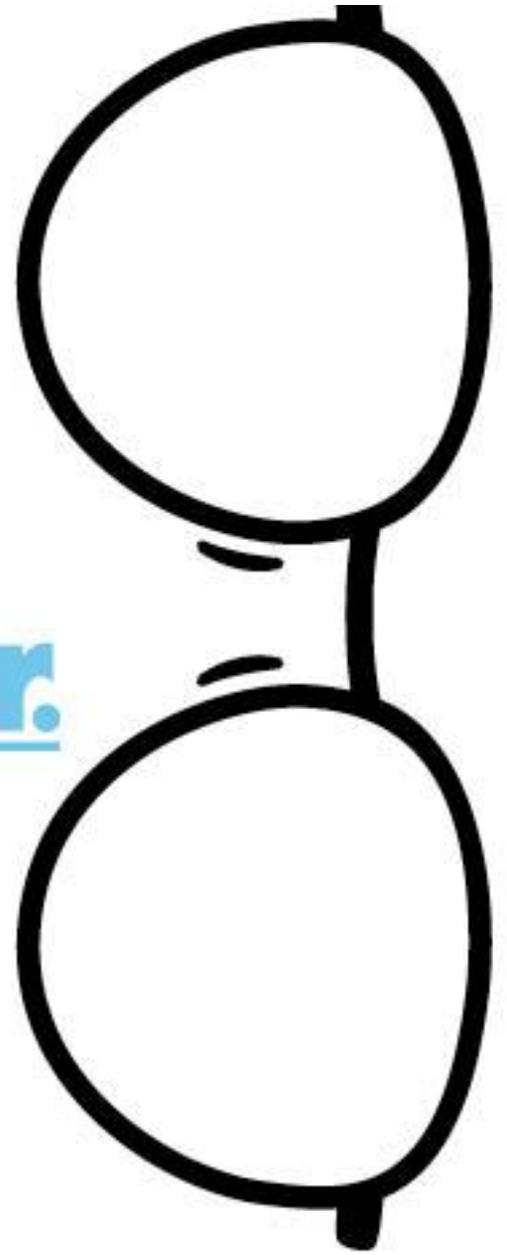
No one may seek revenge against, or try to “*get even*” with, a colleague who makes a good faith report, regardless of who is implicated. Retaliation is taken very seriously, and if it occurs it can result in disciplinary action, up to and including termination.

Consequences of Wrongdoing

On and off the job, the Company expects you to comply with the law and treat other people with respect, honesty, and courtesy. Disruptive, unproductive, immoral, unethical, or illegal actions are not tolerated. A failure to comply with laws or regulations governing Company business, this Code, or any other Company policy or requirement can subject those involved to civil and/or criminal penalties or prosecution. Non-compliance includes failure to properly supervise subordinates and to prevent and detect misconduct. It also includes knowing about violations but failing to report them.

The Company may sanction colleagues at all levels of the organization for participating in, encouraging, directing, facilitating, or permitting non-compliant activities. The Company is committed to consistently undertaking appropriate disciplinary action to address non-compliance and deter future violations.

“...we expect all colleagues to comply with the law and treat other people with respect, honesty, and courtesy.”



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