

## BUSINESS STANDARD OF ETHICS GUIDELINES

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## MESSAGE FROM PMI PRESIDENT

Dear Colleague,

Welcome to the PMI guidance document summarizing our business practices. We view the work we do in medical research as making a positive contribution to humanity, we take this contribution seriously and have for over two and a half decades of service to the medical community.

As we strive for excellence with continual improvement to the quality of service we provide, we set expectations for ourselves with values of customer orientation, respect, communication, integrity, responsibility and balance. We rely on and expect each person, both employee and contractor, to understand and embrace these values and guidelines in conducting their PMI business on behalf of PMI.

We are proud of who we are and what we do at PMI. We are aware that we are only as good as each person and that what we do as individuals both reflects on everyone at PMI and impacts our good reputation. Thank you for your ongoing efforts in aligning your behavior to the standards contained in this important document.

Sincerely,

Shannon Stoddard  
President  
Promedica International

## OUR MISSION AND VALUES

At PMI our mission and values are woven into the fabric of our company, providing the foundation for how we work, how we run our business, how we treat our clients and each other. Each person, whether staff or contractor, reflects and supports these values in everything he or she does.

### Our Mission

To provide excellence in clinical trial management and associated regulatory services in order to promote increased knowledge of disease or injury management and to enhance the health care experiences and outcomes for patients and providers.

### Our Values

**Client Focused:** We strive to collaborate with our clients to help them conduct successful projects. We take our clients' time and budget seriously. As a service organization, our client's success is our success.

**Respect:** We strive to treat our clients and each other as we wish to be treated, and strive to fix systems, not people.

**Communication:** We strive to allow ourselves and others to communicate professionally, openly and without fear of reprisal.

**Integrity:** We strive to perform project activities and conduct business in an ethical and quality manner.

**Continuous Improvement:** We strive to review processes critically and constructively on an ongoing basis. Each person at PMI is encouraged to participate in education programs to stay current in the field.

**Responsibility:** We strive to do what we say we are going to do, when we say we will do it. We hold ourselves accountable for meeting our commitments and take ownership of the results.

**Balance:** We strive to create a positive balance between our personal and professional lives for the betterment of both.

## INTRODUCTION

The reason for compiling this summary of information from our various PMI policy documents is to assist employees and contractors with understanding appropriate and expected standards of ethical business behavior. Although this summary can not address every situation you may encounter, it does provide a direction for quality judgment and daily decision-making which ultimately requires your personal integrity and ownership.

Upon completion of this guide you should be expected to:

- Understand the mission and values of PMI
- Know who to contact with your questions
- Follow professional and ethical conduct
- Determine lawful and unlawful behavior

This document is not considered a contract of employment, nor is it intended as a contract to a third party. This document is a summary and not meant to replace other more comprehensive PMI policy documents including, but not limited to, PMI's Employee Handbook, Employment Contracts, Client Contracts, Safety Policy, Harassment Policy, and Contractor Manual. Should there be a discrepancy in content between this document and any such policy document, the more rigorous provision applies.

### Resources and Information

Should you wish additional information or clarification regarding the contents of the PMI Business Standard of Ethics Guidelines, we encourage you to contact your manager and or PMI Ethics Committee.

You may bring any concerns about inappropriate behavior in violation of the standards in this document to the Company's attention at any time by reporting your concern to your manager and/or PMI Ethics Committee. Your communication will be treated respectfully and confidentially in the extent appropriate to the law. PMI will initiate an investigation and take appropriate corrective action should this be necessary. Any intentional false statements are subject to discipline.

PMI Ethics Committee contact number 714-460-7363 ext. 17

## OUR FUNDAMENTAL STANDARDS FOR BUSINESS CONDUCT

At PMI, we are proud of the job we do and of the direct contribution we make to others through our services. But beyond the services PMI provides to our clients, we feel strongly that our integrity is the most important aspect of our work. PMI's Business Ethics Policy Examples provide detailed case studies and analyses meant to help PMI employees and consultants understand the application of these guidelines to their daily activities. Each PMI manager, employee and consultant has a responsibility to understand each of these guidelines, and to apply them to daily decisions and behaviors in conducting PMI's business. We are committed to conducting business with fairness and honesty, and we expect each PMI employee and consultant to become familiar with and abide by the following standards:

### **Conflicts of Interest**

PMI expects its employees and consultants to use good judgment, to adhere to high ethical standards, and to avoid situations which create an actual or potential conflict of interest between their personal interests and the interests of PMI or its clients. PMI's Business Ethics Policy Guidelines restrict PMI employees from participating in activities which could conflict with their job responsibilities. As explained in our Consultant's Manual, PMI consultants are asked to disclose any potential conflicts of interest before beginning work on any project. PMI is forthright in disclosing potential conflicts with competing products to both existing and prospective clients. We have historically serviced competing products by organizing separate project teams to allow services to proceed in a professional manner.

A conflict of interest may exist when an employee's or consultant's loyalties or obligations are divided between PMI's interests and his or her own interests, or those of another. Whether a conflict is actual or potential, it must be disclosed and properly handled. Even the appearance of a conflict of interest should be avoided. Employees and consultants unsure whether a certain transaction, activity or relationship constitutes a conflict of interest should discuss the situation with the PMI Ethics Committee.

While it is not feasible to describe all possible conflicts of interest that could develop, some of the more common conflicts of interest that employees and consultants should avoid include the following:

- PMI discourages outside employment for its full-time employees to protect standards of job performance expected. Any outside employment which creates an actual or potential conflict of interest, or affects employee performance or productivity while working for PMI will not be permitted. Outside employment for a competitor, or engaging in self-employment in competition with the Company violates an employee's duty of loyalty to the Company and is also prohibited. The nature of your outside employment must be disclosed and discussed with your manager to provide that no conflict of interest is raised. PMI's policy on outside employment for its employees is detailed in the Employee Handbook.
- Maintaining a direct or indirect financial interest in, or relationship with a competitor, client, or supplier is prohibited, except that ownership of less than two percent (2%) of the publicly traded stock of a corporation will not be considered a conflict. Using Company property or labor for personal benefit, or acquiring any interest in property or assets of any kind for the purpose of sale or lease to PMI, are also prohibited.

### Acceptance and Giving of Gifts

It is improper to accept a gratuity or gift from a client of PMI, as acceptance may create at least the appearance of a conflict of interest. As explained in PMI's Employee Handbook, PMI employees may not accept gratuities on a personal basis from a client, supplier, or representative of a client or supplier, either in conjunction with negotiating business for PMI, or in securing or appearing to secure preferential treatment for themselves. If gratuities are offered and accepted on a corporate basis, they must be turned over to PMI for overall company benefit. A gratuity is defined as anything of value. Expenses for meals or frequent flyer mileage are not within the definition of gratuities for purposes of PMI's policy. Invitations extended by a client or supplier to participate in any program or activity, such as a party, should be referred to a manager for review.

Gifts or gratuities offered to clients or vendors by PMI employees or consultants, such as meals, refreshments, entertainment and other customary business courtesies must be of nominal value only, and are subject to a PMI manager's approval. PMI employees and consultants must be certain that the offer or provision of a gift or gratuity does not violate any law, regulation, or ethical standard of conduct in effect within the other party's organization. In particular, PMI employees should refrain from offering gifts or gratuities to U.S. or foreign government officials, as such gifts may be restricted by U.S. federal ethics regulations, the Foreign Corrupt Practices Act, or otherwise regulated by foreign laws.

Attempting to influence the purchase of PMI's services, or to obtain special favors by making payments or giving other consideration to clients or others is also prohibited. This type of conduct may amount to bribery, and is expressly prohibited by laws which govern health care services. So-called "kickbacks"—where the seller of a product or service returns some of the purchase price to the buyer as an inducement to make future purchases—are also prohibited by applicable laws which are intended to prevent financial influences from becoming a factor in a physician's decision about health care products or services that will be recommended to patients. Because of the sensitivity of these matters, even the appearance of influence must be avoided, and for this reason, PMI employees and consultants are required to refrain from offering, giving, asking for or receiving a gratuity in connection with an agreement by any other person or entity to purchase or recommend any medical device, biotech or pharmaceutical product. Conduct which a PMI employee or consultant believes may violate these rules should be immediately referred to a PMI manager or to the PMI Ethics Committee.

## Honesty and Candor

Truthfulness and the absence of deception or fraud are expected from each employee. PMI employees and consultants will make true and accurate statements and representations in Company records, or in statements made to government agencies, suppliers, clients, physicians, patients, and the general public. Documents created for business communication shall reflect the facts of a situation and not contain inappropriate language or derogatory comments. No PMI employee or consultant shall make false claim for reimbursement, make false statement, or engage in alteration of documents or records related to PMI's business or services.

## Insider Information and Securities Trading

To comply with applicable securities laws governing trading in the securities of any company while in the possession of material nonpublic, or "insider" information concerning that company, and to prevent the appearance of improper "tipping" of third parties or the disclosure of material nonpublic information to outsiders, PMI employees and consultants must not use material nonpublic information gained through their PMI employment or engagement to trade, or suggest to others that they should trade, in the securities of any company about which the PMI employee or consultant possesses "inside" information which has not been made public.

Information may be considered "material" if it could reasonably affect another investor's decision about whether or not to trade in that stock, or could affect that stock's price. Even if the information is obtained legitimately, it cannot be used either during or after employment or engagement as a consultant with PMI for impermissible "inside" trading. Knowledge about the effectiveness or ineffectiveness of a device or drug which is the subject of a clinical trial conducted by PMI, for example, must never be used as the basis for trading in that client's stock until such information has been made public. Criminal prosecution can result from the use of material nonpublic information to trade in securities, or to suggest to others that they should do so.

## Financial Records

Employees are expected to keep honest and accurate financial records, and have an obligation that financial records accurately reflect transactions. PMI's financial records will conform to generally accepted accounting principles. No PMI employee may knowingly make any false or misleading statement or entry in any Company financial record, or mislead or seek to influence anyone auditing such records. PMI will fully and accurately disclose its financial condition as required by applicable laws or regulations in dealings with governmental agencies.

The duty to maintain true and accurate records goes beyond formal Company financial records and also includes general business records such as time sheets and expense reimbursement forms. Reports and records created or completed by PMI employees and consultants must be true and accurate, and completed in a timely and business-like fashion. False or misleading entries are unacceptable, no matter what the nature of the record. Any PMI employee or consultant who becomes aware of any improper transaction or accounting practice should report the matter promptly to the PMI Ethics Committee. PMI will not tolerate retaliation against anyone who discloses an improper financial reporting practice in good faith.

### **Compliance with Applicable Laws, Regulations and Quality Standards**

PMI's services may be governed by a variety of laws and regulations with application to the development and testing of medical devices, biotechnology and pharmaceutical products. PMI takes its public health responsibilities seriously, and is committed to quality service to the medical community. PMI employees and consultants will strive to comply with laws, regulations and standards of conduct which apply to the Company or to its services in jurisdictions where PMI does business. Should PMI's competitors violate the law and unfairly gain competitive advantage by doing so, this does not mean that PMI's employees are authorized to engage in similar actions.

PMI shall adhere to quality standards applicable to our industry, including Good Clinical Practice Standards for clinical studies involving human volunteers, and handling of regulated materials used in clinical trials. PMI is organized to facilitate Quality Management System objectives and uses the project leader and team configuration to provide the quality service essential for our clients. Each project leader is responsible for the team and the project, and serves as PMI's primary client contact. Depending on project requirements, teams may be comprised of a blended staff of PMI employees and qualified contractors located inside and outside the United States.

PMI is committed to maintaining and updating the knowledge of its employees and consultants. We subscribe to a number of industry-related educational publications and receive electronic updates concerning newly-issued FDA publications. PMI staff is involved in medical and clinical/regulatory education meetings. PMI employees and consultants belong to various professional organizations, such as Regulatory Affairs Professionals Society (RAPS), Association for Clinical Research Professionals (ACRP), Drug Information Association (DIA) and Orange County Regulatory Affairs Discussion Group (OCRA).

PMI maintains its own written Service Realization Standard Operating Procedures (SOPs) as part of our ISO-Certified Quality Management System. Projects are managed through Project Plans. Dependent on project Scope of Work each plan references specific SOPs and the project is managed to these SOPs. It is our policy that PMI and the client review and approve plans and SOPs at project initiation, and on an ongoing basis thereafter. PMI places the highest importance on the quality of our work. As described above, we are structured around a QMS concept. Our staff is trained on each study protocol and reviews are incorporated into data gathering, data entry, and data compilation activities. Clients are encouraged to participate in PMI's training and to audit our work regularly. PMI may perform internal quality assurance audits of projects underway.

### **Open Communication and Reporting**

PMI managers are expected to maintain a work environment which encourages open communication about ethics problems or situations that PMI employees or consultants may encounter. An employee may submit a good faith complaint regarding accounting or auditing matters to the Company without fear of dismissal or retaliation of any kind. PMI is committed to achieving compliance with applicable securities laws and regulations, accounting standards, accounting controls and audit practices.

## Fair Competition and Antitrust Law Compliance

Antitrust laws are designed to protect the free enterprise system by requiring companies to engage in competition with one another based on the merits of their own products and services, rather than combining to act in ways which unlawfully restrain free competition. PMI will compete vigorously for our clients' business, but will do so in accordance with PMI's policy to comply with the letter and the spirit of laws governing fair competition.

Violation of antitrust laws can lead to government investigations by the Federal Trade Commission, and can result in severe civil and criminal penalties. Even when antitrust investigations or cases are without merit, they are time consuming and expensive. For these reasons, it is important that PMI employees and consultants strive to avoid even the appearance of violations.

Certain kinds of actions violate antitrust law, regardless of whether they have any actual effect on competition. These "per se" violations include:

- **Price Fixing:** Agreements with competitors to raise, lower or stabilize prices, or to follow a certain price formula, discounts or credit terms.
- **Market Allocation:** Agreements among competitors about territories in which they will each sell, products that they will sell, or customers to whom they will sell.
- **Boycotts and Refusals to Deal:** Agreements among competitors not to do business with certain other parties.

Some other kinds of actions which do not involve agreements among competitors may violate antitrust laws, even if they are not "per se" violations. These areas of concern include:

- **Monopolies:** Actual or attempted monopolization of the market for any product or service in any geographic area of the country, where a firm has gained the power to control prices or exclude competition.
- **Reciprocity:** Purchasing or agreeing to purchase products or services only on the condition that the seller purchase the buyer's products or services.
- **Exclusive Dealing:** Selling or buying a product on the condition that no competitor is allowed to do so.
- **"Tying":** Conditioning the sale of a product on the client's agreement to also purchase another product or service of a different type.
- **Price Discrimination:** Selling the same products or services at different prices or under different terms to separate competing clients, or accepting special treatment from suppliers, where the pricing differences are not justified on some objective basis.

The U.S. Federal Trade Commission and some state laws prohibit a range of unfair and deceptive business practices, which may include some of the practices listed above, but can also include unfair or deceptive advertising claims, unfair competition, and other unfair business practices. By conducting themselves with integrity, and by bringing any concerns with any issues raised by fair competition and antitrust laws immediately to the attention of the PMI Ethics Committee, employees will help PMI's compliance objectives in this complex area of the law.

## TREATMENT OF COMPANY PROPERTY AND INFORMATION

### Confidential Information

Matters concerning PMI and its business operations are proprietary and confidential information, along with any other PMI or client information not generally known to the public or within our industry. Confidential information may include “trade secrets,” information not known to the public that may give a company an advantage over its competitors and is subject to reasonable efforts to maintain its secrecy. Confidential information remains the property of PMI or its clients and may only be used or disclosed as necessary for the operation of our business. Likewise, PMI does not solicit confidential business information from its employees or consultants regarding any other company. PMI does not and will not authorize its employees to disclose or otherwise make impermissible use of confidential business information obtained by means of an employee’s or consultant’s former employment or association with any company other than PMI.

PMI employees and consultants are expected not to use confidential information for their own personal gain. Confidential information about the Company or any of its clients may not be disclosed to any unauthorized party for any reason. PMI is very sensitive to the issue of trade secrets protection and to the security of other confidential and proprietary information of both the Company and third parties. PMI employment agreements and consulting contracts obligate PMI employees and consultants to preserve the confidentiality of sensitive information related to the Company and its client projects. PMI’s client agreements also require PMI not to divulge proprietary or confidential information or other materials provided to PMI by its clients.

PMI’s Technology Resources Use Policy, contained in our Employee Handbook, expressly forbids unauthorized disclosure of confidential information through e-mail messages and attachments, voice mail, or Internet systems and attachments. PMI employees and consultants are expected to use good judgment and to adhere to the highest ethical standards when handling confidential information on the Company’s technology resources. Confidential information should not be accessed through PMI’s technology resources in the presence of unauthorized individuals, and e-mail addresses should be verified before transmitting any message. Similarly, confidential information should not be left visible or unattended.

PMI employees and consultants share responsibility for proper security maintenance of confidential information. Company matters of any sort are not to be discussed with any person who is not a current employee or consultant of PMI. Caution should be exercised in discussing Company business with others in public areas. Information about PMI's clients or projects should not be divulged to anyone other than persons who have a right to know, or who are authorized to receive such information. When in doubt as to whether certain information is or is not confidential, you should not disclose it without first clearly establishing that such disclosure has been authorized by appropriate management. This basic policy of discretion and caution extends to both external and internal disclosure.

### **Intellectual Property**

PMI shall comply with applicable laws protecting information which is subject to protection as "intellectual property." Intellectual property may include information which qualifies as a "trade secret," as well as information which is subject to the protection of copyright, trademark or patent laws. PMI's intellectual property is an important asset of the Company, and we will fully exercise our legal right to protect it. We will also comply with the legal rights of others, and will exercise caution not to infringe or interfere with the intellectual property rights of any other party.

In furtherance of these objectives, PMI employees and consultants acknowledge that intellectual property developed by them in the course of their employment or engagement with PMI remains the property of PMI, and execute an Agreement for the Protection of Confidential Information and Intellectual Property. PMI employees and consultants also protect the intellectual property rights of clients and others by refraining from the unauthorized copying or distribution of copyrighted materials, proper use of trademarks, and awareness of and compliance with patent protections. Questions about any issues involving the protection of intellectual property should be brought to the attention of the PMI Ethics Committee.

### **Privacy of Sensitive Health and Employment Information**

Execution of confidentiality agreements with our clients is standard policy for our services. We initiate these agreements because of the sensitivity of our work with patient data and product performance. It would be difficult to place too much emphasis on the importance we attach to maintaining confidentiality with PMI and client material and project information. Information which is "individually identifiable" must be protected whenever it is encountered in the course of performing duties for PMI.

Individually identifiable health information relating to a study subject's medical condition or history, treatment, or prescription use may be available to PMI employees and consultants in the course of performing their duties. Likewise, individually identifiable information about a subject, such as a subject's Social Security number may be part of a health record handled by a PMI employee or consultant. Various federal and state laws protect the privacy and confidentiality of such information, and PMI employees and consultants are required to observe the legal guidelines and internal SOPs or other procedures provided to maintain such privacy.

Similarly, the privacy of employment-related information about PMI employees, including individually identifying information such as Social Security numbers, personnel file and other personal information related to employment, is also protected by law. PMI employees and consultants are required to refer any requests for employment information to the PMI manager responsible for Human Resources.

## FAIR EMPLOYMENT PRACTICES

### **Equal Employment Opportunity**

As explained in greater detail in our Employee Handbook, it has been and will continue to be PMI's policy not to discriminate against any applicant or employee because of race, color, religion, sex, sexual orientation, national origin, ancestry, citizenship status, marital status, pregnancy, age, medical condition, mental or physical handicap or disability, status as a veteran, family care status, or any other basis protected by state or federal laws. As an employer, PMI also makes reasonable accommodations for disabled employees in accordance with applicable laws. Our policy extends to every phase of the employment process including: recruiting, hiring, training, discipline, compensation, benefits, transfers, layoffs, recalls and Company-sponsored educational, social and recreational programs and events. Employment and promotion decisions are to be made on the basis of job-related criteria, and decisions are to be made so as to further the principle of equal employment opportunity.

### **Unlawful Harassment**

PMI is likewise committed to providing a work environment free of unlawful discrimination and harassment. In keeping with this commitment, PMI maintains a strict policy prohibiting unlawful harassment, including sexual harassment, and in accordance with applicable law, will not tolerate unlawful harassment on the basis of an employee's membership in, perceived membership in, or association with someone belonging to, any legally protected class. This policy applies to Company personnel, including officers, managers, supervisors and non-supervisory employees, as well as to PMI consultants, and is outlined in greater detail in both our Employee Handbook and our Consultant's Manual. A PMI employee or consultant who believes that he or she has experienced or observed any inappropriate conduct should immediately notify the PMI Ethics Committee. PMI will not tolerate retaliation against anyone who makes in good faith a report of an incident involving unlawful harassment, and will investigate and take appropriate corrective action in accordance with applicable laws.

### Employee Health and Safety

Safety is a vital concern at PMI and is one of the most important responsibilities of every employee and consultant. Adherence to PMI's safety policies is essential, and PMI employees and consultants are expected to maintain constant safety awareness both for the sake of their own safety and that of others. PMI maintains a written Illness and Injury Prevention Program to identify and correct unsafe or unhealthy conditions or work practices. PMI employees and consultants are to inform their manager or other competent authority immediately if a safety hazard, unsafe condition or unsafe practice is observed, and in the event of any work-related injury, no matter how minor. Appropriate safety apparel and equipment for each task should be used. PMI's Illness and Injury Prevention Program also provides for required safety training for PMI employees. PMI employees and consultants should be aware of emergency procedures, the location of emergency exits and equipment, appropriate telephone numbers, and other information appropriate to their specific work location. Actual or threatened violence has no place in any PMI workplace or activity, and any PMI employee or consultant who becomes aware of any such activity should bring the incident to the attention of the PMI Ethics Committee, or appropriate workplace security.

### Drug-Free Workplace

PMI is committed to providing a safe, efficient, and healthy work environment for its employees and consultants. The Company also strives to provide the best possible service to its clients and to maintain a professional public image. Being under the influence of any drug and/or alcoholic beverage while engaged in Company business is inconsistent with PMI's goals and poses serious risk to productivity, health and safety.

Accordingly, PMI prohibits any use, sale, purchase, transfer, or possession of any illegal or unauthorized controlled drug by its employees and consultants at any time. In addition, the Company prohibits employees and consultants from being under the influence of alcohol and/or any drug while on duty, or while performing Company business, including driving on Company business.

## GOVERNMENT RELATIONS

### **Individual Political Participation**

PMI employees and consultants are encouraged to participate fully in the political process according to the dictates of their own conscience. Voting, volunteering or contributing time or resources to political functions are part of the democratic process, and PMI employees may engage in such activities during non-working time, with their own resources, and with due respect to the freedom of others to hold differing views. PMI resources may not be utilized for political purposes.

### **Government Contracts**

Contracts with federal or state governmental organizations are subject to a broad range of additional requirements which may not apply to private sector contracts. Performance of a contract with a government agency may also require monitoring and certification activities not applicable in the private sector. PMI will comply with applicable legal requirements in the preparation of contract proposals to government agencies, and will scrupulously adhere to requirements applicable to the performance of a government contract. PMI employees who are involved in government contract proposals must be familiar with applicable laws and regulations, and must provide that any such proposal has been carefully prepared. PMI employees involved in executing contract responsibilities under a government contract must be familiar with monitoring, reporting or certification requirements, and provide that appropriate SOPs are in place for compliance.

## Working with Governmental Organizations

PMI has conducted or audited numerous clinical investigations of devices, biotechnology and pharmaceutical products. Studies managed have involved up to 6,000 subjects and as many as 60 study sites and their associated IRBs. We have managed “acute” studies, as well as studies involving long-term (3+ years) follow-up. PMI has provided support for numerous FDA Bioresearch Monitoring audits, either as the ongoing monitoring organization, or as contracted to assist clients who performed their own ongoing study monitoring. We think that good communication is an essential skill in maintaining long-term relationships with FDA and are committed to maintaining the ethical reputation which we believe is critical to our success.

Outside the United States, different legal requirements may govern our interactions with government officials, and may regulate matters such as facilities inspections, provision of gifts and entertainment, or the provision of client services. PMI will strive to maintain abroad the strong ethical reputation it enjoys with U.S. governmental organizations, and will make every effort to understand and comply with applicable laws and regulations involving our interaction with government agencies and officials.

## INTERNATIONAL BUSINESS

Wherever PMI conducts business throughout the world, we strive to apply the fundamental principles of ethical behavior which apply to our business conduct at home. PMI will strive to understand and comply with the laws and regulations of a nation or multinational group (such as the European Union) where we do business, and will likewise comply with domestic laws and regulations which govern the business activities of U.S. companies abroad. Specifically, PMI will comply with the U.S. Foreign Corrupt Practices Act, which prohibits bribing or offering to bribe foreign government officials in order to gain business advantage. PMI will also comply with applicable laws governing the export and/or import of products and data, including any export control restrictions or other restrictions imposed by the U.S. government on conducting business with certain specified nations. PMI will also comply with U.S. laws which prohibit participation by U.S. companies in international boycotts of specified U.S. allies. PMI employees responsible for conducting overseas business on behalf of the Company must become familiar with the applicable laws and regulations which apply to the work PMI has undertaken in any global location.

## ENVIRONMENTAL PROTECTION

PMI strives to be a responsible global citizen, and believes in the fundamental importance of protecting the environment. PMI strives to conserve and protect our natural resources through improved processes, and careful compliance with applicable laws. PMI employees and consultants must be aware of and comply with laws, regulations and procedures intended to protect the environment in connection with the provision of PMI services. Disposal of hazardous waste, biological hazardous materials, and similar activities must be conducted in strict accordance with SOPs and applicable legal requirements. PMI employees or consultants who become aware of any incident or improper conduct which presents an actual or potential environmental hazard should bring the matter to the attention of the PMI Ethics Committee.

## CONCLUSION

At PMI, we think that ethical conduct must be consciously practiced so that it ultimately becomes second nature. This Business Standard of Ethics Guidelines, together with the provisions of our Employee Handbook and Consultant's Manual, provide a "road map" for PMI employees and consultants, but cannot cover every situation that may arise, or the laws and regulations which may apply. Each PMI employee and consultant must pursue the highest standards of ethical business behavior, using the overall guidance provided in these resources, and where a specific situation is not covered, by bringing the issue to the PMI Ethics Committee. Violations of these Guidelines, or of related PMI policies, may result in disciplinary action up to and including termination of employment with PMI and potential legal action.

We have heard the adage that a reputation earned over many years can be lost in a day, and PMI's reputation for ethical business conduct is daily in the hands of our employees and consultants for safekeeping. At PMI, we believe there is no "end" which justifies unethical means, and that we must be vigilant each day to make sure that our conduct measures up to our ideals. Whenever a situation arises that has the potential to violate any of the principles set out in this Guideline, a PMI employee or consultant should ask him or herself whether the action being contemplated is worthy of the highest ideals of ethical conduct that he or she might explain to children, family or close friends. A question about appropriate conduct should be brought to the PMI Ethics Committee for guidance. PMI employees or consultants who become aware of activities which are not in keeping with the spirit and letter of these Guidelines, or compliant with applicable laws, regulations or Company policies, should seek additional guidance from the PMI Ethics Committee.

There is no substitute for personal responsibility, and the obligation to act ethically is ultimately an individual one. PMI expects and relies upon its employees and consultants to conform their conduct to these principles on a daily basis.

**PROMEDICA**  
**INTERNATIONAL**  
A CALIFORNIA CORPORATION

PEOPLE • PROCESS • PERFORMANCE