Thank You
for your continued dedication to
Syneos Health and your commitment to
upholding the standards set forth
in this Code.
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Dear Colleagues

Syneos Health™ (Nasdaq:SYNH) is one of the leading integrated biopharmaceutical solutions organization. Our company, including a Contract Research Organization (CRO) and Contract Commercial Organization (CCO), is purpose-built to accelerate customer performance to address modern market realities. Created through the merger of two industry leading companies - INC Research and inVentiv Health - we bring together approximately 24,000 clinical and commercial minds with the ability to support customers in more than 110 countries. Together we share insights, use the latest technologies and apply advanced business practices to speed our customers' delivery of important therapies to patients. To learn more about how we are shortening the distance from lab to life® visit syneoshealth.com.

The law and the ethical principles and standards comprising our Code of Business Conduct and Ethics (“Code”) guide our actions. The Code is broadly stated and is not intended to cover every conceivable situation. Certain matters addressed in the Code are covered by more specific Company policies or business practices, which continue to apply.

Our Code is not a substitute for good judgment. Rather, it is intended to help you develop a working knowledge of the laws and regulations affecting your role. Please note:

• The Code applies to all directors, officers and employees globally, establishing a clear expectation that the principles and standards be followed in all job-related activities, regardless of business pressures.
• Managers have an added responsibility to lead by example and ensure our Code is followed by their teams.
• If you have questions or concerns, I encourage you to have open and direct conversations with your manager or talk to your HR representative or the Compliance Office.
• If you ever feel that you can’t express concerns to your team members, you can call the Business Ethics Helpline or submit information online using the Business Ethics Web Form. Information on both of these is located at here. When you make a report in good faith, the Company will protect you from retaliation.

Read our Code carefully and keep it accessible for reference if needed. At Syneos Health, we all play an important role in preserving and enhancing our Company’s reputation, which is our most valuable asset. If we continue to embrace and live by the principles and standards of the Code, we will only further strengthen and foster that reputation.

Thank you for making Syneos Health one of the world’s leading fully integrated biopharmaceutical solutions organization and a great place to work!

Regards,

Alistair Macdonald
Chief Executive Officer
Syneos Health Vision and Mission

Vision
Aspirational, Inspiring
Shortening the distance from lab to life®

Mission
Relatable, Attainable, Every Day
We help our customers improve and accelerate the delivery of therapies that impact health worldwide.
Our Values

**Challenge the status quo**
“We've always done it this way” doesn't apply here. United with our customers, every day we advance molecules, devices, and the channels we use to reach physicians and patients. We dig in and think differently. We see what exists and ask how we can make it better. We find new solutions, ensuring they reflect the high-quality standards our customers expect. Ultimately, patients are waiting for a therapy that could change their lives. Our hard work and new ideas deliver.

**Collaborate to deliver solutions**
Each day we get to call upon some of the industry’s most dynamic, thought-provoking colleagues. Together, we share a lofty vision – to help change the way biopharma products get to market. We work across our company, and across our disciplines, sharing ideas, respecting one another’s opinions and providing constructive feedback. It’s this dynamic that makes Syneos Health different. We know that collaboration with our colleagues and with our customers unlocks creativity, innovation and new solutions.

**Passionate to change lives**
Each life we positively impact makes our work worthwhile. To us, a patient isn't a number; she is a family member, he is a colleague and they are our neighbors. We’re motivated by the promise of medicine. We hold ourselves accountable to leverage our expertise and experience to partner, side-by-side with our customers, to help transform health experiences. We are driven by how our insights and solutions can impact people around the world. This passion for patients fuels our vision to shorten the distance from lab to life.
Introduction

This Code of Business Conduct and Ethics (“Code”) is promulgated by the Company’s Board of Directors (the “Board of Directors”) and applies globally to all employees, officers, directors, contractor labor and temporary employees, wherever located, of Syneos Health Inc. and each of its subsidiaries and affiliates (collectively, the “Company”). It contains standards reasonably necessary to promote: honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships; full, fair, accurate, timely, and understandable disclosure in reports and documents the Company is required to file or submit to the U.S. Securities and Exchange Commission (the “SEC”) and in other public communications; fair dealing practices; right action and deter wrongdoing; accountability for adherence to the Code and compliance with applicable governmental laws, rules and regulations.

The Company has adopted a separate Code of Ethics for Principal Executive Officer and Senior Financial Officers, which is available at syneoshealth.com.

As a global enterprise with offices around the world, our business must be conducted in compliance with applicable laws and regulations of all countries in which we do business. Syneos Health, Inc. is a U.S. company, so you may also be required to comply with certain U.S. laws that apply to activities of employees located outside the United States. Irrespective of job duties or titles, everyone should comply, both in letter and spirit, with all laws, rules and regulations applicable to the Company wherever the Company conducts business. This includes applicable tax laws, accounting and financial reporting standards, data protection laws and directives, and sector, regional, and local business requirements. In addition, everyone is expected to be familiar and comply with the laws, rules and regulations applicable to his/her role and in specific country locations. While no one is expected to know the details of all applicable laws, rules and regulations, it is important to know enough to determine when to seek advice from appropriate personnel.
Our Expectations
Under the Code
Our Expectations Under the Code

Individual Responsibilities
You are expected to:

• Act with honesty and integrity, avoiding actual or apparent conflicts of interest in personal and professional relationships. You should recognize that even the appearance of a conflict of interest can damage the Company. A conflict of interest may exist because of a relationship of yours or of a family member that is inconsistent with the Company’s best interests or could cause a conflict with your ability to perform your job responsibilities.

• Promptly report any transaction that reasonably could be expected to give rise to a conflict of interest or a possible violation of this Code.

• Become familiar and comply with corporate policies.

• Become familiar and comply with Company policies and procedures that apply to your respective duties and those applicable to your division, business line and / or geographic location.

• Produce, or cause to be produced, full, fair, accurate, timely and understandable disclosure in reports and documents that the Company files with or submits to government agencies and in other public communications.

• Comply with applicable governmental laws, rules and regulations.

• Proactively promote ethical behavior by other Company officers and employees involved in financial reporting.

Additional Responsibilities as Managers
In addition, Managers are expected to:

• Act as a role model to inspire ethical conduct and compliance by others.

• Communicate the importance of this Code to those directly reporting to you and make sure they understand their responsibilities under it.

• Foster an environment where questions and opinions are welcomed.

• Promptly report possible misconduct.

• Affirm the Company’s commitment to non-retaliation and, if you witness or suspect an act of retaliation has occurred, report it immediately.

Failure to observe the terms of this Code may result in disciplinary action, which can include, in serious cases, termination of your employment.
Before Acting, Ask Yourself
Before Acting, Ask Yourself

As you might imagine, the Code cannot address every circumstance or situation that you might encounter. If you are ever unsure whether an action or decision is ethical and acceptable under our standards, ask yourself:

• Does this feel like the right thing to do?
• Do my actions reflect the highest standards of honesty, integrity and accountability?
• Does my decision comply with the law and company policies?
• Would I feel comfortable explaining my actions to my coworkers, family, friends or the public?

If you answer “no” to any of these questions, reconsider your planned action and seek guidance immediately.

You may also come across situations that pose ethical dilemmas while conducting business internationally. If another country’s local law, custom or practice conflict with U.S. law or your local law, Company policies or this Code, seek guidance from the Legal Department.
Seeking Guidance and Reporting Concerns
Seeking Guidance and Reporting Concerns

If you are aware of or suspect that an employee or representative of the Company has engaged or is engaging in conduct that violates applicable law or this Code, you have a duty to report the issue or seek guidance. You are encouraged to talk to your supervisor or line manager first, if you are comfortable doing so. You can also make a report to the Human Resources Department, the Compliance Office, or the Board of Directors. Any misconduct that could potentially affect the Company should be promptly reported, including misconduct performed by contractors, consultants, or temporary workers. Any supervisor/manager who receives a report of a violation must immediately inform the Human Resources Department or the Compliance Office.

Those wishing to report by phone may call the Company’s Business Ethics Helpline. Local country Helpline phone numbers can be found at here. In the drop down menu under the heading “Call Us”, select the country from which the call/report would be made and the local phone number will appear.

Alternatively, reports can be made online via the Company’s Business Ethics Web Form located at here. In the drop down menu under the heading “Report and Incident”, select the country from which the report would be made, then select the country where the violation occurred and select “continue” to proceed with filing a report online. Reported information will be sent to the Compliance Office or Audit Committee, as appropriate.

If you have a concern involving a material finance or accounting matter, you should contact the CEO, General Counsel, or Chair of the Audit Committee of the Board of Directors.

All concerns, questions and complaints are treated seriously and will be promptly, thoroughly and fairly investigated. The Compliance Office or Audit Committee, as applicable, is responsible for documenting any reported issues, determining the nature of the violation (if any), and guiding and documenting any necessary investigation. Reasonable efforts will be made by the Company to maintain records of all reported issues as required by applicable law. We will make every reasonable effort to protect your identity if you wish to remain anonymous, except as required by law. Keep in mind though that providing your name along with a report will assist any investigation that follows.

As part of their corporate responsibilities, employees, officers and directors are expected to cooperate fully with any inquiry or investigation regarding the alleged violation, subject to applicable law. Failure to do so may result in disciplinary action, which in serious cases can include termination of employment.

Nothing prohibits you from reporting or providing truthful information and/or testimony of possible violations of law or regulation to any governmental agency or making other disclosures that are protected under applicable whistleblower provisions.

If violations of this Code have occurred, the Compliance Office and/or the Audit Committee, as appropriate, will determine the disciplinary measures to be taken against any employee, officer or director who has violated this Code.

Please refer to:
Whistleblower Policy, POL 600
No Retaliation
No Retaliation

No one who in good faith reports suspected violations will suffer harassment, retaliation, or adverse employment consequences – such as discharge, demotion, suspension, or discrimination in the terms and conditions of employment. Reporting in “good faith” means the reporter reasonably believes that the information relayed shows misconduct within the Company, noncompliance with a business practice that could cause serious harm or give rise to Company liability, or violation or suspected violation of the Code, any applicable law or regulation including, but not limited to, securities laws and regulations, accounting standards, accounting controls, and audit procedures. Anyone who retaliates against someone who in good faith has made a report is subject to discipline, including possible termination of employment.
Respect and Integrity for our Company

You must put the interests of the Company ahead of other or competing interests. You must consider what is best for the entire Company when making decisions.
Respect and Integrity for our Company

Promoting Respect in the Workplace

Employees, officers and directors must treat each other with dignity and respect. The Company believes in diversity of thought, culture and background.

We will not tolerate any form of harassment or violence. We respect the employment laws of each country in which we operate, and we recognize lawful employee rights including applicable working hours and minimum wage standards, and the right to freely associate and collectively bargain where applicable. We are an equal opportunity employer and make employment decisions based on actual or perceived qualifications and merit. Our policies prohibit unlawful discrimination based on race, color, creed, sex, religion, marital status, age, national origin or ancestry, genetic information, physical or mental disability, medical condition, sexual orientation or any consideration made unlawful by federal, state or local laws with respect to recruitment, hiring, training, granting promotions, and other terms and conditions of employment.

The Company is committed to protecting and advancing human rights globally, and supports the elimination of forced and compulsory labor and human trafficking. Our policy concerning the employment of children and young workers aligns with the International Labor Organization’s child labor and minimum age standards.

Please refer to:
Workplace Violence Policy, POL 501
Harassment, Bullying and Discrimination Policy, POL 502
International Human Rights Policy, POL 608

Sample Scenario

Question:
Recently, Tom’s manager made a sexist comment about another employee that she thought Tom wouldn’t overhear. It made Tom uncomfortable at the time and he’s still uncomfortable with it. Normally, Tom would talk to his manager about this type of situation, but she is the source of concern here. Is there anything he can do?

Answer:
Yes. Generally, Tom would be encouraged to work through these types of concerns with his manager, but since she is the source of his concern, it is understandable that he may be uncomfortable approaching her. In this case, Tom is encouraged to report the situation so that it can be reviewed and appropriate corrective actions taken. Tom may reach out to Human Resources, or submit the information via the Business Ethics Helpline or Business Ethics Web Form.
Environment, Health and Safety; Substance Abuse

The Company is committed to providing a work environment that strives to protect employee health and safety, as health and safety are important aspects of job performance. It is also the Company’s policy to manage its business in a manner that is sensitive to the environment and conserves natural resources. You must learn and follow the safety procedures applicable to your job, and you must comply with all environmental, health and safety laws.

Substance abuse poses serious health and safety risks not only to the abusers, but also to all employees who work with them. You may not possess any illegal drug or any legal prescription drug that is a controlled substance (unless the prescription has been issued to you and is being used in a manner consistent with the prescribed directions for use). The Company also prohibits working while impaired by the use of alcohol, illegal drugs or other controlled substances.

Please refer to:
- Office Security Policy, POL 300
- Health and Safety Policy, POL 301
- Tobacco, Drug and Alcohol Policy, POL 503
Anti-Bribery and Anti-Corruption

The Company does business globally and it must comply with local laws on anti-bribery and anti-corruption. Certain laws, such as the United States Foreign Corrupt Practices Act (FCPA) and the UK Bribery Act, may apply to the Company’s global operations. The FCPA, the UK Bribery Act, as well as many local laws prohibit the Company, its employees, and third parties working on the Company’s behalf from offering, promising, paying or accepting bribes, or authorizing the payment of money or anything else of value to public officials, employees of government controlled businesses, political parties or candidates for political office in order to influence a decision or to obtain a business advantage.

In addition, commercial bribery is prohibited: you must not exchange illegal payments or bribes with any commercial party or individual. Further, you must never offer or accept a “kickback.” This means you cannot return or accept the return of a sum already paid (or due to be paid) as a reward for making or fostering business arrangements.

If you are ever in a circumstance where you believe you are being asked to violate this provision of the Code, you must notify the Compliance Office or contact the Business Ethics Helpline (see section entitled “Seeking Guidance and Reporting Concerns”).

Please refer to:
Anti-Bribery and Anti-Corruption Policy, POL 601

Sample Scenario

Question:
Mary is responsible to file the documentation and work with the Ministry of Health to obtain approval for new clinical trials. Generally, it takes about 4 weeks to obtain the approval. Mary knows one of the officials who works in the Ministry of Health and he has told her that if she provides a “modest” payment, he can help her get the approval in half the time it normally takes. The project is already behind schedule and the Company is under tremendous pressure to get this study started. Should Mary make the payment?

Answer:
No. This payment, if made or offered, would violate a number of anti-bribery/anti-corruption laws. If you ever have questions about these laws or actions, seek guidance from the Legal Department.
Conflicts of Interest

Employees, officers and directors must act in the best interests of the Company. You must put the best interests of the Company at the forefront of any work-related activity or decision and scrupulously avoid conflicts of interest. You must use your best judgment in determining whether a conflict of interest exists or could appear to exist and then avoid any conduct, activity, relationship or other situation that could create or cause a conflict of interest or the appearance of a conflict of interest.

While it is not possible to identify every particular activity that might give rise to a conflict of interest, a conflict of interest may exist because of a relationship of yours or of a member of your family that is inconsistent with the Company’s best interests or could cause a conflict with your ability to perform your job responsibilities. “Family Members” include spouses, domestic partners, parents, grandparents, or an individual who acts in any of those capacities, children, grandchildren (natural, adopted, foster), siblings, dependent relatives, or those similar relationships created by marriage (i.e., in-laws), or any person whose relationship may potentially affect the impartiality of business judgment. The following activities detail situations which could create a conflict of interest, and, to the extent permitted by applicable law, must be disclosed to the Company for review and, if possible, mitigation:

- **Ownership in a Company customer, supplier or competitor.** Employees, officers and directors must disclose to the Company if they have a Financial Interest in any customer, potential customer, supplier/vendor, or competitor of the Company. A “Financial Interest” means ownership by you and/or your family members of more than one percent (1%) of any class of securities of a company or in an amount that represents more than five percent (5%) of the total assets of you and/or your Family Members.

- **Competing Employment.** No employee, officer or director may serve as an employee, officer or director of any supplier/vendor, customer or competitor of the Company without disclosure to and prior written approval of the Company. It is almost always a conflict of interest for a Company employee or officer to work simultaneously for a competitor, customer or supplier.

- **Dual Employment.** While dual employment (including self-employment) may not necessarily constitute a conflict of interest, disclosure to and written approval of Company is required in all instances where an actual or perceived conflict of interest could exist with respect to such dual employment.

- **Employment of Family Members.** No employee, officer or director should supervise, review or influence the performance evaluation or compensation of a Family Member who is an employee of the Company.

- **Other Matters.** No employee, officer or director may permit any situation in which, without proper authorization, they are required or tempted to disclose or use for their personal benefit any trade secret, confidential or proprietary information or intellectual property of the Company or our customers.
If you have any questions regarding any activity that might create a conflict of interest, please discuss the situation immediately with your immediate supervisor. If you know of a conflict of interest that exists in the Company, you must, to the extent permitted by applicable law, disclose such conflict in accordance with the process set forth in the Conflict of Interest policy.

The Company reserves the right to determine when actual or potential conflicts of interest exist, and then to take any action that, in the sole judgment of the Company, is needed to prevent or mitigate the conflict from continuing. Such action may include, but is not limited to, having you divest the conflicting interest or return the benefit or gain received, realigning your duties and responsibilities, or disciplinary action, which can include, in serious cases, termination of your employment.

**Please refer to:**
Conflicts of Interest Policy, POL 606

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### Sample Scenario

**Question:**
Mary works for the Company as a project manager. Her husband, Robert, works for a customer of the Company. Robert is a contracts manager in the customer’s sponsor contracts group. Is Mary required to disclose that her husband works for a customer?

**Answer:**
No. Mary is only required to make a disclosure if she and or a Family Member have a Financial Interest in the customer, or if her husband working for the customer creates an actual conflict of interest. For example, if Mary is the project manager on the project and must negotiate a work order with her husband, she should disclose the conflict of interest. If Mary is uncertain though, she should consult with her manager.

### Sample Scenario

**Question:**
John is a procurement analyst at the Company. His brother owns a small company that provides translation services and has submitted a proposal to become a preferred vendor of the Company. Does this create a conflict of interest for John?

**Answer:**
If John has any involvement in the review, negotiation and/or selection process concerning the selection of his brother’s company as a vendor, then a conflict of interest exists. John must report the situation to his manager, who will address it in accordance with Company policies including this Code. Even if John does not have any involvement in the review, negotiation and/or selection process regarding his brother’s company, it may create the appearance of a conflict of interest if someone learns of John’s relationship. It is recommended that John disclose the relationship to his manager.
Gifts and Business Entertainment

Gifts and business entertainment are courtesies designed to build good working relationships and goodwill with customers, vendors and suppliers. However, gifts or entertainment are not appropriate if they create an obligation, put you in a situation where you appear to be biased or are given with the intent to influence a business decision. This applies to you and your Family Members.

Please refer to the Gifts and Business Entertainment Policy for more detailed information, the applicable pre-approval requirements, and further guidance related to the giving or receipt of gifts and entertainment. Prior written approval from the Department/BU lead and the Compliance Office is required before any Gift may be given to, or any Entertainment provided for a healthcare provider or a family member of a healthcare provider.

Please refer to:
Gifts and Business Entertainment Policy, POL 605

Sample Scenario

Question:
Amy manages relationships with several sponsors. During the holiday season, Amy wants to send an expensive box of truffles from a high-end international chocolatier to thank her counterparts at each of these sponsors. Is this okay?

Answer:
No, Amy should not send this gift. The price of the gift exceeds nominal value, but that is not the only consideration. Giving an expensive gift to a sponsor could create an appearance that Amy is trying to sway a business decision or create a sense of obligation on their part even though that is not her intent. Also, it may violate the sponsors’ policies.

Sample Scenario

Question:
A sponsor wants to give a $100 gift card to Company employees on a particular study, especially those employees who helped complete enrollment quickly. The Company employees worked diligently and tirelessly to help complete enrollment. May the employees accept the gift card?

Answer:
No. Although the employees may well have gone “above and beyond”, this assessment of the employees’ performance is something that their line manager(s) should determine and handle within the Company through our rewards and recognition programs if they deem appropriate. Even though enrollment has been completed here, there is still the appearance of a conflict with receiving a gift for completing enrollment quickly. It may inadvertently send the message that the speed of completion over thoroughness is the goal and was the incentive for the Company employees. We must always be mindful not to create even an appearance of conflict.
Confidential Information

Confidential Company information is a valuable corporate asset that merits the same protection as the Company’s physical assets. It is very important for you to safeguard the Company’s confidential and proprietary information and to refuse any improper access to such information entrusted to you or any employee for whatever purpose. Examples of confidential information include, but are not limited to, pricing plans, cost information, sales figures, financial results, customer lists, marketing and sales plans, and other trade secrets, non-public financial information, business proposals, statistics, formulas, processes, inventions and other intellectual property. Each and every one of us must preserve and protect from unauthorized disclosure all confidential information entrusted to us by the Company or entrusted to us by other companies with whom our business is associated. All employees are required to sign a non-disclosure/confidentiality agreement agreeing to protect the Company’s confidential information. The Company endeavors to share, as appropriate, information with its employees to keep you informed about the business. Failure to maintain confidentiality of the Company’s information would necessarily inhibit the ability to share information.

Please refer to:
- Computer System Validation Policy, POL 100
- Information Security Policy, POL 101
- Global Mobile Device Policy, POL 102

Sample Scenario

Question:
Melissa, the Director of IT Architecture, belongs to a local industry working group. Even though there are counterparts of Melissa’s from other Company competitors who belong to the working group, they are not part of the smaller group with whom Melissa periodically meets to talk about common issues and proposed solutions. Melissa values the opinions of those in this smaller group and does not feel that the Company’s confidential information, if shared in furtherance of these discussions, would be compromised in any way. Is Melissa’s assumption correct?

Answer:
No. The work that Melissa performs on behalf of the Company, the work product that she creates and the confidential information to which she is exposed are all considered Company property. She should not be sharing this information with anyone outside of the Company who does not have legitimate business need to know it and is not obligated in writing to protect the confidentiality of the information.
Corporate Opportunities

No employee, officer or director of the Company may use corporate property or information or his or her position for improper personal gain. You owe a duty to the Company to advance its legitimate interests when the opportunity to do so arises. You are prohibited from competing with the Company or taking advantage of any opportunity that is discovered through the use of Company property, information or position for personal gain. You should report any corporate opportunity to your supervisor/manager or other appropriate individual within the Company to determine whether the Company desires to take advantage of the opportunity.

If you are an officer, you have an additional obligation not to take advantage for personal gain of any opportunity that the Company may have an interest in pursuing, notwithstanding that your knowledge of such opportunity is obtained independently of your relationship with the Company.
Use of Company Property or Services

Theft, loss or damage to Company property has a direct impact on the Company’s financial performance. Employees, officers and directors are expected to use, transport and retain the Company’s property with care and for legitimate business purposes of the Company and not for any personal benefit or the personal benefit of anyone else. This includes the use of funds, work time and resources such as office and computer equipment. Any suspected incident of fraud or theft should be immediately reported for investigation through the channels described in this Code. Company equipment must be used in compliance with Company security policies.

Please refer to:
- Information Security Policy, POL 101
- Conflicts of Interest Policy, POL 606

Sample Scenario

Question:
As a Clinical Research Associate, Lisa has been given access to client confidential information including patient data. Her access is via the client’s systems, which contain appropriate security protections. As she often works from home on her personal iPad computer after normal business hours she created an inbox rule so any emails coming in to her Syneos Health account are auto forwarded to her personal account. Is it acceptable for Lisa to forward her work emails to her personal email account?

Answer:
No. It is inappropriate to use Company computers, network systems or other Company or client-issued electronic devices to forward confidential information outside of that system to one’s personal email account, where security protections do not exist and where the information could be disclosed to or viewed by someone other than Lisa. The disclosure to Lisa’s personal account violates the Code and could give rise to data privacy, contractual and client relations issues.
Social Media

Social media affords us opportunities for communication and collaboration with our stakeholders. However, only authorized personnel in the Global Corporate Communications & Marketing group are permitted to use social media on behalf of the Company for related business purposes and only as long as such usage complies with applicable policy and our Code.

Please refer to:
Social Media Policy, POL 604
Political Activities and Charitable Contributions

You may not use Company funds or other assets – including your work time, Company premises, or Company equipment – to make political contributions of any kind to any candidate, political party or in support of any political referendum or initiative. This prohibition covers not only direct contributions but also indirect assistance or support of candidates or political parties through the purchase of tickets to special dinners or other fund-raising events, and the furnishing of any other goods, services or equipment to political parties or committees. Political contributions or activities by you on your own behalf and with your own money and on your personal time are, of course, within your own discretion. The Company will not reimburse you directly or indirectly for any political contribution or for the cost of attending any political event.

Any donations to charities by the Company, in the name of the Company, or events held by the Company in support of charities must be pre-approved in writing by the Functional/BU lead, the Compliance Office and the Head of Corporate Services. Any such charity may not be one with whom we are seeking business or rewarded for providing us with business. Charitable contributions or activities by you on your own behalf and with your own money and on your personal time are, of course, within your own discretion. The Company will not reimburse you directly or indirectly for any charitable contribution or for the cost of attending any charity event.

The Company endeavors to support each of its offices’ local communities, however, in the interest of maintaining a proper business environment and preventing interference with work and inconvenience to others, employees may not distribute literature or printed materials of any kind, sell merchandise, solicit personal financial contributions or solicit for any other personal cause during office hours unless the activity is a pre-approved Company-sponsored or Company-approved activity. This includes requests for donations, fundraising events, lotteries, raffles, and office pools.

Please refer to:
Anti-Bribery and Anti-Corruption Policy, POL 601
Respect and Integrity for our Stockholders and the Public

Our stockholders and the public rely on us to fulfill these duties in order to accurately reflect our operations.
Accurate Books and Records

The Company requires full, fair, accurate, timely and understandable recording and reporting of all Company information. You must act in a manner that ensures that all of the Company's books, records, accounts and financial statements are maintained in reasonable detail, appropriately reflect the Company's transactions and conform both to applicable legal requirements and to the Company's system of internal controls. To do so, you must execute and record transactions in accordance with all internal control procedures implemented by Company management. Furthermore, all of your expense reimbursements must accurately reflect the true nature and amount of the expenses. Your timecard reports must also accurately reflect the true nature and amount of time that you work, as well as accurately reflect the appropriate category for time taken away from work. In addition, if you are in any way involved in preparing the Company's disclosure documents (such as SEC filings or press releases), you must produce full, fair, accurate, timely and understandable disclosure in such documents.

It is critical that you do not create, or participate in the creation, or perpetuation of, any records that are intended to mislead anyone or conceal any improper act or conduct.

Please refer to:
Travel and Expense Reimbursement Policy, POL 400

Sample Scenario

Question:
Dr. Smith, an Investigator on a clinical trial, has requested that the Company make payments to her bank account which is located outside of the country where she resides and is outside of the location where the services are being performed. Can the Company do this?

Answer:
Probably not. Making payments to such “offshore accounts” could violate local banking regulations and tax laws.
Records Management

 Appropriately managing our records is a critical component of our business operations. A record is any type of document or data made or received, regardless of form (e.g., physical or electronic) or location, in connection with transacting official Company business or fulfilling its legal obligations. Effectively managing our records allows us to meet our business needs and ensure that our records are available when needed. It also helps us comply with applicable laws and regulations and to preserve relevant documents in the event of litigation, audits or investigations. A “legal hold” applies to records connected with subpoenas seeking information and actual or anticipated litigation or regulatory action. In such situations, you must retain and preserve all records that may be responsive to the legal hold until you are advised how to proceed by the Legal Department. If you become aware of a subpoena or pending or threatened legal or regulatory action, or if you believe that someone has improperly concealed, altered or destroyed a record, you should immediately report it to the Company's Legal Department.

Please refer to:
   Records Management Policy, POL 726
   Records Retention Schedule, POL 726a
Securities Laws and Insider Trading

It is illegal to trade or tell others to trade in the securities of any company (including the Company) based on material non-public information you learn because of your work for the Company. **Non-public information** is information that has not been previously disclosed to the general public and is otherwise not available to the general public. It is not possible to define all categories of material non-public information. However, information should be regarded as **material** if there is a reasonable likelihood that it would be considered important to an investor in making an investment decision regarding the purchase or sale of the Company's securities. Either positive or negative information may be material. While it may be difficult under this standard to determine whether particular information is material, there are various categories of information that are particularly sensitive and, as a general rule, should always be considered material.

Examples of such material, non-public information may include: financial results (preliminary or actual); projections of future earning or losses; news of a pending or proposed merger or acquisition; news of the disposition of a subsidiary; impending bankruptcy or financial liquidity problems; gain or loss of a substantial client or client contract; the success or failure of a clinical study; changes in dividend policy; new service announcements of a significant nature; significant pricing changes; stock splits or cash or stock dividends; new equity or debt offerings; significant litigation exposure due to actual or threatened litigation; major changes in senior management; listing status on an exchange or market.

The rules relating to trading in the Company's securities and the securities of other companies with whom the Company does business are covered in detail in the Company's Policy on Insider Trading and Communications with the Public. If you are uncertain about the legal rules involving your purchase, sale or transfer of any securities of the Company or any securities in companies that are familiar to you by virtue of your work, you should consult with the Legal Department before making any such purchase or sale.

**Please refer to:**
- Policy on Insider Trading and Communications with the Public, POL 603

**Sample Scenario**

**Question:**
Marie’s brother invests in the stock market. Marie is the project director on a Phase III study for Customer X (a U.S. public company) that is nearing completion and the data looks very promising. Can she mention to her brother that Customer X’s stock may be on the rise and investing now might be a good idea?

**Answer:**
No. This is deemed “tipping” under the U.S. laws and illegal. Although Marie may have good intentions, she cannot share material, non-public information. If she does so and her brother makes a trade based on the information, both Marie and her brother are violating the law and may be subject to civil and criminal sanctions.
Public Disclosure

It is of paramount importance to the Company that all disclosure in public communications made by the Company and in reports and documents that the Company files with, or submits to, the SEC is full, fair, accurate, timely and understandable. Each employee, officer and director must take all steps available to assist the Company in these responsibilities consistent with their role within our Company. In particular, each employee, officer and director is required to provide prompt and accurate answers to all inquiries made to you by the Company or its authorized representatives (like its external auditors and external legal counsel) in connection with the Company’s preparation of its public reports and disclosures.
Coordinating with Media and the Public

On occasion, you may receive inquiries for information or interviews from representatives of the business and trade media or investment community. It is our policy that only authorized information may be released to the media and investment community and only through the Company’s authorized channels. All communications made on the Company’s behalf to the media and general public may only be made through or be approved by the Global Corporate Communications & Marketing group or through authorized individuals. Any request for such information should be immediately referred to Global Corporate Communications & Marketing group or the cognizant authorized individual.

Please refer to:
- Speaking at a Conference Policy, POL 200
- Materials Review Board Policy, POL 201
- Scientific Thought Leadership Policy, POL 202
- Working with the Media, POL 203
- Press Release Development and Approval, POL 204

Sample Scenario

Question:
Christina has been contacted by a journalist who is asking questions about a rumored acquisition by the Company. Christina has heard a lot of discussion in the office and knows it would expand the Company’s footprint globally as well as add complementary capabilities, making the Company even more attractive to customers. Should she speak to the journalist?

Answer:
No. Christina shouldn’t divulge to anyone what she has heard around the office, even to other co-workers. The information that she has may not be accurate or complete. Even if it is, Christina is not authorized by the Company to make statements to the media. She should immediately contact the Global Corporate Communications & Marketing group.
Data Privacy

Numerous laws around the world regulate the collection, processing, transfer, disclosure, storage and use of individual identifiable information. The Company is committed to protecting the confidentiality of individually identifiable information in accordance with applicable laws and regulations. The Company has a Global Privacy and Data Protection Officer and is a member of the Association of Clinical Research Organizations’ (ACRO) Global Data Protection and Privacy Committee.

Questions concerning data privacy can be sent to data.privacy@syneoshealth.com.

Please refer to:
Recording Conversations in the Workplace Policy, POL 609
Personal Data Handling: Clinical Trial/Research Study Subject and Patient Privacy Policy, POL 610
Global Data Privacy Policy, POL 612

Sample Scenario

Question:
Richard, a former employee, calls the HR department and says that he wants to talk to his former co-worker and friend, Peter, in the Munich office. He has misplaced Peter’s home phone number and asks if the HR representative can give it to him. The HR representative knows that Richard and Peter were friends. Can the HR representative give Peter’s home phone number to Richard?

Answer:
No. Peter’s home phone number is personal information and the Company cannot provide it to Richard without Peter’s consent. However, the HR representative can take Richard’s phone number if he voluntarily provides it to her and she can then email it to Peter in the event he would like to reach out to Richard.
Copyrights and Computer Software

You may sometimes need to use third-party copyrighted material to perform your job. It is the Company's policy to respect copyright laws. Therefore, before you may use such third-party material, appropriate authorization from the copyright holder must be obtained. The need for such permission may exist whether or not the end product containing third-party material is for personal use, for Company use internally or other use.

You must observe the terms and conditions of any license agreements to which the Company is a party. In most cases, you do not have the right to make copies of software, except for backup purposes. This includes not only the substantial software programs the Company may license, but also the smaller so-called “shrink-wrap” programs typically used for word processing, spreadsheets and data management.

You may not copy copyrighted intellectual property licensed to the Company or otherwise make use of such property, other than on your Company computer in furtherance of Company business, and such use must be as permitted under the copyright laws. It is against Company policy and it may be unlawful for you to copy, reproduce, scan, digitize, broadcast, or modify third-party copyrighted material when preparing Company products or promotional materials, unless written permission from the copyright holder has been obtained prior to the proposed use. Improper use could subject both the Company and you to possible civil and criminal actions for copyright infringement. It is also against Company policy for you to use the Company's facilities for the purpose of making or distributing unauthorized copies of third-party copyrighted materials for personal use or for use by others.

Sample Scenario

Question:
Chris is preparing a presentation for a potential client. This would be a new customer for the Company and a strategic win, so Chris wants to make sure his presentation captures the customer's attention. He wants to use some information and graphics that he found on the Internet to illustrate a point. Since the information can be found and accessed by anyone, then it's publicly available and he can use it at his discretion. Is Chris right?

Answer:
No. Just because something can be accessed by the public does not mean that it is available for use without any restrictions. For example, the Company's logo is easily found and could be easily copied by someone, but the Company has rules around how and when it can be used and by whom. If you want to use something that you found on a website, there is often a “Legal” or “Terms” tab at the bottom of the webpage. Usually, the language in one of those sections will specifically address ownership of the content of the website and whether it may be used, by whom and under what circumstances. If you need assistance, please contact the Legal Department.
Respect and Integrity for our Customers and Business Partners

Compete for business vigorously in an honest, ethical, and fair manner.
Respect and Integrity for our Customers and Business Partners

Antitrust and Fair Competition

The Company requires that all employees worldwide comply with the U.S. antitrust laws, the competition laws in the European Union as well as various other applicable laws in countries where we do business. Antitrust and competition laws are complex in nature and usually vary from country to country. These laws are intended to promote fair competition and generally forbid agreements, especially with competitors, that unreasonably limit competition, and improper actions to create or maintain monopoly power, or abuse a dominant position in any market. Under these laws certain practices must be avoided, including, among others:

- Discussing prices, costs, product supply, marketing, territories, or other sensitive marketing information with competitors;
- Entering into formal or informal agreements or arrangements with competitors that would result in fixing prices, customers or suppliers, adjusting sales volume or dividing sales territories;
- Exclusive arrangements with customers and suppliers, such as agreeing that the Company will not provide services regarding a competitive drug or requiring that a vendor provide only services to the Company;
- Refusing to conduct business with a particular person or business (or causing others to do the same) in order to obtain a better deal.

Other prohibited conduct that may adversely affect the Company’s competitors involving unfair competition include: price discrimination in some countries; false statements; bribery; misappropriation of trade secrets; contract interference; and suppressing supply resources.

Please refer to:
Antitrust and Fair Competition Policy, POL 602

Sample Scenario

Question:
Robin recently attended an industry conference. There, she met with a friend, Frank, who works for a competitor. During lunch, Frank suggested that if he and Robin could agree on the division of services that their respective companies offer, it might make them both more attractive to customers than other competitors. How should Robin respond?

Answer:
Robin should tell Frank that this is not a proper business discussion and excuse herself. Then, she should promptly report the conversation to the Compliance Office.
Competitive Intelligence

Gathering market intelligence is essential to protecting our market position and it is a legitimate business activity provided that it is obtained in a legal and ethical manner. Competitive intelligence can only be collected from sources other than the Company’s competitors, such as publically available information or non-confidential information from industry experts or other third parties. If a coworker, customer or business partner has competitive information that he or she is required to keep confidential, you must not encourage him or her to disclose it. It is important to be mindful of this restriction when talking to new Company employees about their former employers. While conducting Company business, if you become aware of confidential information about another company that has been inadvertently disclosed, seek guidance from the Compliance Office before using or acting on the information. We will not seek to benefit from information that we have not obtained ethically.

Sample Scenario

Question:
Marcus receives an email from his friend, Larry, who works for a competitor of the Company. Larry’s email contains confidential information about how the competitor is positioning itself to capture more Phase III studies from sponsors, which could be useful information for the Company. Marcus recognizes that Larry did not intend to send this information to him and that it was sent in error. However, Marcus reasons that he did not do anything improper to receive the information, so he believes that he can use it. Is Marcus correct?

Answer:
No. It is apparent that this information was disclosed in error and Marcus should not use it. Marcus should contact the Compliance Office for guidance on how to address the destruction of the information and notification to Larry.
Sample Scenario

Question:
Matthew is a pharmaceutical sales representative who may provide meals as a business courtesy in conjunction with a product presentation to a healthcare provider and their staff. He is planning a mid-morning product discussion with a healthcare provider office and decides on a meal to provide. He intends to hire a coffee cart service in which a barista will join the meeting and create customized coffee drinks and smoothies at the behest of the attendees, as well as distribute pastries. Is this okay?

Answer:
No, Matthew should not provide this service during the presentation. The business meal is provided in conjunction with a service (e.g., barista creating drinks), and may be perceived as an entertainment component and/or not modest in scope. Ultimately the service may be misconstrued as an attempt to induce favorable prescribing outcomes from the healthcare provider and applicable staff and may violate customer policies.

Healthcare Laws and Regulations

Many aspects of the Company’s business are subject to regulation by the United States Food and Drug Administration (“FDA”) as well as U.S. state and local regulatory bodies and comparable regulatory bodies outside the United States. In addition, the Company may be obligated under agreements with its clients to comply with certain healthcare laws and regulations that would not otherwise be directly applicable to the Company. The Company provides a broad range of services to its clients in a highly regulated environment. Specifically, the Company must comply with laws, rules and regulations applicable to, among other things:

- The conduct of clinical trials;
- Interactions with healthcare professionals;
- Interactions with patients;
- Marketing and promotion of pharmaceutical products; and Privacy of personal health information.

The healthcare laws and regulations that may apply to the Company’s business include:

- The U.S. Federal Food, Drug and Cosmetic Act;
- FDA standards for Good Clinical Practice and laws and regulations adopted in accordance with the European Union Clinical Trial Directive;
- Fraud, waste and abuse laws, including the False Claims Act and the Anti-Kickback Statute;
- The Prescription Drug Marketing Act;
- Laws related to “off label” promotion of drugs; and global privacy laws and regulations, including the EU General Data Protection Regulation and the privacy rules of the Health Insurance Portability and Accountability Act of 1996 (“HIPAA”).

Please refer to:
Handling Safety Information Received by Non-Safety Associates Policy, POL 700
Data Integrity

Regulatory agencies and the Company’s biopharmaceutical customers rely on data to ensure subject/patient rights and safety, and the scientific value of our clinical studies and projects. Data integrity is therefore an integral element of the Company’s quality management system. To that end, all Company employees must ensure that the data that they manage are complete, consistent and accurate throughout the data lifecycle, from creation through archival and destruction.

Questions concerning Data Integrity can be sent to corporatequality@syneoshealth.com.

Please refer to:
Data Integrity Policy, POL 751

Sample Scenario

Question:
Elisa has been under a lot of pressure to meet her target of site activations. She had to be out of the office unexpectedly yesterday and has noticed today that one of her sites received Ethics Committee approval yesterday and this was the last piece of information she needed to activate that site. Should she sign the site activation form with today’s date or yesterday’s date?

Answer:
She must sign the site activation form with today’s date because this represents the actual date when she signs the form. Inserting yesterday’s date would violate the good documentation practice attribute of contemporaneous signing. Records must never be back dated.
Quality
The Company is committed to building quality into all of the services that it provides to its customers. Therefore, Quality is a shared responsibility across the Company.

Numerous laws, regulations and other external standards regulate the services provided by the Company, including but not limited to the following:

- **Bioanalytical services** [Good Laboratory Practice (GLP) and the ICH Good Clinical Practice (GCP) Guidances and local and regional laws and regulations related to GCP]
- **Clinical trials** [the ICH Good Clinical Practice (GCP) Guidances and local and regional laws and regulations related to GCP as well as the elements of Good Manufacturing Practice (GMP) that pertain to the services that Syneos Health provides in clinical trials]
- **Pharmacovigilance activities** [Good Pharmacovigilance Practice (GVP) standards]
- **Observational/non-interventional research** [Good Epidemiology Practice (GEP) standards]
- **Medicinal product marketing legislation** [e.g. the U.S Prescription Drug Marketing Act (PDMA)]
- **Privacy and Data Protection** [e.g. the EU General Data Protection Regulation (GDPR) and the U.S. HIPAA Privacy Rule]

In addition, the Company’s customers have their own requirements documented in agreements and plans. The Company’s quality policy is to ensure that we provide services that consistently meet both regulatory and customer requirements and to do so in a proactive and transparent manner, thus demonstrating the Company’s cultural attributes of trust, collaboration and accountability.

Questions concerning quality can be sent to corporatequality@syneoshealth.com.

Please refer to:
Quality Policy, POL 753

Sample Scenario

**Question:**
Angeline is responsible for performing Quality Control (QC) of the work performed by one of her colleagues. The SOP that requires the QC details the documents that need to be verified before indicating either “pass” or “fail” on the QC form. The person whose work Angeline is about to QC is very experienced. It is nearing the end of Angeline’s day and she still has other tasks to do before leaving the office. She feels confident that the work her colleague has done is fine. Should she just go ahead and indicate “pass” on the QC form without first verifying the documents?

**Answer:**
No. The result of the QC is based on the adequacy of the documents. If Angeline has not verified those documents, she has no way of knowing whether they were adequate and therefore it is not appropriate for her to indicate “pass” on the QC form.
International Trade Laws

As a global company with offices worldwide, we must comply with applicable international trade laws. These laws include:

• U.S. and other applicable trade sanctions laws – Embargoes restrict our ability to transact business with certain countries while other trade sanctions restrict the Company’s dealings with certain persons or entities.

• Export control restrictions – Restrict exports, re-exports and the use outside of the U.S. of products, services, or technology created in the U.S. and then sent across a country’s borders.

• Anti-boycott regulations – Regulations that prohibit Syneos Health from participating in illegal boycotts such as where one country refuses (for whatever reason) to do business, or prohibits others from doing business with, one or more other countries.

If you have any questions or concerns about the entities or individuals with whom the Company conducts business or the countries subject to sanctions, you should contact the Compliance Office.

Please refer to:
International Trade Law Policy, POL 607
Protecting Third Party Information
You may receive confidential information from Company customers, business partners and suppliers. You have a duty to safeguard this information and to honor the Company’s contractual commitments. You must also protect third party intellectual property, such as inventions and software. Confidential information of third parties must not be shared with any colleague who does not have a need to know it. These obligations continue even after your employment ends.

Be mindful that even if the Company has a non-disclosure or confidentiality agreement with Party A and a separate non-disclosure or confidentiality agreement with Party B, it does not necessarily mean that we can share Party A’s confidential information with Party B.

Sample Scenario

Question:
Dave travels frequently for business development purposes. He spends a lot of time in airports and often has to participate in both internal and customer conference calls while there. Does Dave need to take any precautions?

Answer:
Yes. Dave must be particularly mindful about using his computer and having business discussions in airports, train stations and other public places. Anyone may overhear confidential information regarding our Company or our customers. Also, others may be able to view Dave’s laptop or other electronic devices. In this situation, if Dave decides to participate in the conference call, he should let the other participants know at the outset that he is in a public place and will not be able to share certain types of information due to his public location. By taking these steps and making them known, it protects the information and lets our customers know that we are both mindful and trustworthy.
Waivers of this Code and Amendments
Waivers of this Code and Amendments

The Compliance Office may grant a waiver of this Code for employees and non-executive officers. Only the Board of Directors may grant a waiver of this Code for a member of the Board and, only the Board or a duly authorized committee thereof may grant a waiver of this Code for an executive officer and a waiver of the Company’s Code of Ethics for Principal Executive Officer and Senior Financial Officers. For this purpose, a “waiver” means the approval by the Compliance Office or the Board, or duly authorized committee, as applicable, of a material departure from a provision of this Code. A request for waiver must be submitted in writing and provide sufficient details to allow an informed decision to be made. Any waiver for a member of the Board or executive officer, if granted, must be recorded in the minutes of the Board or duly authorized committee thereof and a separate written authorization of the waiver must be prepared and executed by the person requesting the waiver.

The Board of Directors or duly authorized committee thereof shall review the status of all waivers for Board members and executive officers on a periodic basis to determine compliance with the terms of the waiver and the advisability of continuing the waiver.

Any waiver granted to a Director or an executive officer of the Company will be publicly disclosed when and in the manner required by law or regulation.

Only officers of the Company authorized by the Board of Directors may amend this Code. Any amendment must be publicly disclosed if and in the manner required by law.