

# Conflicts of Interest

A “conflict of interest” exists when a person’s private interest interferes in any way, or even appears to interfere, with the interests of the Company. A conflict situation can arise when an employee takes actions or has personal, financial or other interests that may interfere with his or her ability to perform any of his or her work for the Company objectively and effectively.

Conflicts of interest also arise when an employee or a member of his or her family, receives improper personal benefits as a result of his or her position in the Company. However, because it is impossible to describe every potential conflict of interest, the Company relies on the commitment of its employees to exercise good judgment, to seek advice when appropriate and to adhere to high ethical standards in the conduct of their professional and personal affairs.

It’s important that employees are familiar with these situations, recognize a potential conflict and take the appropriate action. Any employee, regardless of position or title, who the company determines has violated this policy, will be subject to discipline, up to and including termination. This policy is not intended to restrict conduct or activities protected by applicable law.

## Potential Conflicts of Interest

It is each employee’s responsibility to identify potential conflicts when they arise and either avoid such situations, or notify the HRSC (HR Service Center) for company direction **before** engaging in the potentially conflicting activity. If an employee is unsure whether a situation, relationship or transaction poses a conflict, he or she should contact the HRSC. Situations that could cause a conflict with the Company’s best interests include but are not limited to:

- Having an outside interest, relationship, or position that negatively affects an employee’s work performance or impacts an employee’s work schedule.
- Having an interest or connection with an outside supplier, agent, customer, or competitor that could put an employee’s or such entity’s interest ahead of the Company’s.
- Participating in arrangements or projects that could result in personal or family gain due to an employee’s ability to influence decisions between the Company and an outsider.
- Publicly placing one’s self in an embarrassing or questionable position that negatively reflects on the employee or the Company. Employees should take particular care to adhere to the [Social Media Policy](#).
- Having personal or family investments in an enterprise that has business relationships with the Company, such as a client, supplier or competitor of the Company.
- Having a close personal relationship with someone who works for a competitor, customer or supplier of the Company. Both individuals should take special care to adhere to the applicable policies, including confidentiality policies, of their respective companies.
- Being involved with a Company project where the employee has a personal financial or other interest in the project (or in another party involved with the project) if that connection could raise a potential conflict of interest. In this situation, the employee should notify the project leader immediately. If it is determined that the employee does in fact have a conflict of interest, the employee should not participate in the project or obtain information relating to the project.

- Allowing or directing an employee to conduct business with members of the employee's immediate family or companies in which the employee's immediate family has a financial interest.
- Asking others to do something the employee him or herself is prohibited from doing.
- Having a financial interest in a Restricted Entity that does not have publicly-traded common stock
- Providing services in any capacity (whether as a principal, employee, director, consultant, advisor, independent contractor, serving on a Board of Directors or otherwise) to a Restricted Entity.

### **A Restricted Entity is a business that:**

- Provides healthcare related services or products; or
- Provides services or products to the Company in the functional area in which the employee is involved from time to time at the Company.

### **Approval for Outside Employment or Service Affiliations**

The Company permits its employees to have employment or service affiliations with outside entities, provided that the affiliation does not present an actual or potential conflict of interest with the Company. While we respect employees' rights to manage their personal business, employees should place the Company's interest in any business transaction ahead of any personal interest or gain. In particular, Employees must adhere to the following rules:

- All employees must obtain the advance written approval of the Company to serve as an employee of or an independent contractor to a Restricted Entity (as defined above). To obtain approval, an employee must contact the HRSC.
- All employees must obtain the advance written approval of the Company's SVP and General Counsel for any of the following: to provide services as a principal, trustee, director (other than as a director of a for-profit company – see below), consultant, advisor or officer of a Restricted Entity; to obtain an equity stake of five percent (5%) or more in a Restricted Entity; or to receive compensation in the form of equity from a Restricted Entity. To obtain this approval, the employee must first contact the HRSC.
- In order to serve as a director of a for-profit company, employees must comply with the Quest Diagnostics Incorporated policy regarding [Serving as a Director of For-Profit Company](#).
- In order to serve as a director of a non-profit entity that is not a Restricted Entity, employees must obtain the approval of their manager. In determining employee requests, managers shall consider: potential conflicts of interest; time/travel/economic/other demands upon the employee; and other pertinent factors.
- The outside employment or service affiliation must not present an actual or potential conflict of interest with the Company and is in adherence to the [Phlebotomy and Other Health Care Services Compliance Policy](#).

- The outside employment must not adversely affect the Company or the employee's performance or negatively impact work schedules;
- The employee must adhere to the [Confidential/Proprietary Information](#) and [Company Assets and Expense Accounts](#) policies.
- The employee may not use Company property, facilities, equipment, supplies, IT systems (including computers, networks, email, voicemail and telephones), time, brand or reputation in connection with outside employment or services.

The amount of time the employee is able to devote to such activities should be considered to ensure that outside commitments do not impair the employee's effectiveness as a Company employee.

*Note: Unless the arrangement is at the direction of the Company, approval is required even if the employee provides services directly in connection with services provided to the Company (e.g., acting as a medical director of a customer's laboratory or serving as a director/officer of a business because the Company appoints the employee).*

No approval is required for employees for services provided to a governmental entity or a charitable enterprise (service on a local school board, religious organization, etc.), unless it is a Restricted Entity.

Example: An employee is not required to get approval to serve on the local school board or with a religious organization.

Example: An employee is required to get approval to serve on the Board of Directors of a community hospital.

### **Notices to Obtain Approval**

To request approval, employees are required to submit a completed [Conflict Of Interest Disclosure Form](#) to the HRSC that must detail:

- The name of Restricted Entity;
- The job duties or services to be provided;
- The nature of the potential relationship;
- The nature of the business or activity of the Restricted Entity;
- Whether it competes with (or the employee expects it may), does business with (or may do business with) the Company; and
- The details on the financial relationship, including fringe benefits.

Each request will be evaluated for its potential for a conflict of interest and the possibility of liability to the Company. Any approval, once given, may be withdrawn at any time based on the

Company's sole discretion. In the event approval is withdrawn, employees are expected to terminate the conflicting relationship as soon as reasonably practicable.

Last Amended: January 2022