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The Smile Way Group is committed to complying with all federal and state antitrust laws. The purpose of the antitrust laws is to preserve the competitive free enterprise system. The antitrust laws in the United States are founded on the belief that the public interest is best served by vigorous competition, free from collusive agreements among competitors on price or service terms. The antitrust laws help preserve the country's economic, political, and social institutions. They apply fully to health care services, and we are firmly committed to the philosophy underlying those laws.

While the antitrust laws clearly prohibit most agreements to fix prices, divide markets, and boycott competitors, they also proscribe conduct that is found to restrain competition unreasonably. This can include, depending on the facts and circumstances involved, certain attempts to tie or bundle services together, certain exclusionary activities, and certain agreements that have the effect of harming a competitor or unlawfully raising prices.

The Smile Way Group and its personnel will not engage in unfair competition or deceptive trade practices, including misrepresentation of the organization's operations. Personnel will not make false or disparaging statements about competitors or attempt to coerce suppliers or providers. Any questions that may arise should be addressed to the Chief Compliance Officer.

### What should you do

**if you are offered a gift that you know is inappropriate?**

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**Politely refuse it and explain that company policy prohibits you from accepting it. Providing or accepting gifts and entertainment may in some cases be a conflict of interest, and in certain situations a violation of the law.**



## Marketing and Advertising

Consistent with laws and regulations that may govern such activities, we may use marketing and advertising activities to educate the public, provide information to the community, increase awareness of our services, and to recruit colleagues. We strive to present only truthful, fully informative, and non-deceptive information in these materials and announcements.

All marketing materials must be reviewed and approved by the Chief Compliance Officer before they are disseminated.

## COMPLIANCE PROGRAM

### Program Structure

The Compliance Program is intended to demonstrate in the clearest possible terms the absolute commitment of The Smile Way Group to the highest standards of ethics and compliance. The elements of the program include setting standards (the Code and Policies and Procedures), communicating the standards, providing a mechanism for reporting potential exceptions, monitoring and auditing, and maintaining an organizational structure that supports the furtherance of the program. Each of these elements is detailed below.

These elements are supported at all levels of the organization. Providing direction, guidance and oversight are the Board of Directors and the Corporate Compliance Committee. The Chief Compliance Officer and



Corporate Compliance Committee are responsible for the day-to-day direction and implementation of the Program. Additionally, numerous executive and management individuals within the organization have expertise and are prepared to support colleagues of The Smile Way Group in meeting the standards set forth in this Code.

## Setting Standards

With respect to our Compliance Program, we set standards through this Code of Conduct, ethics and compliance policies and procedures and, occasionally, through other guidance mechanisms, such as advisory memoranda. It is the responsibility of each individual to be aware of those policies and procedures that pertain to their work and to follow those policies and procedures.

## Training and Communication

Comprehensive training and education has been developed to ensure that colleagues throughout the organization are aware of the standards that apply to them. Compliance/Code of Conduct training is conducted at the time an individual joins the organization and annually for all colleagues. Additional compliance training in areas of compliance risk (e.g., billing, coding, cost reports) is required of certain individuals.

All ethics and compliance training is required to be tracked and recorded by the Compliance Department. Resources regarding our compliance program, including the Code of Conduct, are available to all personnel on the SAP website at [www.smileamericapartners.com/compliance](http://www.smileamericapartners.com/compliance). We encourage all colleagues to frequently review the resources available to them.

## Resources for Guidance and Reporting Concerns

To obtain guidance on an ethics or compliance issue or to report a concern, individuals may choose from several options. We encourage the resolution of issues at a local level with one's supervisor. If this is uncomfortable or inappropriate, the individual may discuss the situation with another member of management, the Chief Compliance Officer, or any member of the Compliance Department. Individuals are always welcome to contact the Compliance Helpline at 1.800.447.9207 or email [complianceofficer@mobiledentists.com](mailto:complianceofficer@mobiledentists.com). We make every effort to maintain, within the limits of the law, the confidentiality of the identity of any individual who reports concerns or possible misconduct. There is no retribution or discipline for anyone who reports a concern in good faith. Any colleague who deliberately makes a false accusation with the purpose of harming or retaliating against another colleague is subject to discipline.

## Personal Obligation to Report

We are committed to ethical and legal conduct that is compliant with all relevant laws and regulations and to correcting wrongdoing wherever it may occur in the organization. Each colleague has an individual responsibility for reporting any activity by any colleague, subcontractor, vendor or affiliated colleague that appears to violate applicable laws, rules, regulations, standards of dental practice, federal health care conditions of participation, or this Code.



Illegal acts or improper conduct may subject The Smile Way Group to severe civil and criminal penalties, including large fines and being barred from certain types of business. Therefore, knowledge of any illegal activity or violations of the Code must be brought to the attention of one of the following persons promptly:

1. Chief Compliance Officer
2. Appropriate DPP owner, business unit or department head, or any other senior manager

It is a violation of this Code for personnel not to report a suspected violation of the Code or any suspected illegal activity. If you have a question about whether particular acts or conduct may be illegal or violate the Code, you should contact the Chief Compliance Officer or your supervisor. In other words, all are required to bring any suspected illegal act or violation of the Code to the attention of those responsible for investigating such reports. If the suspected illegal acts or conduct in violation of the Code involve a person to whom such illegal acts or violations might otherwise be reported, the suspected illegal acts or violation should be reported to another appropriate person.

If requested, employees are required to sign annual certifications stating that they are not aware of any compliance issues, or that they have reported any such issues to the Chief Compliance Officer. As part of this certification, employees are required to state that they are not aware of any unreported compliance issues, including but not limited to, overpayments, false bills or kickbacks. Failing to sign or providing false information on the annual certification form may result in disciplinary action (including termination of employment).

Upon termination of employment, terminated employees may be required to sign an exit interview certification stating that they are not aware of any compliance issues that have not been reported.

Personnel may report suspected illegal acts or violations of this Code anonymously. To the extent permitted by law, The Smile Way Group will take reasonable precautions to maintain the confidentiality of those individuals who report suspected illegal activity or violations of this Code and of those individuals involved in the alleged improper activity, whether or not it turns out that improper acts occurred. Failure to abide by this confidentiality obligation is a violation of this Code.

No reprisals, or other disciplinary action inconsistent with law, will be taken or permitted against personnel for good faith reporting of, or cooperating in the investigation of, suspected illegal acts or violations of this Code. It is a violation of this Code for personnel to punish or conduct reprisals with respect to personnel who have made a good faith report of, or cooperated in good faith in the investigation of, suspected illegal acts or violations of this Code.

### **Internal Investigations and Reports**

We are committed to investigating all reported concerns, illegal activity, or violations of this code promptly and confidentially to the extent possible. The Chief Compliance Officer coordinates any findings from corporate-led investigations and immediately recommends corrective action or changes that need to be made. We expect all colleagues to cooperate with investigation efforts.

Personnel must cooperate with these investigations. It is a violation of this Code for personnel to prevent, hinder or delay discovery and investigation of illegal acts or violations of this Code.

## Corrective Action

Where an internal investigation substantiates a reported violation, it is the policy of The Smile Way Group to initiate corrective action, including, as appropriate, making prompt restitution of any overpayment amounts, notifying the appropriate governmental agency, instituting whatever disciplinary action is necessary, and implementing systemic changes to prevent a similar violation from recurring in the future.

## Discipline

Personnel who violate the Code or commit illegal acts are subject to disciplinary action. The discipline utilized will depend on the nature, severity, and frequency of the violation and may result in any or all of the following disciplinary actions:

- Counseling and verbal warning
- Written warning
- Suspension and final written warning
- Termination; and/or
- Restitution

Personnel who report their own illegal acts or improper conduct, however, will have such self-reporting taken into account in determining appropriate disciplinary action. The Smile Way Group will not retaliate against personnel or professionals who raise good faith concerns regarding potential non-compliance with applicable laws or this policy.

## Program Effectiveness

We are committed to assessing the effectiveness of our Compliance Program through various efforts. Much of this effort is through self-monitoring and internal audits of issues that have regulatory or compliance implications. As such, we are continuously assessing the effectiveness of the Program and finding ways to improve it.

## Acknowledgment Process

The Smile Way Group requires all colleagues to acknowledge their review of the Code, confirm they understand it represents mandatory policies of the organization, and agree to abide by it. New colleagues are required to do so as a condition of employment. Each colleague is also required to participate in annual Compliance and/or Code of Conduct training and records of such training are retained.

### What should you do

**if you suspect—but are not sure—that someone has violated our Code?**

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**Share your concern with a member of management or other resource identified in the Code. Even if you're not sure misconduct has occurred, speaking up is the right thing to do. In fact, our Code requires it. A violation left unreported can harm our reputation and put us at risk.**



Strict compliance with this Code of Conduct and other policies of The Smile Way Group will help us prevent, detect, and correct potential violations, consistent with our corporate mission. We appreciate your continued dedication to acting with the highest ethical standards and in compliance with applicable laws.

• **Exhibit A** •

• **LIST OF DENTAL PROFESSIONAL PRACTICES (DPPs)** •

- Arizona Mobile Dental, PC dba Big Smiles
- Elliot Paul Schlang, DDS, Professional Corporation dba Big Smiles
- Shurett Dental Group, P.C. dba Shurett Dental Group
- Mark Shurett, DDS, PC dba Help A Child Smile
- Elliot P. Schlang, D.D.S. P.C. dba Smile Illinois
- Elliot P. Schlang DDS, Dental Outreach PLLC dba Indiana Dental Outreach
- Nevin K. Waters D.D.S., PA dba Big Smiles
- Big Smiles Kentucky PSC dba Big Smiles
- Elliot P. Schlang DDS Big Smiles Massachusetts P.C. dba Smile Massachusetts
- S.K. Pesis D.D.S., Big Smiles Maryland, PC dba Smile Maryland
- Michigan Dental Outreach, P.C. dba Michigan Dental Outreach
- Nevin K. Waters D.D.S., P.C. dba Big Smiles
- Theodore F. Mayer, DDS P.A. dba Smile North Carolina
- Big Smiles Dental New York, PLLC
- Smile New York Outreach, LLC
- Elliot P. Schlang DDS, Dental Outreach PLLC dba Ohio Dental Outreach
- Big Smiles Pennsylvania P.C. dba Smile Pennsylvania
- Big Smiles Utah, P.C. dba Big Smiles
- Big Smiles Virginia PC dba Smile Virginia
- Michael LaCorte Dentistry, PC dba Big Smiles
- Elliot P. Schlang, DDS, Inc. dba Smile West Virginia