

# Code of Conduct

2024

# Greetings from Omniceil's Founder

Our company is transforming healthcare through technology and innovation, and we are recognized throughout the industry for our creativity, hard work, quality products, and excellent service to our customers.

It's equally important that we are also recognized for our integrity. Omnicell's Guiding Principles are our guide and our Code of Conduct serves as our playbook for how we do business within all levels of our organization. This Code is our foundation for Omnicell's policies, procedures and guidance on our expected behaviors and will give you guidance about situations that may challenge us in our business dealings. The bottom line: we do not compromise our core values to achieve business objectives.

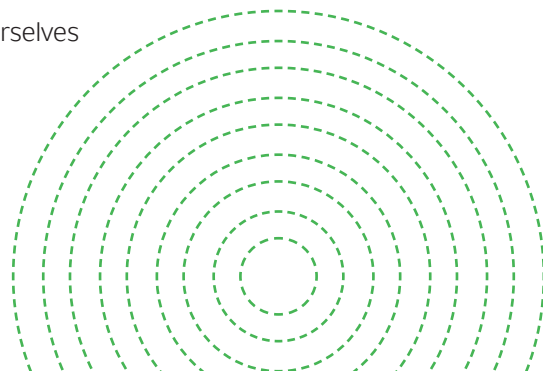
Please familiarize yourself with Omnicell's Code of Conduct and revisit it regularly. It's important that each Omnicell employee know the code thoroughly and live it on a daily basis.

This Code is a living document—subject to change over time as business requirements, laws, and regulations change. If you have any questions, please do not hesitate to ask your manager or contact the Compliance Department.

Thank you for doing your part to ensure we hold ourselves and how we do business to the highest standard.



Randall A. Lipps  
Chairman, President, CEO & Founder



# Our Code of Conduct – Putting Guiding Principles Into Practice

Our Code of Conduct provides guidelines for how to interact with each other, our customers, our business partners and the public. Our Code cannot cover every situation that may arise, so please always keep in mind its basic premise – everything we do in connection with our work at Omnicell should be in accordance with the highest standards of integrity, honesty, and ethical business conduct. In doubt, you can seek guidance (see below and at the end of the Code).

We expect everyone at Omnicell to know and follow our Code. It applies to all Omnicell directors, officers and employees, as well as others working on Omnicell's behalf (such as contractors, consultants, vendors and suppliers). You should also be familiar and comply with the locally applicable Employee Handbook, as well as our company policies, including those referred to in this Code and others that are applicable to your job (which are posted on our internal website). Violations of the Code of Conduct or company policies can result in discipline up to and including termination of employment, or termination of a relationship with Omnicell.

Where locally required, the Code will be implemented following consultation with workers councils.



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Seek guidance, ask questions and raise concerns if you are unsure how to act in a given situation. Contact: [compliance@omnicell.com](mailto:compliance@omnicell.com)



# Do the Right Thing in Our Business Dealings

## Compete Fairly

We believe in fair and open competition. While we're happy when we are a “**passionate transformer**,” with a relentless ability to get it done well, we won't compromise our guiding principles. We always deal fairly with our customers, suppliers, business partners, competitors and employees, and we always respect their rights.

## Prevent Bribery

We will not tolerate bribery of any kind. This applies to your dealings with government officials and non-government customers, suppliers or partners. You should never (directly or indirectly) offer, provide, solicit or accept anything of value (including payments, gifts or entertainment) in order to get or keep business or favorable treatment for Omnicell or third parties. Secret commissions, hidden gratuities or other payments to agents, consultants or employee of customers, prospective customers, suppliers, distributors or government agents intended to secure an improper business advantage are likewise prohibited. Because Omnicell may also be held responsible for the acts of our business partners, distributors, agents and representatives, these third parties may never offer or accept bribes on our behalf.



Though corruption and bribery are prohibited both for public and private sectors, in most countries public officials are subject to stricter rules and restrictions than persons who work in the private sector. Please be particularly cautious when interacting with government officials or others connected to a government. Under various regulations and laws around the world, including the Foreign Corrupt Practices Act, giving or receiving anything of value to or from a government official or giving or accepting anything of value to or from an agent to get or keep business or favorable treatment could result in significant penalties for Omnicell and criminal charges for individuals. Make sure you are familiar with our Policy Concerning Anti-Corruption.



## Gifts and Entertainment Guidelines

Always be careful about giving or receiving gifts, entertainment or other business courtesies. These situations can create conflicts of interest or potentially be perceived as bribes.

When it comes to government officials, consult our policy concerning anti-corruption before extending any business courtesies. Carefully follow the guidelines described there, and obtain any required pre-approvals. It is generally okay to offer, provide or accept gifts, entertainment or other conventional courtesies in the ordinary course of business with non-government customers, distributors, suppliers or partners – so long as the criteria below are met. This includes things like business meals, entertainment events, office items and company-branded swag.

Items that are intended for the personal benefit of healthcare professionals, but do not serve the needs of the hospital or enhance the practice of healthcare, are discouraged.

As a rule of thumb, such a gift or entertainment may be given or received if ALL of the following conditions are met:

- The gift is not in violation of any applicable law, or of any regulation or policy applicable to the recipient;
- The gift is given or received as a courtesy to build up goodwill, rather than to secure or reward certain favorable action;
- The gift is correctly entered on our books and records (if required by generally accepted accounting principles);
- The gift is generally considered reasonable for the company, market, and country where the recipient is located; AND
- If the facts surrounding the gift were to be publicly disclosed, it would not embarrass Omnicell in any way.

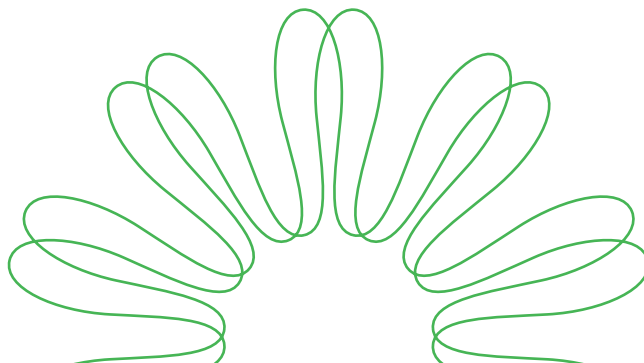
Such gifts or entertainment that are outside the ordinary course of business or exceed what would be considered reasonable are subject to the following additional scrutiny:

- Employees should seek approval from the manager and vice president they report to;
- Directors and senior directors should seek approval from the vice president they report to;
- Vice presidents and other members of the Executive Staff should seek approval from the EVP, Chief Legal & Administrative Officer; and
- Executive Staff members may choose to consult with the Audit Committee of the Board of Directors in certain circumstances, such as referring a family member or friend for employment or consulting opportunities with the company.

In all instances, follow our guidelines for gifts and entertainment, or ask for help from the Compliance Department when choosing to provide gifts or entertainment to our business partners or when receiving them.

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**We may revise this guidance to include spending limits. If we do, we will send a notice to all employees and post it on our internal website.**



## Gifts/Entertainment Guidelines

<b>Normally Acceptable</b> Consider seeking approval if there are unusual circumstances	<b>Think Carefully!</b> Think twice and seek approval from the Compliance department	<b>Unacceptable</b> Keep out of these situations!
Tickets to normal sporting and cultural activities (such as a golf outing, city tour, etc.) provided there are no potential “quid pro quo” obligations created or inferred and the receiver is not bound by stricter guidelines than Omnicell guidelines	Excessive trips, events and/ or accommodations with very little professional content, where someone other than the employer pays the expenses	All entertainment, events, trips or accommodations that are provided in order to influence a decision, negotiation or purchase
A working meal or a social dinner reflecting the client/business partner relationship with Omnicell	The payment of expenses for public servants	Professional events where travel and/or accommodations are paid for by others
Shared transport for moderate distances (e.g., rideshare to airport)		The payment of personal expenses or a direct cash payment (i.e., cash or cash equivalent)
Professional events (e.g. trade show reception) where the participants’ employer pays for travel and hotel		

### Before Giving a Gift or Hospitality, Ask Yourself:

- Is the expense within the limits set out in Omnicell’s gifts and entertainment guidelines? If not, have I received approval from a senior manager or executive?
- Is the gift or entertainment I’m offering appropriate for the rank of my client’s representative(s)?
- Have I determined whether or not the clients are entitled to receive this gift or hospitality under the laws of their country and their company policies?
- Is it possible for me to pay the vendor (e.g., airline, hotel) directly? If not, is it possible to get an invoice?
- Am I sure the gift cannot easily be converted to cash?

**A:** “No” response to any of the above should prompt a call to the **Compliance department**.

## Comply with Laws

It's simple – we respect and obey the law, in letter and in spirit. We are committed to following the applicable laws and regulations of the countries where we do business. You should ensure you understand the major laws and regulations that apply to your work. If you believe that local law conflicts with this Code or any of our policies, always follow the law and discuss as soon as possible the perceived conflict with the Compliance Department. We discuss various legal obligations throughout this Code. In addition, please note the following:

**Competition.** We believe in lawful competition, and do not engage in activities that might limit competition in the marketplace or violate antitrust/competition laws. For example, you should not enter into any arrangement with a competitor affecting pricing or marketing policies or obtain competitive information through improper means. Please see our Policies and Procedures Regarding Treatment of Confidential Information for guidance on receiving competitive pricing information from third parties.

**International Trade.** We are committed to complying with applicable international trade laws and regulations. These laws govern the import and export of our products, services and technologies (including information) to and from the U.S. and other countries, and they prohibit certain transactions and dealings with sanctioned countries and restricted parties.

## Insider Trading

Federal and state laws prohibit trading in Omnicell stock by persons who possess material nonpublic information. It is also illegal to communicate or “tip” material nonpublic information to others. Nonpublic information is considered “material” if a reasonable investor would consider that information important in making a decision to buy, hold or sell our securities. In order to assist with compliance with laws against insider trading, Omnicell has adopted the “Policy Against Trading on the Basis of Inside information.” All employees are expected to review and follow the “Policy Against Trading on the Basis of Inside information.” In addition, certain employees must also comply with the “Trading in Securities by Covered Persons” policy. If you have any questions, please consult the Compliance Department.





## Environmental, Health and Safety

We are committed to continually reducing our environmental footprint, and to providing employees and contractors with a safe and healthy workplace. This includes complying with applicable health and safety laws and regulations. We each have a duty to act responsibly toward each other and the environment. We also have a duty to reduce waste and help ensure that our products, services and business operations comply with applicable environmental, health and safety laws and regulations. In addition, the company is committed to providing a drug-free workplace and employees must report to work in a condition to perform their work free from the influence of illegal drugs and alcohol. Our global Environment, Health and Safety policy further describes further our commitments. Additional guidelines related to our environmental, health and safety program relevant to your location are posted on our internal website. Please review and follow these guidelines.

## Marketing Our Product

At Omnicell, we do not promote uses of our products that are not included in the applicable marketing literature. We promote only those uses for which we have data to support safety and efficacy. As a result, you may not market non-approved uses or instruct customers on methods of using our products for non-approved uses or in a manner that would violate applicable law. Please contact the Compliance Department if you need more information to help ensure that you provide services on behalf of Omnicell in an ethical and legal manner.





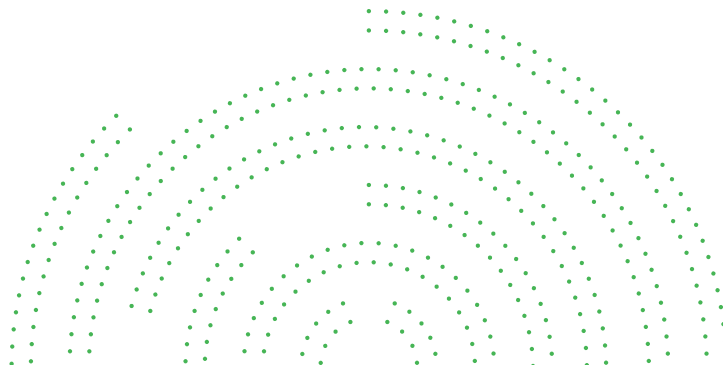
## Ethical Dealings with Healthcare Organizations, Providers and Government Organizations

We are committed to helping all employees understand and abide by the complex regulations that impact our business, particularly those employees engaged in front line, retail pharmacy interactions with customers and various payees. Training and certification are required for those employees whose job responsibilities make it critical for them to have detailed knowledge and understanding of the regulations. However, all Omnicell employees must possess an understanding of the applicable laws and regulations.

There are a variety of laws and regulations that are designed to prevent fraud, waste, and abuse of government funds. Fraud is knowingly and willfully executing a scheme to defraud any health care benefit program or to obtain by false or fraudulent

pretenses, representations or promises of money or property. Waste is the overutilization of services, that directly or indirectly results in unnecessary costs to the Medicare or Medicaid programs. Waste is not typically caused by criminally negligent actions, but by misuse of resources. Abuse arises from actions that result in unnecessary costs to Medicare or Medicaid programs such as payments for services that do not meet recognized standards of care. Abuse involves payment for items or services where there is no legal entitlement to them. The distinction between fraud and abuse depends upon the specific facts and circumstances, intent, prior knowledge, and available evidence. The following regulations apply to segments of Omnicell's operations and are designed to prevent fraud, waste and abuse.

False Claims Act	Stark Law	Anti-Kickback Statute
<p>The federal False Claims Act (FCA) is a federal statute that covers fraud involving any federally funded contract or program, including the Medicare (as well as Medicare Advantage [MA]) and Medicaid programs. The FCA applies to all federally funded programs.</p>	<p>The Physician Self-Referral Law, commonly referred to as the Stark Law, prohibits physicians from referring patients to receive “designated health services” payable by Medicare or Medicaid from entities with which the physician or an immediate family member has a financial relationship, unless an exception applies.</p>	<p>The federal Anti-Kickback Statute (AKS) is a criminal statute that prohibits the exchange (or offer to exchange), of anything of value, to induce (or reward) the referral of business reimbursable by federal health care programs.</p>



# Relationships Matter

## Respect in Our Workplace

We respect each other not just to do the right thing – but so we can each reach our full potential.

At Omnicell, we strive to create and maintain a positive, supportive, inclusive and diverse work environment. Our different backgrounds, education, culture and experience all contribute to the advancement of the company.

As an equal opportunity employer, we prohibit discrimination on the basis of any protected characteristic and make employment decisions (including hiring, promotions, and compensation) on the basis of merit. In addition, we are committed to providing a work environment free from harassment, intimidation and threats or acts of violence. Any harassment based on a protected characteristic in violation of our company policies will not be tolerated. This applies not only to employees but also to individuals who may have contact with employees (such as vendors, customers, and independent contractors).

For additional details, including guidance on what to do if you believe you've observed or been subjected to discrimination, harassment, intimidation or threats or acts of violence, in violation of Omnicell's policies, please refer to the following:

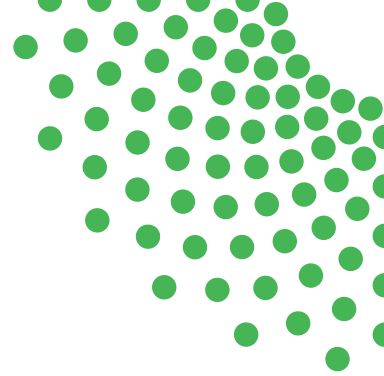
- Employee Handbook relevant to your location
- Equal Employment Opportunity Policy
- Harassment Prevention Policy
- Workplace Violence/Bullying Policy



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Relationships with our customers and our colleagues are important to us. We are people who care. We value the whole person, and not just the work person.





## Avoid Conflicts of Interest

You have an obligation to do what's best for Omnicell. That includes an obligation to avoid any interest, influence or relationship that might create a conflict of interest (or even the appearance of a conflict). A conflict of interest may occur when your personal interest (such as a benefit to you, your friends or your family) interferes in any way – or even appears to interfere – with the interests of Omnicell as a whole. Such conflicts may make it difficult to perform your work and make decisions for Omnicell objectively and effectively.

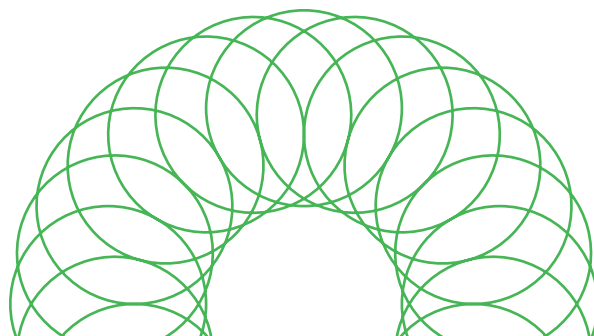
Because it is not possible to describe every situation in which a conflict of interest may arise, employees should follow the basic rule: Don't get involved in a situation that creates a conflict of interest (or even the appearance of a conflict) – these situations include (but are not limited to) the following:

**Investments.** Avoid making any investment or association that interferes, or appears to interfere, with the independent exercise of your judgment in the best interests of Omnicell. For example, you should not directly or indirectly, through family members or otherwise, own stock or have any other interest in any of Omnicell's competitors, customers, suppliers, licensees, licensors, distributors or others with whom Omnicell has business relationships. That being said, ownership of less than 5% of the outstanding securities of a publicly traded company is permitted and need not be disclosed. For further guidance, please refer to the Conflicts of Interest section in the Employee Handbook.

**Gifts and Courtesies.** You should not accept directly, or through family members or otherwise, any gifts, payments, fees, services, valuable privileges, loans (other than conventional loans from lending institutions), other favors or things of value from any person or business enterprise that does, or seeks to do, business with Omnicell or is a competitor of Omnicell, except in accordance with our Gifts and Entertainment guidelines above.

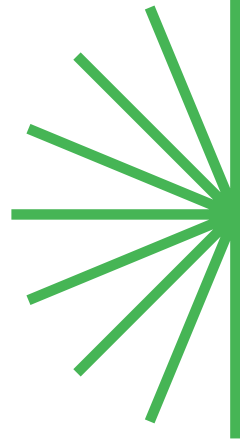
**Confidential Information.** You may not disclose any confidential information that you have access to by reason of your employment by Omnicell, except as required in the performance of your regular duties for the company. You also may not make unauthorized disclosures to others of any information regarding Omnicell's business activities that has not otherwise been publicly disclosed. Please see our more detailed Corporate Disclosure/Regulation FD Policy.

**Outside Employment.** Employees must refrain from performing any work or services outside their regular Omnicell work assignments for customers, whether paid or unpaid, without the Compliance Department's express prior approval to ensure there is no conflict of interest. An employee may not serve on the board of directors, in a management capacity, or as a consultant to any other for-profit business enterprise without prior approval from the Compliance Department. Please contact the Compliance Department by email with a description of the outside employment or the proposed engagement to [compliance@omnicell.com](mailto:compliance@omnicell.com).

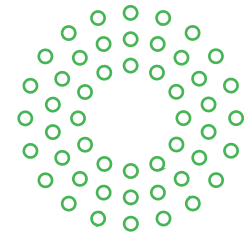


## Business Relationships with Family Members or Relatives

Your family members or other relatives may work for, or have business relationships with, Omnicell. If they do, you should follow these rules:



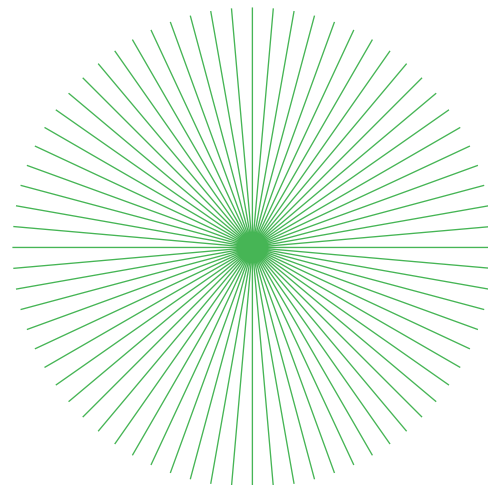
- You should not supervise or be involved in the hiring or promotion, compensation, work assignments or performance evaluation of a family member or relative who works for Omnicell.
- You must disclose and refer to your manager prior to making any decision in your area of responsibility that affects Omnicell's business relationship with an entity or person employing a family member or relative.
- You should not disclose confidential information to or accept confidential information from a family member or relative.
- If there is a business need, employees should seek approval from the Compliance Department; vice presidents and executives should seek approval from the EVP, Chief Legal & Administrative Officer.



Any exceptions to the above potential conflicts of interest are subject to prior approval by the Compliance Department.

## Duty to Disclose

Employees have an obligation to disclose potential and/or actual conflicts of interest. See the guidelines under Voicing Concerns on page 18.





# Be Entrepreneurial

## Corporate Opportunities

Employees, including officers and directors may not compete with Omnicell, or take for personal gain those opportunities that are discovered through the use of Omnicell property, information or position during an existing employment relationship with Omnicell, or while receiving compensation from Omnicell. These individuals owe a duty to Omnicell to advance the company's legitimate interests when the opportunity to do so arises.

## Political Contributions

Omnicell will not contribute to political parties, committees, or candidates for office or solicit political contributions from our employees. While we encourage employees to participate in the political process on their own behalf, you may not make political contributions on behalf of Omnicell (e.g., using Omnicell funds, time, facilities, or assets). Any exceptions must be pre-approved by the EVP, Chief Legal & Administrative Officer.

## Safeguard Our Assets and Information Resources

We each have a responsibility to safeguard Omnicell's assets and help ensure that they are used properly and efficiently. Be mindful of waste and carelessness. If you suspect fraud or theft, report it immediately. Theft, carelessness, and waste have a direct impact on our profitability.

All company assets should be used only for legitimate business purposes, and generally should not be used for personal benefit except as provided for in our Acceptable Use Policy. Please read and follow



our Acceptable Use Policy and our Mobile Device Procurement and General Use Policy. These policies provide guidance for your use of computer and communications equipment provided by Omnicell.

They include how to properly use electronic communications and social media consistent with company policy and our legal obligations (such as those related to the protection of personal and protected health information). Employees must comply with Omnicell Privacy Policies at all times.

## Safeguard Our Information and Our Customers' Information

One of our most important assets is our confidential information. In the course of our jobs, we are also entrusted with confidential information about our customers, suppliers and partners. We are all responsible for using good judgment and taking appropriate measures to maintain the confidentiality of this information and protect it from inappropriate use or disclosure. Remember, personal data, information, or electronic communications created or stored on company computers or other electronic media such as hand-held devices (cell phones, in particular) are subject to company policies and review for lawful business purposes. Records of your electronic communications may be accessed, made and used for a variety of reasons, and may be subject to monitoring or auditing at any time and without advance notice, as required by law, and as further outlined in Omnicell Privacy Policies. Keep this in mind and exercise care when you use company electronic media for personal purposes. Please read and follow our more detailed Policies and Procedures Regarding Treatment of Confidential Information and the Acceptable Use Policy.

## Safeguard Privacy

We are committed to safeguarding the data entrusted to us by our customers, business partners and employees. To Omnicell, safeguarding data means always striving to enhance an already robust privacy framework with industry-specific approaches consistent with applicable laws, regulations and standards. We strive to maintain transparency in order to maintain trust, which is critical to an enduring relationship. You are required to read and follow the Omnicell Privacy Policies on the Omnicell intranet. All Omnicell employees must commit to the highest standard of treatment of data entrusted to our organization. Incidents must immediately be reported to [privacyandsecurity@omnicell.com](mailto:privacyandsecurity@omnicell.com).

## Communicating with External Parties

We are committed to promoting our products and services honestly and educating our customers about the appropriate use of our products. External communications should be clear, accurate, and truthful when representing the quality, features, or potential hazards of our products. Employees should also avoid making false statements about our competitors. Follow these guidelines when communicating with external parties:

- Only use substantiated claims in advertising, marketing or sales materials.
- Include product use instructions and warnings that are clear and easy for the end user to understand. Ensure products are labeled appropriately and in accordance with any legal, regulatory or contractual requirements.
- Differentiate our company from our competitors based only on factual comparisons.
- Subject to voicing concerns below, refer any legal, regulatory, or investment/shareholder inquiries to our Corporate Communications Department.



# We are Mission Driven

## Public Disclosure

As a public company, Omnicell must comply with certain obligations imposed by federal securities laws regarding disclosure of information to the public. Premature, selective or otherwise unauthorized disclosure of internal or non-public information relating to Omnicell could adversely affect our ability to comply with these obligations, cause competitive harm, and in some cases result in liability for Omnicell. You should not disclose internal or non-public information, material or otherwise, about Omnicell to anyone outside Omnicell, unless you're authorized to do so by the company. In general, before making any external communication or disclosure, you should consult our Corporate Disclosure/Regulation FD Policy.

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**We are a ferocious steward of customer experience. We have the passion, desire, humility, and drive to solve a problem that impacts millions. We are a continual problem solver and have the passion to do what it takes. Our shareholders and our customers depend on us to protect their rights and interests.**



## Integrity of Records and Reporting

We are committed to maintaining accurate financial and other business records and making truthful public disclosures. We do this not only because it is required by law and because we owe it to our shareholders and the investing public, but because it enables us to make sound business decisions. When we refer to “business records,” we mean the documents, whether in paper or electronic form, that we create as part of our work at Omnicell. This covers a wide variety of information, including accounting ledgers, expense reports, time cards, invoices, gifts and entertainment expenses, purchase orders, contracts, and transaction documents.

We should all help ensure that our business records contain accurate and honest information that reflects the truth of the underlying transactions or events. Follow these guidelines:

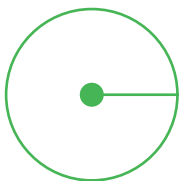
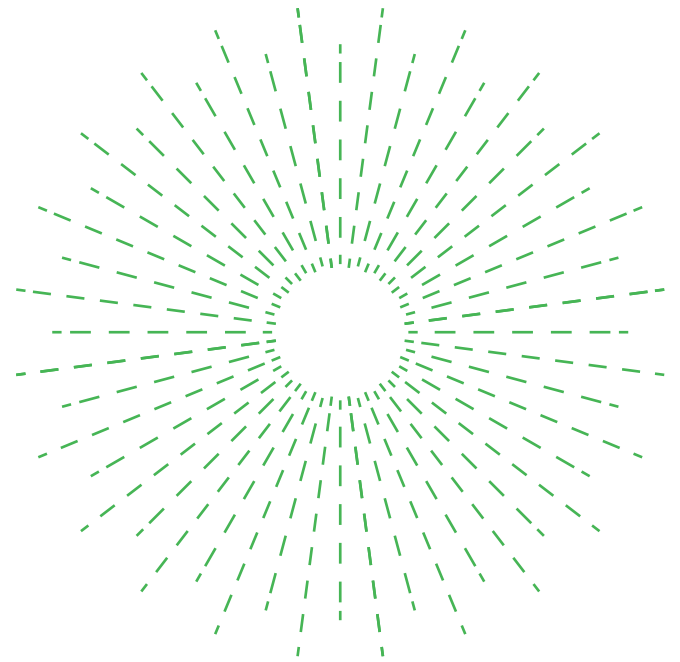
Do	Do Not
<p>Make sure all information and business records you prepare, process or approve are accurate and complete and accurately reflect the true nature of the transaction or event they record</p>	<p>Falsify a record or try to hide the true nature of a transaction or event, including gifts and entertainment</p>
<p>Cooperate fully with our internal and external auditors, teams and advisors, including Compliance and Internal Audit – be open and honest with them</p>	<p>Conceal or withhold pertinent information from our internal or external auditors, teams and advisors, including Compliance and Internal Audit</p>
<p>Understand and follow applicable accepted accounting practices and comply with Omnicell policies, SOX/internal controls, and procedures, designed to ensure the accuracy and integrity of Omnicell financial and accounting records, even if you think bypassing them would be harmless or save time. Seek guidance from your manager if you have questions</p>	<p>Violate accepted accounting practices, Omnicell policies, SOX/internal controls, or procedures, designed to ensure the accuracy and integrity of Omnicell financial and accounting records</p>
<p>If you are called upon to provide information for our public reports or otherwise help assure that they are complete, fair and accurate – take this responsibility seriously</p>	<p>Provide false, incomplete, inaccurate or misleading information</p> <p>Sign or approve a record if you have reason to believe it is false, including expense reports</p>
<p>Incur and submit travel and other business expenses in accordance with our travel and expense policies and guidelines</p>	<p>Establish or maintain for any purpose any Omnicell bank account, fund, or asset that is not properly recorded on our books</p>
<p>Retain records in accordance with our Records Retention Policy. If you observe any irregularities related to Omnicell's business records, no matter how small, report them</p>	<p>Engage in or allow intentional overbilling by or of Omnicell and subsequent rebates (other than through bona fide pricing adjustments paid lawfully)</p>



## Special Responsibilities of Managers

All Omnicell managers have additional responsibilities under the Code. Managers must foster an ethical culture and lead by example. Your words and actions matter. Lead the way by demonstrating what it means to Do the Right Thing:

- Know the Code of Conduct.
- Take time to discuss the Code with your teams.
- Do not turn a blind eye to unethical or non-compliant behavior. Address and correct it.
- Recognize employees who embody our core values and commitment to ethics and integrity.
- Maintain an open door and appropriately handle employee reports of misconduct. This means listening to employees who come forward with concerns and taking steps to ensure those concerns are properly reviewed and addressed.
- Escalate reports of violations of the Code to the Compliance Department, Human Resources, or your manager.
- Uphold the Anti-Retaliation Policy.



# Voicing Concerns

Please report violations or suspected violations of our Code, other Omnicell company policies or any law or regulation.

Our Code cannot cover every situation that you might encounter. If you are unsure how to act in a given situation or otherwise have questions about our Code or other company policies, seek guidance and ask questions. Any employee, regardless of level or seniority, is subject to discipline, including termination, for violations of this Code and/or our policies referenced on our internal website, including the Employee Handbook applicable locally.

Any waiver of the Code for directors and executive officers may be granted only if consistent with legal regulations of the country the waiver applies to. Such waivers must be approved by the Board of Directors or a committee of the Board. We will disclose such waivers publicly, to the extent required and/or permitted by applicable laws, rules, and regulations.

## Anti-Retaliation Policy

Omnicell is committed to providing an enriching work experience for its employees. One way that we can assure that we are creating an environment of mutual respect and understanding is to keep the lines of communication open between management and individual contributors. Omnicell believes that it is essential to create a culture that empowers employees to internally speak up on matters of genuine concern without fear of retaliation; and be assured that their concerns will be taken seriously, investigated, and kept confidential to the extent possible.

Omnicell values the help of employees who identify potential concerns that the company needs to address. Any employee who reports a violation in good faith or on reasonable grounds will be treated with dignity and respect and will not be subjected to any form of discipline



or retaliation for reporting a concern. Retaliation against anyone who provides information or otherwise assists in an investigation or proceeding regarding any conduct that the employee believes constitutes a violation of applicable laws or regulations, our Code of Conduct, or Omnicell policies is prohibited and will, in itself, be treated as a violation of our Code of Conduct. Retaliation is defined by local laws. It can be for instance: disciplinary measures, discharge or direct or indirect discrimination with regard to recruitment, remuneration, promotion, training, assignment, or mobility taken against the author of the alert, a facilitator, a witness, or any person connected with the author of the alert.

In the event you believe you have been subject to retaliation, immediately advise Human Resources or the Compliance department.

## Follow These FAQs:



### **Q: How do I report violations or suspected violations?**

#### **A: Reports can be made through several channels:**

- You can raise compliance issues with your manager, or its manager
- Alternatively, you may make a report to our Compliance Department. You can contact them and ask that your identity be kept confidential or contact them anonymously.
- You may make reports toll-free via our Compliance Hotline 24 hours a day, seven days a week, in your native language and remain anonymous when permitted by law. In many countries, you are not required to give your name when submitting an online concern or calling the Compliance Hotline. If you choose to identify yourself, your information will be handled with as much confidentiality as possible. However, certain countries do not allow the option of anonymity due to local rules and regulations. In these cases, the persons calling will be required to identify themselves in order to report their incident.

If a report is made anonymously, the possibility of it being handled will particularly depend on whether sufficiently detailed and factual information has been provided by the reporter. You may use any of these channels:

- **Phone:** if you are calling from the US (855) 726-6899\*  
If you are calling outside the US, please dial 00 1 before or visit <https://omnicell.ethicspoint.com> to find local numbers.
- **Web:** Visit <https://omnicell.ethicspoint.com>
- **Mail:** Send mail to Compliance, Omnicell Inc., 500 Cranberry Woods Dr. Cranberry Township, PA 16066
- **Email:** By sending an email inquiry to [compliance@omnicell.com](mailto:compliance@omnicell.com)
- Audit Committee or Audit Committee Chair pursuant to the company's "Open Door Policy for Reporting Complaints Regarding Accounting and Auditing Matters"

\*A country code may be required to dial this number from outside the United States or Canada.

## **Q: Who can report violations?**

### **A: Anyone in a relation with Omnicell:**

- Any employee, under of a fixed or permanent contract, full-time or part-time, any consultant, any corporate officer of Omnicell group, employees who have left Omnicell concerning information obtained in the course of their employment.
- **Any stakeholder:** shareholder of Omnicell Inc., person applying to a job at Omnicell, any employee, manager, corporate officer of a business partners or sub-contractors of Omnicell.

## **Q: Can I talk to the authorities?**

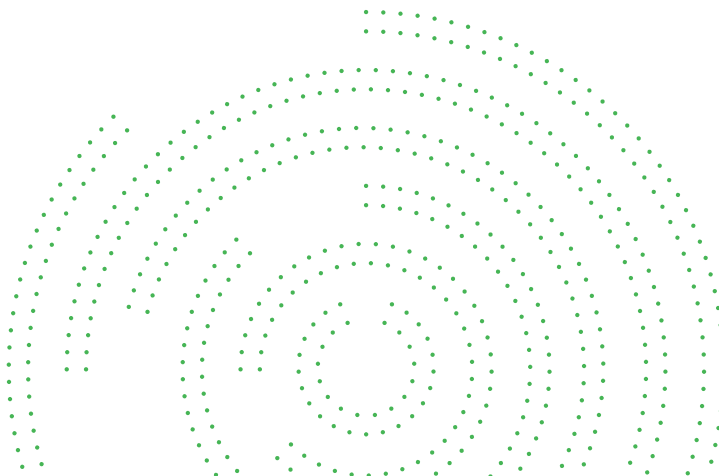
### **A: Yes.**

- Generally, you are encouraged to first use the internal channels mentioned above in order for situations to be remedied within Omnicell group as quickly and efficiently as possible, while allowing you to benefit from enhanced confidentiality guarantees.
- However, you may report to a judicial or administrative authority, professional body or any relevant institution or body.
- Translation of the Global policies may contain as an Appendix list of local authorities.

## **Q: How are reports handled?**

### **A: We will investigate.**

- Upon receiving a report of an alleged violation, our Compliance Department will acknowledge to the reporter receipt of the report within seven days and conduct a prompt and thorough investigation, as applicable to the circumstances.
- Within three months following the acknowledgment receipt, our Compliance Department will provide to the reporter information on the measures envisaged or taken to evaluate the accuracy of the allegations and, where appropriate, to remedy the subject of the alert, together with the reasons for the latter.
- Privacy concerns may preclude dissemination of the certain of the findings. The author of the alert will also be informed if the file is closed.





## **Q: If I make a report, will I get in trouble?**

### **A: No.**

- If you report potential compliance violations in good faith or on reasonable grounds you will not be subjected to retaliation or retribution of any kind. This is true even if the facts subsequently prove to be inaccurate or do not give rise to any further action.
- Any Omnicell supervisor, manager, or employee who conducts or condones retaliation or retribution will be subject to discipline, including discharge. If you feel that you have been retaliated against, please contact the Compliance Department immediately.

## **Q: What if I have questions about the Code or how to act in a particular situation?**

### **A: Reach out. We are here to help.**

- Seek guidance from the Compliance Department.
- Always feel free to talk to supervisors, managers, or other appropriate personnel.

Act with Integrity at all times, Speak Up when you think something's not right, ask for help when you're not sure! There are resources available to help you Do the Right Thing that are just a phone call, or a click away. You can safely report any concerns or get additional help to Do the Right Thing by contacting these resources:

**Anonymous Hotline:** Online @ <https://omnicell.ethicspoint.com> or toll free (855) 726-6899\* Via internal email: [compliance@omnicell.com](mailto:compliance@omnicell.com)

By mail to Omnicell Compliance, Omnicell Inc., 500 Cranberry Woods Dr., Cranberry Township, PA 16066

\*Dialing from outside the US and Canada may require dialing a country access code first.

