Code of Business Conduct and Ethics

BROOKDALE®
SENIOR LIVING

11/26

Table of Contents

Mission Statement 3
Introduction 4
Our Responsibilities and Obligations 5
Integrity in Resident Care 6
- Resident Rights 6
- Advance Directives and End-of-Life Decisions 8
- Confidentiality of Personal Information and HIPAA 8
- Privacy Officer 9

Integrity in Workplace Conduct 10
- Diversity, Inclusion and Equal Opportunity 10
- Safe and Secure Workplace 11
- Harassment and Workplace Violence 11
- Use of Controlled Substances, Drugs and Alcohol at Work 12
- Ineligible Persons and Entities 12
- License and Certification Renewals 13
- Personal Use of Brookdale Resources 13
- Conflicts of Interest and Corporate Opportunities 14

Integrity in Compliance with Laws 15
- Gifts and Business Courtesies 16
- Specific Limitations on Gifts and Business Courtesies 17
- Sponsoring Business Events/Solicitation of Sponsorships 18
- Gifts and Loans to/from Residents and Families 18
- Gifts to Public Officials 18
- Summary of Gifts, Meals and Entertainment Dollar Limits 19
- Elder Justice Act 20
- Media Relations and Social Media Use 20
- Financial Reporting and Records 21
- Code of Ethics for Chief Executive and Senior Financial Officers 21
- Antitrust, Unfair Competition and Fair Dealing 22
- Record Retention 22
- Confidential Information and Confidentiality Procedures 23-24
- Securities Transactions and Insider Trading 24
- Email, Voicemail and Computer Systems 25
- Copyrights and Trademarks 25

Integrity in Making Decisions 26
Brookdale's Compliance Program 27
Report Compliance Concerns 28
- The Integrity Line 28

How to Report a Concern 29
Special Healthcare Provisions 30
- Preventing Fraud, Waste and Abuse 30
- Kickbacks and Bribes 31
- Physician Self-Referral Law 31
- Gifts to/from Physicians and Other Referral Sources 32
- Medical Director and Physician Agreements 32
- Government Investigations 32
- Coding and Billing for Services 33

Certificate of Compliance 34

Our Mission:

Enriching the lives of those we serve with compassion, respect, excellence and integrity

Introduction

Brookdale is committed to providing quality resident care and to doing business in an ethical manner. Our goal is to be the most trusted senior living provider in every community in which we operate.

We respond promptly to resident concerns, and we provide a Resident and Family Connection Line (877-400-5296) so residents and their family members can raise their concerns directly to us at any time. We also provide an Integrity Line (888-302-3303), which operates 24 hours a day, seven days a week, so our associates can raise concerns that cannot be addressed through discussion with a supervisor or other Brookdale leader.

We are committed to compliance with all federal healthcare program requirements, including a commitment to prepare and submit accurate claims and provide only care that is necessary for the well-being of our residents.

This Code of Business Conduct and Ethics (the "Code of Conduct") details our values and expectations and outlines how we interact with our residents, vendors, physicians, governmental contractors and auditors providing services.

The laws and regulations applicable to our services are complex and include rules governing healthcare programs. The Code of Conduct covers many areas of potentially unethical and illegal behavior, but it is not possible to list all activities that could raise compliance concerns. If you have a question or concern about any potential compliance matter, you should consult a supervisor, manager, director, or the Brookdale Compliance Department to be sure decisions made and actions taken reflect our commitment to doing the right thing.

This Code of Conduct supports our employees ("associates") and board members, officers, and third-party vendors (collectively, "business associates"), so each has a clear understanding of Brookdale's commitment to act with integrity and to strive for excellence, in addition to detailing the tools for reporting questions and concerns regarding integrity matters.

Our Responsibilities and Obligations

Our Responsibility

Each of us at Brookdale has a responsibility to:

- Read, understand and follow the Code of Conduct
- Ask for help if we are unsure about a decision
- Speak up if we see ethical concerns or misconduct

Special Responsibilities of Brookdale Managers, Supervisors and Leaders

If you supervise others, you have additional responsibilities to:

- Make sure your associates understand and follow the Code of Conduct
- Model ethical behavior in your own work and leadership
- Provide the resources needed for your staff and vendors to do their work ethically
- Take every report of misconduct seriously, and follow up to ensure it is handled appropriately

Applicability

The Code of Conduct applies to everyone at Brookdale, including all associates and our Board of Directors. We are all responsible for knowing and following the Code of Conduct and living up to its principles every day. The concepts described in the Code of Conduct also apply to those who do business with us, including vendors, third-party contractors, and affiliated healthcare providers. Brookdale suppliers are additionally subject to a separate supplier code of conduct, maintained and published by Brookdale's procurement team.



Waivers of the Code of Conduct

Brookdale may waive application of the policies set forth in this Code of Conduct only where circumstances warrant doing so. Waivers of this Code of Conduct for directors and executive officers may be made only by the Board of Directors as a whole, or the Audit Committee of the Board of Directors, and must be promptly disclosed as required by law or regulation. Any waiver given shall be limited to the particular circumstance warranting it and shall not constitute a waiver for future purposes nor bind Brookdale to give any such waiver in the future.

Amendments

This Code may be amended or modified at any time by the Board of Directors.

Integrity in Resident Care

Our Mission

At Brookdale our mission is to enrich the lives of those we serve with compassion, respect, excellence and integrity. We work every day to improve our care and improve the satisfaction and outcomes of those we serve.

By Focusing on Our Mission, We Address Many Integrity Issues

By fulfilling our mission and providing outstanding care, Brookdale addresses many of the most important compliance issues.

How much care should we provide? We answer this question by identifying and responding to the best interests of our residents.

Who should receive care? Again, we answer this question by focusing on our mission and providing care only to those who need our care.

One way we work to continually improve at Brookdale is by utilizing best practices for our industry, which include investigating, evaluating, and incorporating recommendations from trusted government sources, the healthcare industry, and medical sources. By never losing sight of our central mission, we avoid many compliance problems that could otherwise arise when providers focus on profitability to the exclusion of their residents' best interests.



In addition, Brookdale helps ensure the quality of care by:

- Having ongoing quality assessments of the services we provide
- Having strong clinical programs administered by experienced and dedicated clinical leaders
- Managing an Integrity Line to report quality concerns right away
- Staffing a Resident and Family Connection Line that allows us to promptly identify and address resident and family issues

Resident Rights

We make no distinction in the availability of services, the admission, transfer or discharge of residents, or in the care we provide based on factors such as age, gender, disability, race, color, religion, sex, sexual orientation, gender identity or national origin. We also recognize and respect the diverse backgrounds and cultures of our residents and make every effort to equip our caregivers with the knowledge and resources to respect each person's cultural needs.

Our communities respect our residents' right to, and need for, effective communication. We strive to ensure that our residents and/or their representatives have the information necessary to exercise their rights. Only through effective communication of necessary information can we respect the rights of our residents and enable them to make informed decisions.

We seek to involve residents in all aspects of their care, including giving consent for treatment and making healthcare decisions, which may include managing pain effectively, foregoing or withdrawing treatment, and, as appropriate, care at the end of life. As applicable, each individual is provided with a clear explanation of care, including, but not limited to, treatment plans, the right to refuse or accept care, and care decision dilemmas and advance directive options. Residents have the right to request transfers to other facilities. In such cases, they are given an explanation of the benefits, risks, and alternatives of the transfer. Residents of Assisted Living or Independent Living communities have the right to terminate their residency.



Residents have the right to refuse care, treatment and services in accordance with laws and regulations. Our communities are expected to take reasonable steps to determine the resident's wishes concerning designation of a representative to exercise their rights. The explicit designation of a representative takes precedence over any non-designated relationship.

Residents are provided information regarding their right to make advance directives regarding treatment decisions, financial considerations and the designation of surrogate healthcare decision-makers. Advance directives are honored within the limits of the law.

In the promotion and protection of each resident's rights, each individual and his or her representatives are accorded appropriate confidentiality, privacy, security, opportunity for resolution of complaints and access to spiritual care. Residents have the right to an environment that both preserves dignity and contributes to a positive self-image.

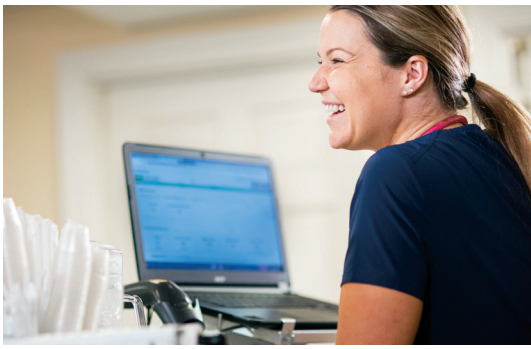
Advance Directives and End-of-Life Decisions

Brookdale respects the rights of all residents to exercise advance directives and to make end-of-life decisions. For additional information or questions on advance directives, living wills and healthcare powers of attorney, associates may contact the Legal Department.

Confidentiality of Personal Information and HIPAA

We realize the sensitive nature of personal information and are committed to maintaining its confidentiality. In addition to the right to confidentiality, the Health Insurance Portability and Accountability Act ("HIPAA"), is a law intended to protect the privacy of an individual's protected health information (PHI) by restricting access to and regulating the disclosure of the information. Protected health information is any information in a medical record that can be used to identify an individual, such as name, Social Security number, or photograph. It also includes any information that was created, used, or disclosed in the course of providing healthcare services to an individual, such as diagnoses, treatments, and test results. Protected health information may be found in many forms, including paper or electronic records, or it may be shared orally.

Each resident in a HIPAA-covered community is provided with a written notice of patient rights and a notice of privacy practices. Whenever possible, this notice of rights is provided before initiating or ending care. These statements include the right of a resident to make decisions regarding medical care, the right to refuse or accept treatment, the right to informed decision-making, visitation rights, including the individual's right to consent to receive visitors and the right to withdraw or deny visitor consent at any time, and the individual's rights related to his or her PHI maintained by a community.



We collect information about residents' medical conditions, history, medications and family illnesses in order to provide quality care, and we protect the confidentiality of that information. There are strict federal and state laws that govern how PHI is stored, how and when PHI is shared, and how the disclosure is tracked, and we exercise the utmost care in safeguarding this information. There are also penalties, both on an individual as well as on an organizational level, for the unauthorized release of PHI. Consequently, Brookdale has detailed policies and procedures directing the release of PHI.

It is your responsibility as a Brookdale associate or business associate to ensure that all HIPAA policies and procedures are followed and to prevent the unauthorized disclosure of PHI. Brookdale's HIPAA policies and procedures can be found on BSLnet for our associates, and our HIPAA and Notice of Privacy Practices Policy may be found on our website (brookdale.com).

Privacy Officer

Brookdale is committed to protecting the privacy of all resident health information and has a dedicated Privacy Officer. For any questions on HIPAA-related issues or to receive specific guidance related to a request for protected health information, contact the Privacy Officer at (414) 918-5211 or privacyofficer@brookdale.com.

Our keys to safeguarding resident privacy:

Brookdale has implemented safeguards, including:

- Encrypting mobile devices containing PHI
- Requiring passwords for our computer systems
- Limiting access to information to the minimum necessary, based on job role
- Prohibiting unauthorized software on Brookdale devices
- Prohibiting texting PHI (outside of secure texting environments)

You should never do any of the following:

- Take copies of medical records out of the workplace without permission
- Leave PHI unattended and in plain view (including in your vehicle)
- Post PHI on social media without resident authorization
- Talk to other associates about PHI in places where others, such as resident family members, may overhear the conversation
- Look up PHI on residents you are not involved in treating
- Discuss PHI with family or friends



Integrity in Workplace Conduct

Diversity, Inclusion and Equal Opportunity

We seek to foster diversity and to provide equal opportunity based on merit and fair treatment. Diverse talents, perspectives and backgrounds make us who we are. By doing this, we can draw on these diverse characteristics to make better decisions, solve problems more creatively and work more efficiently. We believe that we improve our organization by having access to people with widely diverse backgrounds and points of view.

We also know that attracting and keeping the best people means hiring and promoting based on skills and experience and giving everyone the opportunity to advance regardless of protected category. In addition to making us stronger, we recognize that it's our legal responsibility to prohibit discrimination.

Our non-discrimination policy applies to every type of employment-related decision, including, but not limited to, recruiting, hiring, compensation, promotions, reductions in workforce and demotions.

Brookdale does not discriminate based on:

- Age
- Sex
- Gender identity or expression
- Sexual orientation
- Race
- Color
- National origin
- Citizenship or ancestry
- Ethnicity
- Mental or physical disability
- Religion
- Pregnancy
- HIV status
- Military service or veteran status
- Genetic information
- Any other status protected by law



Safe and Secure Workplace

Safety is an important priority. It is essential that every Brookdale associate feels safe and secure when at work. We strive to comply with Occupational Safety and Health Act and other government regulations that are in place to protect our associates. Not only is it the right thing to do, but it allows us to better care for our residents.

To keep everyone as safe as possible, we:

- Know and follow all policies and procedures related to health and safety
- Do not take unnecessary risks or direct anyone else to do so
- Know what to do in case of injury or other workplace emergencies and cooperate during emergency drills
- Report any unsafe conditions or behaviors immediately
- Call law enforcement in the case of imminent danger



As a healthcare provider we also take special precautions with hazardous materials, infectious diseases (such as seasonal flus and Coronavirus) and other biomedical concerns. We are proud of our ability to implement flu and infectious disease protocols that help protect residents and associates. It is our goal to be the industry leader in responding to health and safety threats.

Harassment and Workplace Violence

Each Brookdale associate has the right to work in an environment free of unlawful harassment. Brookdale prohibits any form of discrimination, including harassment, based upon any protected class. Degrading or humiliating jokes, slurs, intimidation, or other harassing conduct is not acceptable in our workplace and will not be tolerated.

Sexual harassment is prohibited. This prohibition includes unwelcome sexual advances or requests for sexual favors in conjunction with employment decisions. Moreover, verbal or physical conduct of a sexual nature that has the purpose or effect of creating an unlawful hostile working environment has no place at Brookdale.

Harassment also includes incidents of workplace violence. Workplace violence includes, but is not limited to, robbery and other commercial crimes, stalking, violence directed at the employer, threats of violence, terrorism, and hate crimes committed by or against our associates. Associates who observe or experience any form of harassment or violence should immediately report the incident to their supervisor, the Human Resources Department, a member of management, or the Integrity Line.

Use of Controlled Substances, Drugs and Alcohol at Work

Brookdale maintains high standards for handling and dispensing controlled substances for resident use in accordance with physician orders and strictly prohibits the possession or use of illegal substances in the workplace.

Every day we administer thousands of doses of controlled substances and provide care for our residents. Use of drugs or alcohol can impact the care we provide or the decisions we make; therefore, violating our substance abuse policy (as detailed in our Associate Handbook) will lead to disciplinary action. Anyone who is suspected of illegal drug use or abuse can be asked to submit to a drug test.

In order to ensure we are providing the best care possible, Brookdale associates must do the following:

- Understand the controlled substance policies and protocols at our communities
- Follow all policies completely every time a controlled substance is handled
- Never bring illegal drugs or other unlawful controlled substances into our communities or onto Brookdale property
- Avoid taking or being under the influence of illegal substances or alcohol while at work
- Talk to a manager or director if we see associates who may be under the influence of alcohol or illegal drugs while at work

Ineligible Persons and Entities

Brookdale does not hire, contract with nor enter into any type of arrangement with individuals or entities excluded by the Office of Inspector General from participation in federal healthcare programs. Brookdale also does not hire, contract with nor enter into any type of arrangement with individuals or entities included on state Medicaid exclusion lists. Items or services provided by excluded individuals or entities are not reimbursable under federal healthcare laws. This includes the provision of items or services ordered by an excluded physician/practitioner even if the items or services were actually provided by a non-excluded party.

Brookdale performs routine screening checks to identify individuals and vendors appearing on federal, as well as state, exclusion lists. It is your responsibility to notify Brookdale if you have been placed on any exclusion list or have knowledge of another entity or individual who may be excluded and is associated with Brookdale.

These are the most common reasons for exclusion:

- Conviction of Medicare or Medicaid fraud
- Substance abuse
- Submission of false or fraudulent claims
- Patient abuse or neglect
- Suspension, revocation or surrender of a healthcare license
- Student loan defaults

License and Certification Renewals

Associates, individuals retained as independent contractors and medical practitioners in positions which require professional licenses, certifications or other credentials are responsible for maintaining the current status of their credentials and shall comply at all times with federal and state requirements applicable to their respective disciplines. To ensure compliance, Brookdale may require evidence of the individual having a current license or credential status.

Brookdale does not allow any associate, independent contractor or a practitioner with privileges to work without valid, current licenses or credentials. Each associate must have evidence of current and valid licensure, certification, registration, accreditation or credential as required by their position description.

Personal Use of Brookdale Resources

It is the responsibility of each Brookdale associate to preserve our organization's assets, including time, materials, supplies, equipment and information. Organization assets are to be maintained for business-related purposes. As a general rule, the personal use of any Company asset without prior supervisory approval is prohibited. The occasional use of items, such as copying facilities or telephones, where the cost to Brookdale is insignificant, is permissible. Any community or charitable use of organization resources must be approved in advance by one's supervisor, including use of work time for fundraising or volunteer activities. Any use of organization resources for personal financial gain unrelated to the organization's business is prohibited.



Conflicts of Interest and Corporate Opportunities

As a Brookdale associate or business associate, you are expected to make decisions that advance Brookdale's best interests, independent of conflicts of interest. A "conflict of interest" occurs when an individual's private interest interferes in any way — or even appears to interfere — with the interests of Brookdale as a whole. A conflict can arise when an associate, officer or director takes actions or has interests that may make it difficult to perform his or her Brookdale work objectively and effectively. Conflicts of interest could also arise when an associate, officer or director, or a member of his or her family, receives improper personal benefits as a result of his or her position in Brookdale.

If you find yourself in a situation where a conflict of interest is possible, either at the time of hire or at any time thereafter, you must notify your supervisor, as well as the Compliance Department. Your situation will be reviewed, and you will be provided with additional directives. Failure to disclose a conflict of interest may result in disciplinary action, up to and including termination. If you are uncertain as to whether a potential conflict of interest exists, it is important to discuss this with your supervisor.

Our associates may work for other employers or own their own business as long as it does not interfere with their Brookdale job requirements, and the additional job is not a conflict of interest with Brookdale. Brookdale associates are prohibited from taking corporate opportunities that are discovered through the use of Brookdale property, information or position for personal gain and using such property, information or position to compete with Brookdale. Brookdale associates are also prohibited from using their Brookdale position to steer potential business to outside businesses. Our associates and directors owe a duty to Brookdale to advance its interests when the opportunity so arises.

Examples of Potential Conflicts of Interest

- Having an ownership interest in a moving company and using a position in a community to refer business there
- Buying or selling an auto, boat or home from/to a resident
- Direct employment by a resident (other than employment approved by a supervisor, such as private sitting services)
- Accepting items left in a resident's will
- Consent to be power of attorney, executor of will or guardian of a resident
- The purchase of items from a resident

These limitations and restrictions regarding residents do not apply when they are a member of your family.

Integrity in Compliance with Laws

Compliance with the Law

We receive payment for many types of services rendered under federal and state programs and contracts. These programs and contracts impose a variety of regulations and requirements designed to combat fraud and abuse and recover losses resulting from fraudulent activity.



Brookdale is committed to complying with all health, reimbursement, safety, environmental, and employment laws, and our Brookdale policies and procedures are written in accordance with these laws. We count on our Brookdale associates to assist in spotting potential issues and helping avoid inadvertent violations. Please refer to the Special Healthcare Provisions of the Code of Conduct for further information related to our commitment and obligations.

Exercise Care When Offering, Soliciting or Accepting Free Goods or Services

We prohibit offering or accepting free goods or services. This means exercising care when working to promote our communities and services and also means avoiding asking for, or accepting, gifts or donations of uncompensated (free) services from a pharmacy, hospital, hospice or home health care agency.

Healthcare providers that:

- Pay for the drinks or carnival ride rentals at a senior living community or hospital picnic
- Offer to fill pill boxes or take blood pressure readings for free each week for Assisted Living residents
- Give a discharge planner at the local hospital a gift card for a local steakhouse
- Provide free swim therapy classes to a referral source, such as a community
- Donate gift cards to a physician group in recognition of referral of residents

Communities that:

- Solicit free holiday trees, food and drink for holiday parties or decorations from hospice or home health providers
- Ask a local outpatient therapy company to sponsor a dinner and movie night for residents
- Have a home health agency provide free weekly walking club staffing
- Request a healthcare provider to pay for food and travel of associates to a regional meeting
- Accept baseball tickets from a new mobile physician group in exchange for referrals

General Guidelines on Gifts and Business Courtesies

Brookdale maintains high ethical standards regarding the offering and acceptance of gifts. Offering or accepting personal gifts may influence our decisions or the decisions of others and may constitute a conflict of interest and, even if it does not, may sometimes create an appearance of impropriety.

The appropriateness of offering or accepting gifts depends on the specific circumstances of the gift and who is offering and receiving it. This Code provides general guidance on this topic, but you should consult with the Compliance Department or Legal Department and the more specific *Business Gifts and Entertainment Policy* located on BSLnet.

Any gift Brookdale associates provide must:

- Be for a proper business purpose
- Be legal and accurately documented
- Be permitted by all of our policies, including our *Business Gifts and Entertainment Policy*
- Be permitted by the recipient's policies
- Be reasonable in value and appropriate under the circumstances
- Not be cash, gift certificates, or other cash equivalents (exception listed in our following gift chart)
- Not be intended to secure an improper advantage, be in exchange for referrals, or otherwise influence the recipient inappropriately



To avoid even the appearance of improper conduct, associates must:

- Never ask for gifts
- Never accept cash, gift cards or cash equivalents (exception listed in our following gift chart)
- Only accept gifts or hospitality that are low in value, given on an infrequent basis and are permitted by our *Business Gifts and Entertainment Policy*
- Never accept any gifts or inappropriate hospitality from vendors if you are a member of the team evaluating the vendor for retention by Brookdale

Specific Limitations on Gifts and Business Courtesies

Accepting Gifts and Business Courtesies

- Subject to other limitations herein, you may accept a gift valued at less than $125. Gifts having a value over that amount may be retained by paying the difference between $125 and the value of the item to the Associate Compassion Fund.
- "Business courtesies" (these are items of value given to another free of cost, such as meals and entertainment, including sporting events, theatrical events and receptions) must be less than $150 in value. Occasional events, such as a dinner celebrating the closing of a business transaction for which the expense may exceed $150, should be approved in advance by the Compliance Officer or Audit Committee.
- The total value of gifts, plus business courtesies from a single source, may not exceed $400 in a single year.
- Perishable items of nominal value (less than $25) are not treated as gifts as long as they are given infrequently (less than three times a year).
- Brookdale leaders may never accept an honorarium.
- You may never accept a personal discount that is not widely available to other Brookdale associates.
- You may accept business courtesies if the person offering the business entertainment participates in the activity. If the person does not do so, the entertainment is considered a gift and is subject to the gift standards.
- Because of the appearance of possible impropriety, associates (such as community directors and leaders) who are in a position to refer Brookdale residents or select company third-party vendors may accept reasonable business meals and perishable items from such entities but may not accept non-perishable gifts or business courtesies, such as concert tickets from such entities.
- Business meals that are reasonable for the location and situation may be accepted but are subject to the annual business courtesy limitation.
- Gifts to our communities may not be accepted from businesses that receive business referrals from Brookdale (e.g., a community cannot accept a gift, such as a wine tasting at a local winery, for community associates).

Offering Gifts and Business Courtesies

- You may offer a gift valued at less than $125. The value of all gifts and business courtesies given to any entity may not exceed $400 in a single year. All expenditures related to a healthcare provider must be tracked by provider number to document the total annual expenditure.
- You may extend business courtesies with a value of $150 or less if you and the person accepting the business entertainment both participate in the activity. If the person does not participate, the entertainment is considered a gift and is subject to the gift standards.
- Business courtesies must have a business purpose that provides a benefit to Brookdale.
- Business meals that are reasonable for the location and situation may be offered but are subject to the annual business courtesy limitation.

Sponsoring Business Events/Solicitation of Sponsorships

Brookdale and its communities may routinely sponsor events with a legitimate business purpose (e.g., a conference or retreats), provided that such events are for business purposes, and involve appropriate meals and entertainment. In addition, transportation and lodging can be paid for by Brookdale. However, all elements of such events, including these courtesy elements, must be consistent with the corporate policy on such events and should be approved by your regional business leader and/or the Compliance Department.

Brookdale and its communities should not solicit sponsorship of Brookdale events from healthcare businesses to which Brookdale refers business nor provide sponsorships to businesses that refer residents.

Gifts and Loans to/from Residents, Clients, and Families

Residents, clients, and families sometimes wish to show their appreciation for a job well done by giving gifts to their caregivers. These gestures are well-intentioned, but accepting these gifts could have unintended consequences. Accepting gifts from residents, clients, or their families could give the impression that you are favoring the resident or client or giving special treatment. It could also give the impression that you are taking advantage of the resident or client.

Brookdale policy prohibits receiving cash or cash equivalents from residents, clients, or family members. In cases where residents, clients, or their family members would like to show their appreciation, the Company has approved certain community-specific donation funds that are used for special purposes and are not directed toward particular associates. Apart from those general donation funds, we prohibit accepting gifts (other than perishable items of nominal value) and tips from a resident or client, regardless of amount. If a resident, client, or family member offers you such a gift, you should thank them for their generosity and politely decline the gift, citing Brookdale's policy.

For similar reasons, you must never request or accept personal loans from residents, clients, or their families. In some states, accepting loans from residents is against the law. In every case, it is a violation of Brookdale policy and is subject to disciplinary action, up to and including termination of employment.

Gifts to Public Officials

As a general rule, federal laws and the laws of most states prohibit giving anything of value to government officials with the intent to influence the decisions of the government. In accordance with these laws, our policy is that nothing of value may be given to federal or state government officials.

We have summarized the highlights of our *Business Gifts and Entertainment Policy* in the following chart.

Summary of Gifts, Meals and Entertainment Dollar Limits

Items	Limit
Tips or gifts from residents for providing service and care	Not allowed
Gifts you may accept from residents	Perishable items may be accepted, and gifts from general associate holiday/ appreciation funds established at some Brookdale communities are allowed; other gifts are not.
Consumable and perishable gifts having a value under $125	These may be accepted, but when practicable, should be shared with your department.
The total value of gifts that may be given to residents (homemade treats, such as cakes for events, including birthdays, may also be given)	$15 per gift/$75 annual limit
Maximum amount you may gift to a public official on behalf of Brookdale (this does not restrict the right to make personal political donations)	Not allowed
Maximum value of a single tangible gift that you can give or receive in one year (associates may donate the excess value over $125, up to $400 total value, to the Associate Compassion Fund and retain such gifts)	$125 (note: associates referring residents may only accept perishable items as gifts)
The total maximum amount of value in gifts, meals and entertainment you can give or receive in one year to/from one person/entity (gifts and entertainment subject to other limitations)	$400
Maximum amount you may give or accept in exchange for referrals	Not allowed
Meals	**Dollar limit**
The total value of business meals you may give or accept for a meal at which business matters are discussed	Reasonable business meals are allowed, although the value of such a meal will accrue toward the annual limit of $400 per vendor maximum total for all gifts, meals and entertainment.
Entertainment	
Value of tickets to a concert or sporting event you may accept	$150 (the person offering tickets must attend the event); associates referring healthcare may not accept such tickets.
Sponsorships	
Value of sponsorships you may offer, seek or accept from healthcare business with a referral relationship	Not allowed
Value of sponsorships you may offer, seek or accept from non-healthcare businesses	Must be approved by regional leader or Compliance

Elder Justice Act

The Elder Justice Act requires that any suspected crime against a resident of, or an individual who receives care from, a long-term care facility, including hospice care, must be reported to local law enforcement and to an agency designated by the Department of Health and Human Services. Failure to report can result in severe financial penalties and possible exclusion from participation in federal healthcare programs. Your supervisor should be able to help you with respect to reporting issues; if the supervisor cannot help, you should promptly contact clinical or compliance leaders at Brookdale.

All associates and business associates have an obligation to protect our residents from abuse, neglect and exploitation and a legal obligation to report any suspected mistreatment. If you should ever see or suspect that a resident is being abused, neglected or exploited, **immediately** contact your supervisor for guidance.

Media Relations and Social Media Use

It is Brookdale's policy that only authorized information be released to the media and other members of the public and that this information be disseminated only through authorized channels.

Brookdale associates should exercise care when using social media. If you are speaking on behalf of Brookdale, posts should be thoughtfully prepared and cleared by Brookdale's corporate Social Media team. When you are speaking personally, you should make clear that you are speaking individually and not on behalf of the company.

Remember, also, that photos of residents or information about residents should never be posted without their written consent. You can speak to a supervisor about the process for obtaining this consent.

If you are contacted by a member of the media:

- Do not provide any information unless you have been authorized to provide the information.
- Politely inform the individual that you are not authorized to comment on or provide information relating to the matter.
- Refer the individual to your executive director or Brookdale's Media Relations Department.

Financial Reporting and Records

Integrity of Records, Statements and Reports and Compliance with Accounting Procedures

Each associate should do his or her part to ensure that Brookdale's books of accounts and financial records meet applicable standards of accuracy and completeness. If an associate has reason to believe that any of Brookdale's books and records are not being maintained in an accurate or complete manner, the associate is expected to report this immediately to the head of Brookdale's Legal Department. Similarly, Brookdale relies on associates to speak up if they ever feel that they are being pressured to prepare or destroy documents in violation of Brookdale policy or applicable law, or if they become aware that any misleading, incomplete or false statement was made to an accountant, auditor, attorney or government official in connection with any audit, examination or filing with a government agency, such as the Securities and Exchange Commission. Associates should ensure that all transactions are reported accurately, completely and in reasonable detail. Transactions must be recorded appropriately to ensure full accountability for all assets and activities of Brookdale and to supply data needed in connection with the preparation of financial statements.

Each associate involved in the preparation of Brookdale's financial statements should prepare them according to generally accepted accounting principles and other applicable standards and rules, so the statements reflect fairly Brookdale's operations and financial condition.

Complaints and Concerns Regarding Accounting Matters

Brookdale is committed to compliance with applicable securities and other laws, rules and regulations, accounting standards and internal accounting controls. It is the responsibility of every Brookdale associate to promptly report complaints or concerns regarding accounting, internal accounting controls and auditing matters. Associates may report suspected misconduct, including such concerns or complaints, on a confidential basis by calling the Brookdale Integrity Line.

Code of Ethics for Chief Executive and Senior Financial Officers

In compliance with the Sarbanes-Oxley Act of 2002 and related Securities and Exchange Commission ("SEC") regulations, the Company has established a written Code of Ethics for Chief Executive and Senior Financial Officers (the "Code of Ethics"). Amendments to, or implicit or explicit waivers of the Code of Ethics, will be disclosed as required by SEC rules. The Code of Ethics has been designed to deter wrongdoing and to promote honest and ethical conduct, including the ethical handling of any actual or apparent conflicts of interest; full, fair, accurate, timely and understandable disclosure in Brookdale's SEC filings and submissions, as well as other public communications by the Company; compliance with applicable laws, rules and regulations; and prompt reporting of any violations or suspected violations of the Code of Ethics or applicable law. To the extent of any inconsistency between the terms of this Code of Conduct and the Code of Ethics, the requirements of the Sarbanes-Oxley Act shall control.

Antitrust, Unfair Competition and Fair Dealing

Brookdale competes and complies with applicable laws governing competition. In every business relationship, the quality of care and services we provide should speak for itself.

Antitrust laws determine how companies can compete and interact with each other. We do not discuss pricing with competitors, have other discussions to set market prices, divide markets or use our market strength or market information in any way that might unfairly harm or prevent competition.

We do not use unethical practices or questionable tactics. We:

- Speak truthfully and avoid making misleading statements
- Deal fairly with all parties
- Avoid false or dishonest practices
- Do not hire a competitor's employee to gain proprietary knowledge or learn confidential trade secrets and information



Record Retention

Federal and state laws, as well as contracts we enter into, require Brookdale to maintain certain types of records for particular periods. Therefore, Brookdale has implemented a Record Retention policy to:

- Ensure the retention of important documents we have a business or legal need to protect.
- Organize important documents for efficient retrieval and easy access.
- Provide for the disposal of documents which are obsolete or no longer necessary.
- Ensure associates and business associates have a reliable way to know what documents should be retained, how long they should be retained, how they should be stored and how and when they should be destroyed.

The Record Retention Policy can be accessed on BSLnet. Failure to maintain records according to the Record Retention Policy could subject you and Brookdale to penalties, fines and other disciplinary or punitive action.

Documents must never be destroyed or altered in an effort to deny government authorities information relevant to an investigation, and you must never destroy or alter any record based upon a concern that the record may be harmful in a potential investigation or audit or in potential or actual litigation.

Confidential Information and Confidentiality Procedures

Brookdale associates, officers and directors are required to maintain the confidentiality of Brookdale's confidential information, except when disclosure is authorized by Brookdale or legally mandated. Confidential information may not be disclosed or used for any purpose other than the furtherance of Brookdale's business. Further, confidential information may not be used, directly or indirectly, to derive personal gain or to avoid a personal loss, including through financial, derivative, wagering, betting, trading, or event-based instruments or participation in prediction markets, even where no disclosure to third parties occurs. Confidential information means trade secrets and all other knowledge, information, documents and other materials owned, developed or possessed by Brookdale or any of its communities, whether in tangible or intangible form, not generally known to the public, including contracts with third-party payors, resident data and records, fee schedules and information about our strategies and business plans. Confidential information includes all nonpublic information that might be of use to competitors, or harmful to Brookdale or our residents, if disclosed. All writings, records, documents and similar items coming into a Brookdale associate's possession or created by a Brookdale associate while employed by or contracted with Brookdale or any of its communities are the exclusive property of Brookdale.

It is Brookdale's policy that documents and other sources of material nonpublic information should only be distributed to associates and others with a need to know. Individuals who are in possession of such information should take appropriate steps to ensure the confidentiality of such information is protected. Such steps may include the adoption of code names, the use of specific passwords, the use of locked files and desk drawers containing sensitive information, the labeling of documents as "confidential," the limiting of copying of sensitive documents and the maintaining of a record of associates who wish to obtain documents containing material nonpublic information.

The requirement to maintain the confidentiality of Brookdale's confidential information extends to inputting or sharing confidential or proprietary into any artificial intelligence ("AI") or generative artificial intelligence ("GenAI") tool or platform, except for any AI or GenAI tool or platform specifically approved for business use by Brookdale. Any use of an AI or GenAI tool for Brookdale business must comply with this Code and Brookdale policy.

It is also Brookdale's policy that only authorized information be released to the news media and other members of the public, and it be disseminated through authorized channels. If an associate, officer or director receives any request for information from outside parties, such request should be referred to Brookdale's Chief Executive Officer, General Counsel, head of Investor Relations, or Media Relations, as applicable. No written response should be made, and any oral response should be limited to referring the inquiry to Brookdale's Media Relations Department, unless otherwise specifically authorized. Brookdale has a responsibility to provide accurate information to its shareholders and the general public while protecting its name and its reputation. This necessitates a strict observation of this policy.

Brookdale encourages a culture where all persons or entities can raise concerns or report violations or suspected violations of law or regulations to governmental agencies and regulatory authorities without fear of retaliation or reprisals. All persons or entities may: (a) communicate, without notice to or approval by Brookdale, with governmental agencies and regulatory authorities; (b) participate in any investigation or proceeding that may be conducted by any governmental agency or regulatory authority, including providing documents or other information without notice to Brookdale; or (c) receive an award from any governmental agency or regulatory authority in connection with their providing such information or participating in any investigation or proceeding. This paragraph applies in all situations and is meant to clarify and supersede any and all prior statements, policies, or procedures (including all other sections of this Code of Conduct), as well as any contracts or agreements made by Brookdale with any persons or entities.

Securities Transactions and Insider Trading

Brookdale complies with all applicable federal, state and foreign laws relating to securities transactions and insider trading. Brookdale's Insider Trading policy applies to associates, directors and business associates, including consultants and contractors, as well as their immediate family members and controlled entities, who have or may have access to material nonpublic information concerning Brookdale. Individuals subject to this policy have legal and ethical obligations to maintain the confidentiality of such information and may not engage in transactions in Brookdale securities while in the possession of material nonpublic information. Trading on such is prohibited. This restriction also applies to knowledge of material nonpublic information regarding Brookdale's suppliers, vendors and other business associates.

All individuals subject to Brookdale's Insider Trading policy may not engage in any transaction involving Brookdale securities, including gifts, offers to purchase or offers to sell, during any period commencing with the date that they become aware of material nonpublic information and ending at the beginning of the third trading day following the date of public disclosure of that information or at such time the information is no longer nonpublic or material.

Information should be regarded as "nonpublic" if it has not been previously disclosed to the general public or is not available to the general public. Information is defined as "material" if there is a reasonable likelihood that it would be considered important to an investor in deciding whether to buy, hold or sell Brookdale securities. Any information that could be expected to impact Brookdale's stock price, whether positive or negative, should be considered material. While it is not possible to define all categories of material information, there are various categories of information that are particularly sensitive, and as a general rule, should ordinarily be considered material.



Examples of material information:

- Financial or operating results
- Known but unannounced future earnings
- Execution or termination of significant contracts with distributors, collaborators and other business partners
- News of a pending or proposed merger or acquisition
- News of the disposition, construction or acquisition of significant assets
- News of a proposed joint venture or restructuring
- Impending bankruptcy or financial liquidity problems
- Significant developments involving corporate relationships
- New products or services of a significant nature
- Positive or negative developments in outstanding litigation
- Major changes in senior management

Brookdale's policy also prohibits short sales and transactions in publicly traded options and hedging transactions. If you have any questions or need additional information regarding Brookdale securities, contact the General Counsel. The Company's Insider Trading Policy is incorporated by reference into this Code.

Email, Voicemail and Computer Systems

The electronic mail system, voicemail system and all other computer systems, hardware and software owned by, licensed to or supplied for the use of associates and business associates by Brookdale are the property of Brookdale. These systems and all means of electronic access to information through them are to be used for business purposes only.

The contents of electronic and voicemail communications in Brookdale systems are the property of Brookdale and may be accessed by system administrators and other authorized individuals. Except as provided by law, associates and business associates should have no expectation of personal privacy while using Brookdale's systems and equipment.

Copyrights and Trademarks

Copyrights and trademarks owned by Brookdale are valuable assets. Brookdale complies with applicable federal and state laws regarding copyright and trademark matters. Associates and business associates are prohibited from transferring, assigning or licensing Brookdale's copyrights and trademarks without prior approval. Associates and business associates are also prohibited from any activity which would infringe upon the copyright or trademark rights of other companies or individuals.

Integrity in Making Decisions

When you are faced with a decision, let the following questions guide you:

- Is this decision in line with our mission statement and Code of Conduct?
- Does this decision have the potential to be harmful to me, to anyone else or to Brookdale as a company?
- Is this decision legal and in line with rules, regulations and professional standards of practice?
- Is this decision in line with Brookdale's policies and procedures?
- Is this decision considered ethical?
- Is this decision in line with good business judgment?
- Would I be embarrassed or in trouble if other people found out about this?
- Do I have the proper knowledge, authority or permission to make this decision?
- Are there additional aspects to this decision that I need to consider that I haven't considered before?
- Do I have a duty to report this?

Making Good Decisions

Brookdale's Code is a public affirmation to uphold our mission, to provide outstanding care and to make ethical decisions. It serves as a guide for ethical conduct, sets standards, specifies proper business behavior and provides the tools and resources for assistance in making the right decisions. However, making good decisions is an individual responsibility.

Remember that Brookdale has a strict non-retaliation policy and will not tolerate retaliation against any associate who, in good faith, reports concerns.

If you have an ethical or compliance-related situation and are unsure of the best way to proceed, the Compliance Department is here to help you.

Making good decisions and doing the right thing is an individual responsibility. Brookdale's Code empowers everyone to have a voice and obligates everyone to do the right thing for the right reasons.

Brookdale's Compliance Program

Our Compliance Program is a comprehensive effort to promote ethical and legal behavior that is in compliance with the standards of performance. While detecting and preventing fraud, waste, abuse and policy violations are key components of our program, we also provide you with resources to help guide your conduct and answer your questions.

To promote compliance with laws, regulations and policies, Brookdale has established systems and processes at every level of the organization, from our communities to the Board of Directors.

The program is administered by the Compliance Department and headed by the Compliance Officer. The Compliance Officer reports directly to the Audit Committee of the Board of Directors. The Compliance Department functions independently of Brookdale's operating divisions, and its mission is to be a trusted partner in fostering integrity, transparency, accountability and a culture of compliance at Brookdale.

The Brookdale Compliance program incorporates the seven elements of an effective compliance program:

- Standards and Procedures
- Compliance Oversight
- Education and Training
- Effective Communication
- Auditing and Monitoring
- Enforcement and Disciplinary Policies
- Responding to Offenses and Corrective Action

It Is Your Responsibility to Raise and Report Your Compliance Concerns

If we see something inappropriate or unethical or witness anything that violates the Brookdale Code or its mission or principles, our duty is to report it and to conclude ultimately that the issue has been addressed appropriately. By speaking up, we are looking out for our associates, our residents and our communities, as well as the long-term health of Brookdale.

We also have a duty to cooperate with investigations.

Failure to report a known issue or any attempt to obstruct a report or investigation could result in disciplinary action. We all have to work together to maintain our Company's integrity.

You should always attempt to raise concerns first with your supervisor or someone in a supervisory position, unless, in your judgment, your supervisor is involved in the issue or is unlikely to assist in a positive manner.



In addition to your supervisor, you can raise ethical concerns or questions with:

- your department manager or your community's Human Resources or regional HR business partner
- your area, district, regional or divisional management team
- your regional or division vice president
- The Brookdale Compliance Officer
- The Integrity Line

The Integrity Line

The Brookdale Compliance hotline (the "Integrity Line") is available 24 hours a day, 7 days a week, and is managed by an independent third-party organization that provides both a web-based reporting option and a toll-free telephone-based service. Calls are not recorded, and individuals may report concerns anonymously. Brookdale will maintain the confidentiality and anonymity of a reporter's identity, to the extent possible.

We have detailed how to report Compliance concerns on the following page.

How to Report a Concern

Concerns, complaints, and potential violations of the Code of Conduct or other Company policies may be reported to the Compliance Officer or to the Compliance Department in various ways:

- **By mail, sent to:**

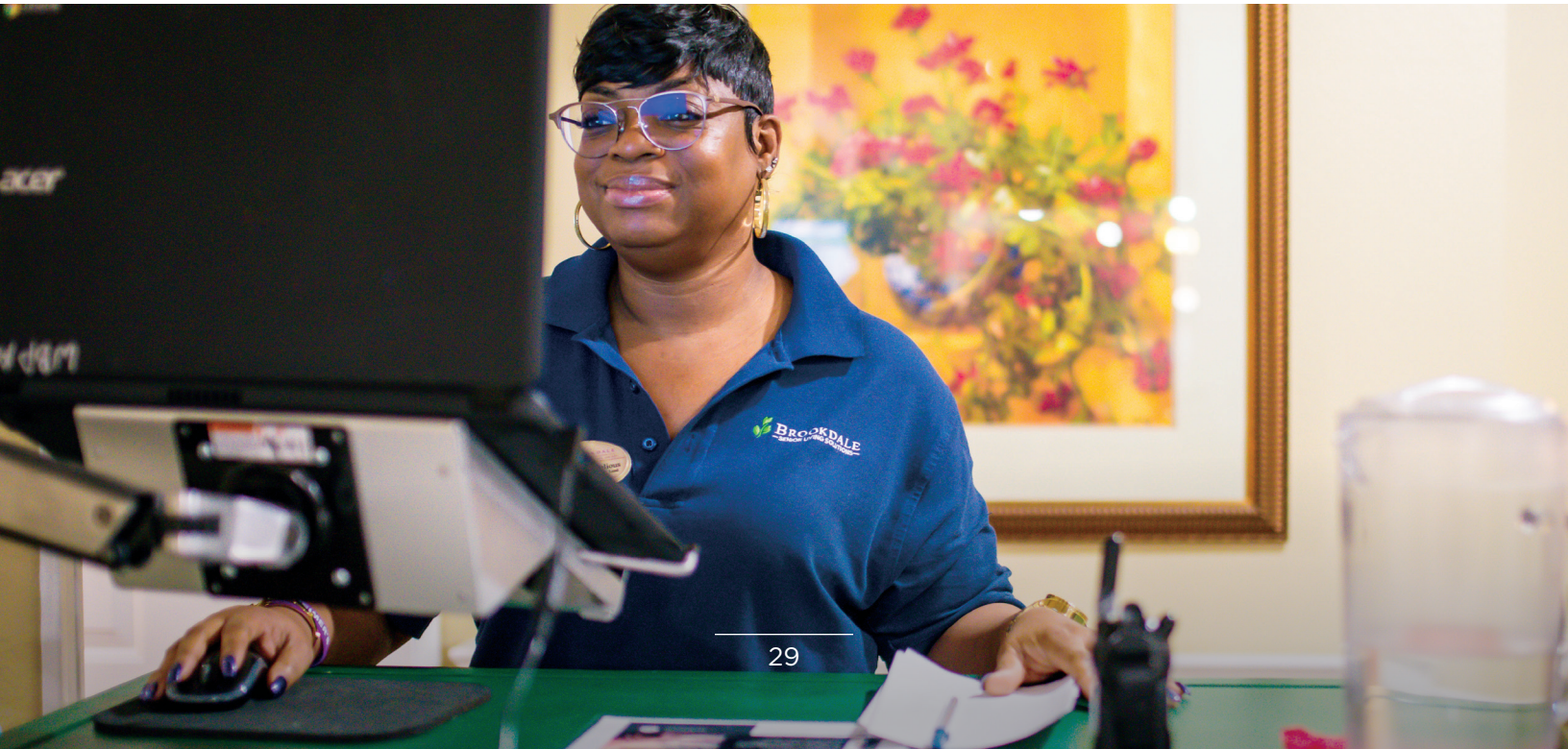
  Brookdale Senior Living
  105 Westwood Place
  Brentwood, TN 37027
  Attn: Compliance Officer

- **By emailing:** compliance@brookdale.com
- **By calling:** the Integrity Line at 888-302-3303
- **By reporting:** online at brookdale.ethicspoint.com
- **By reporting the concern directly to:**

  Compliance Officer or to a member of the Compliance Department

The Brookdale Integrity Line is available 24 hours a day, 7 days a week.

Regardless of how you report a concern, you may remain anonymous if you wish. To the extent possible, Brookdale will maintain the confidentiality and anonymity of your identity.



Special Healthcare Provisions

Preventing Fraud, Waste and Abuse

We are committed to detecting and preventing fraud and financial waste and abuse. Brookdale has developed and implemented policies and procedures to help ensure compliance with the laws that govern our healthcare operations.

In addition to written policies and procedures, Brookdale provides regular education to associates and contractors on combating fraud, waste and abuse through general and role-based compliance training on applicable false claims laws, including the federal False Claims Act and similar state laws. An addendum to our Associate Handbook details each state's false claims act and fraud and abuse laws.

What are "fraud, waste and abuse," and how can I identify them?

FRAUD occurs when someone knowingly makes a false representation or statement, and knows that the false statement could result in some inappropriate benefit to the individual or entity, such as increased payments, that have not been earned. These false statements could be verbal or written.

WASTE generally means overuse of services or other practices that result in unnecessary costs to payors, including Medicare. In most cases, waste is not considered to be caused by reckless actions but rather misuse or overuse of resources.

ABUSE generally describes practices that are inconsistent with sound business, financial or medical practices, and that cause unnecessary costs to the healthcare system.



Kickbacks and Bribes

Under the federal Anti-Kickback Statute, it is a crime to knowingly and willfully offer, pay, solicit or receive anything of value (called "remuneration") to induce or reward referrals of any item or service paid under federal healthcare programs, including Medicare and Medicaid. Violating the Anti-Kickback Statute may lead to both civil and criminal penalties.



In addition to other fines and penalties, you or the Company may be excluded from participating in federal healthcare programs.

Prohibited conduct includes not only giving or receiving remuneration for resident referrals, but also for giving or receiving remuneration in exchange for purchasing, leasing or ordering any goods or services paid for under any federal healthcare program.

To ensure compliance with the Anti-Kickback Statute, we prohibit accepting or offering anything of value in exchange for the direct or indirect referral of residents or business in return for buying services or supplies.

Physician Self-Referral Law

The Physician Self-Referral Law, or Stark Law, prohibits physicians from making Medicare and Medicaid referrals to a provider for certain health services when the physician or an immediate family member of the physician has a financial relationship with the provider. A financial relationship can mean ownership of, investment in or compensation from a provider. In addition, Brookdale is prohibited from submitting claims for services provided resulting from a prohibited referral. Unlike the Anti-Kickback Statute, the Stark Law can be violated even if you do not have the intent to do so.

To ensure compliance with these laws, Brookdale requires a written agreement with all referral sources and with purchasers of our services when we are the referral source.

Gifts to/from Physicians and Other Referral Sources

Brookdale associates may never offer gifts to physicians or other referral sources in exchange for resident referrals or any other business. Only gifts to physicians and other referral sources that are not cash or cash equivalents consistent with the *Business Gifts and Entertainment Policy* are permissible.

Brookdale and its associates may never accept gifts from physicians or other referral sources in exchange for resident referrals or any other business.

Medical Director and Physician Agreements

The federal Anti-Kickback Statute and Stark Law, which were described previously, apply to medical director and physician agreements. These agreements must be for the provision of administrative or clinical services needed for care delivery and/or to comply with licensure or certification standards.

Medical director/physician agreements should clearly define the physician's duties and obligations. Compensation must be based upon a reasonable, fixed, fair-market rate without regard to the value or volume of any referrals. Compensation may be paid only if the duties are actually performed and payment is not being made for a service that the physician already has a legal obligation to perform. Brookdale requires all such physicians to document their time with a time sheet signed by the physician.

All medical director/physician agreements must be approved by the Legal Department and/or Compliance Department.

Government Investigations

It is Brookdale's policy to comply fully with law enforcement representatives and cooperate with any reasonable demand made in a government investigation. In so doing, however, it is essential that the legal rights of Brookdale and of its associates involved also be protected and preserved. If any associate receives an inquiry, a subpoena or other legal document regarding Brookdale business, whether at home or in the workplace, from a governmental agency, Brookdale requests that the associate notify his or her supervisor and Brookdale's Legal Department immediately. If an individual is contacted at home by a governmental agency concerning Brookdale business, the individual should immediately contact Brookdale's Legal Department to discuss the matter. Brookdale retains the right to arrange for counsel representing Brookdale to accompany any associate to any interview by a government agent.



Coding and Billing for Services

Brookdale takes great care to ensure that billings to the government, third-party payors and residents are accurate and conform to all applicable federal and state laws and regulations. Coding is how we identify and classify health information, such as diseases and procedures, based on the care provided and documented in the resident's medical record. Using these codes in the billing process is how we identify charges for services we have provided.

We are committed to timely, complete and accurate coding and billing, including the following principles:

- We only bill for services that we actually provide, document, are medically necessary, and are ordered by a physician or other appropriately licensed individual.
- We assign billing codes we believe in good faith accurately represent the services we provide and are supported by documentation in the medical record according to regulatory requirements and guidelines.
- We implement good-faith controls to prevent unbundling, upcoding, duplicate billing for the same service, billing for resident services without documented teaching physician presence and other government-published billing errors.
- We do not routinely charge government payors in excess of our usual charges.
- We respond to billing and coding inquiries and timely resolve inaccuracies in previously submitted claims that are discovered and confirmed.
- We make reasonable efforts to help ensure associates and subcontractors who perform billing or coding services have the necessary skills, quality assurance processes and appropriate procedures to ensure billings are accurate and complete.
- We do not knowingly present, or cause to be presented, claims for payment that are false, fictitious or fraudulent.

Certification of Compliance with Brookdale's Code of Conduct

Your role as an associate or business associate obligates you to follow Brookdale's Code of Business Conduct and Ethics.

- Please take the time to read and review the Code of Business Conduct and Ethics carefully.
- If anything is unclear, if you have any questions or if you need further clarification, please ask your supervisor or contact the Compliance Department.
- Sign below to acknowledge your understanding of, and commitment to follow, Brookdale's Code of Business Conduct and Ethics.

I certify that I have read the Code of Business Conduct and Ethics, that I understand it, and that I have had the opportunity to ask questions regarding it. I agree to abide by the Code of Conduct and understand that a violation of the Code of Conduct could lead to disciplinary action, up to and including termination, even for a first offense.

These certifications may be made by signing below or by signing electronically, in the Brookdale online system.

_____ _____

Signature Date

_____

Printed Name

_____

Position and Location



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