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Owner Deanna Nicolozakes:  
Director,  
Compliance &  
PMG Compliance  
Officer  
  
Area Compliance  
  
Applicability Privia Health and  
All Markets

## Conflicts of Interest

### 1. Purpose.

Privia Health Group, Inc. (Privia) relies on the good faith of its providers, officers and Board members (collectively referred to as "Representatives") in the exercise of their duties to Privia. All business judgments on behalf of Privia should be made by its Representatives on the basis of such trust and in Privia's best interests. Additionally, Federal and Medicare Shared Savings Program ACO requirements include: 1) a conflict of interest policy that applies to Representatives; and 2) an annual conflict of interest disclosure and attestation. Privia fully respects the rights of Representatives to privacy in their personal affairs and financial activities. The purpose of this policy is to provide guidance to Representatives in avoiding situations that are, or appear to be, in conflict with their responsibilities to Privia.

### 2. Scope:

This policy applies to the officers, directors, and workforce of (1) Privia Health Group, Inc., its subsidiaries, and affiliates (collectively "Privia"), (2) any entity for which Privia is contractually obligated to manage such entity's compliance program, including Non-Owned Medical Groups, and (3) Care Centers who access Privia's Technology Platform.

### 3. Definitions:

**Representatives** - For the purpose of this policy, refers to all Privia providers, officers and Board members.

**Workforce** - Employees, volunteers, trainees, and any other person whose conduct, while performing

work for Privia or an affiliated Care Center, is under the direct control of Privia or the Care Center, regardless of whether, or by whom, they are paid and regardless of whether they are full-time, part-time, permanent or temporary.

## 4. Procedure.

1. Although it is impractical to attempt to define every situation that might be considered a conflict of interest, generally speaking, a conflict exists when a Representative's personal interests or activities may influence the Representative's judgment in the performance of his or her duty to Privia. Representatives should be concerned about possible conflicts and disclose any perceived conflict of interest to the Compliance Officer in light of the following guidelines. The situations listed below are examples of where a conflict of interest may occur, but are not intended to cover all conflicts that may arise:
  - **Financial Interests.** A Representative, or a member of his or her immediate family, directly or indirectly (1) owns or otherwise engages in the same or similar kind of business as Privia; or (2) owns a significant interest in a business that has a current or prospective business relationship with Privia; and/or 3) receives financial compensation from a business that has a current or prospective business relationship with Privia.
  - **Outside Activities.** A Representative, or member of his or her immediate family, serves as director, officer, employee or agent of an organization that is either a competitor or has a current or prospective business relationship with Privia; a Representative engages in a personal business venture that prevents him or her from devoting the time and effort that his or her position requires; or a representative participates in a charitable or civic organization or serves in public office and the activities of such organization or public body directly involve the business interests of Privia.
  - **Gifts.** A Representative, or member of his or her immediate family, accepts gifts from persons having or desiring to have a business relationship with Privia if the acceptance or the prospect of receiving gifts tends to limit the recipient from acting solely in the best interests of Privia. "Gifts" include any gratuitous service, loan, discount, money or article of value. It is generally against Privia's policy for its Representatives to accept gifts from vendors, suppliers, patients, families of patients or anyone having or desiring to have a business relationship with Privia. Any questions on this policy should be referred to the Compliance Officer. Any offer of a gift or gratuity to a Privia Representative should be reported to the Compliance Officer. Failure to report such an offer is a violation of Privia policy.
  - **Confidential Information.** A Representative, or member of his or her immediate family, uses for personal gain or for the benefit of others, confidential information obtained as a result of his or her employment.
  - **Transactions Involving Privia.** A Representative, or member of his or her immediate family, (1) engages in the sale, rental or purchase of any real estate or other property to or from Privia, (2) benefits personally from any purchase or sale of properties of whatever nature by Privia, or (3) derives personal gain from any transaction to which Privia is a party. Any such transaction must be approved by Privia.

- **Business Opportunities.** A Representative shall not take for the Representative's own benefit, or the benefit any other person or outside organization, the benefit or opportunity that comes from knowledge gained in the course of employment or engagement by Privia.
  - **Disclosure Procedure.** Because it is impossible to list all situations or relationships that might create conflict of interest problems, and because each situation must be evaluated on the facts, Representatives should promptly disclose to the Compliance Officer any circumstances that might constitute a violation of these guidelines. Representatives should obtain assistance through the Chief Audit and Compliance Officer to determine if a conflict exists and, if so, how it should be resolved.
2. At time of hire or appointment, and on an annual basis thereafter, all providers, members of Privia- affiliate governing boards and Privia senior leadership shall be screened and attest to any existing conflicts of interest. Any identified conflicts shall be reviewed by Privia Legal Counsel.
  3. If a conflict is identified pursuant to this policy, the Representative or workforce member shall be recused from involvement in any decision making committees or at minimum from decisions specifically involving the potential conflicting entity.

# Confidentiality and Conflict of Interest Policy and Disclosure Form

## Confidentiality

As a provider, officer or member of a Board of Governors of Privia (a publicly traded company) or a Privia affiliate or subsidiary (hereinafter referred to as "Privia"), I recognize that I have an obligation to protect non-public company information to remain in compliance with securities law. I also owe a fiduciary duty of care to Privia. All information and documentation that I receive from Privia and others in connection with my service as a provider, officer or on the Board will be treated with strict confidentiality. Neither the contents nor the existence of this information or documentation will be shared with anyone other than the officers, directors, employees, and authorized agents of Privia

## Conflicts of Interest

As a provider, officer or Privia Board member, I recognize that I owe a fiduciary duty of loyalty to Privia. This duty requires me to avoid conflicts of interest and to act at all times in the best interests of Privia. The purpose of the conflicts of interest policy is to help inform Representatives about what constitutes a conflict of interest, assist Representatives in identifying and disclosing actual and potential conflicts, and help ensure the avoidance of conflicts of interest where necessary. This policy may be enforced against individual Representatives as described below:

1. Representatives have a fiduciary duty to conduct themselves in the best interests of Privia. In their capacity as providers, officers or Board members, they must subordinate personal, individual business, third-party, and other interests to the welfare and best interests of Privia.
2. A conflict of interest is conduct, a transaction or relationship that presents or might conflict

with a Representative's obligations owed to Privia and the Representative's personal, business or other interests. Please see the *Conflicts of Interest Policy* for additional information.

3. Not all conflicts of interest are necessarily prohibited or harmful to Privia. However, full disclosure of all actual and potential conflicts, and a determination by the disinterested Board members or the Chief Audit and Compliance Officer – with the interested Representative(s) recused from participating in debates and voting on the matter – are required.
4. All actual and potential conflicts of interests shall be disclosed by Representatives to the Privia Chief Audit and Compliance Officer through the annual disclosure form and/or whenever a conflict arises. Disinterested members of the Privia Executive Committee shall make a determination as to whether a prohibited conflict exists and what subsequent action is appropriate (if any). The Privia Executive Committee shall inform the respective Board of such determination and action. The Board shall retain the right to modify or reverse such determination and action, and shall retain the ultimate enforcement authority with respect to the interpretation and application of this policy.
5. On an annual basis, all Representatives shall be provided with a copy of the Privia Conflicts of Interest policy and required to complete and sign the acknowledgment and disclosure form below. All completed forms shall be provided to and reviewed by the Privia Chief Audit and Compliance Officer and reported to the appropriate Board.
6. Failure to disclose an actual or potential conflict of interest may result in appropriate disciplinary and corrective action.
7. Any questions regarding the Conflicts of Interest Policy shall be directed to the Chairman of the appropriate Privia Board, the Privia General Counsel or the Chief Audit and Compliance Officer.

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## Attachments

 [Conflicts of Interest Acknowledgement and Disclosure Form](#)

## Approval Signatures

Step Description	Approver	Date
Chief Audit & Compliance Officer Approval	Dana Fields: Chief Audit & Compliance Officer	07/2024
Compliance & Audit Leadership #1	Deanna Nicolozakes: Director, Compliance & PMG Compliance Officer	07/2024

Deanna Nicolozakes: Director,  
Compliance & PMG  
Compliance Officer

07/2024