
**MODIVCARE INC GUIDELINES FOR PUBLIC DISCLOSURES AND
COMMUNICATIONS WITH THE INVESTMENT COMMUNITY**

POLICY

In the course of your work at Modivcare Inc. (together with its subsidiaries, including Modivcare Solutions, LLC, the “Company”), you may come into possession of information about the Company that is significant, or “material,” and that is not known to the general public. It is against the Company’s policy for officials or employees to disclose confidential information about the Company to anyone, except where disclosure is authorized or legally mandated. This policy is important not only in order to preserve Company confidences, but also to comply with federal securities laws designed to prevent “insider trading,” and with our Insider Trading Policy, which applies to all of our directors, officers and employees, as well as their immediate family members, their household members and any other family members or entities subject to their control.

It is also our policy not to make disclosures of material nonpublic information on a selective basis. This policy is important in order to comply with Regulation FD (Fair Disclosure), a rule under the federal securities laws that prohibits companies from disclosing material nonpublic information to shareholders where it is reasonable to expect that they will trade on the information, and to market professionals, without also disclosing the information to the public. Under Regulation FD, market professionals include analysts, institutional investors, investment advisers, institutional investment managers and investment companies. In these guidelines, we refer to these market professionals and to shareholders of the Company that are reasonably likely to trade on material nonpublic information collectively as the “Investment Community.”

Under Regulation FD, if information is disclosed selectively, the Company must make public disclosure of that information simultaneously in the case of an intentional disclosure or promptly in the case of an unintended disclosure. A disclosure is “intentional” when the person making the disclosure either knows, or is reckless in not knowing, that the information being communicated is both material and nonpublic.

To guard against the disclosure of material nonpublic information to the Investment Community, we have designated the following officials as Company “Spokespersons”:

- Chief Executive Officer
- Chief Financial Officer
- General Counsel
- Any Other Designated Spokespersons

The Spokespersons listed above are the only individuals authorized to disclose information about the Company to the Investment Community. In order to discharge their responsibilities effectively, all Spokespersons should be kept informed of significant Company developments. Individuals who are not Spokespersons should refer any inquiries from the Investment Community about the Company to a Spokesperson.

To satisfy our responsibilities with respect to material nonpublic information, we have implemented these guidelines, which govern the confidentiality of Company information and the disclosure of material nonpublic information about the Company to the Investment Community. These guidelines will be reviewed, evaluated and revised by the Company from time to time in light of developments in the Company's business and the Company's experience in the marketplace.

I. MATERIAL NONPUBLIC INFORMATION

A. Disclosure of Information

Employees should not disclose material nonpublic information about the Company to persons outside the Company unless they are specifically authorized to do so.

If a question arises as to whether information is material or nonpublic, or whether an official or employee is authorized to disclose information, officials and employees should contact **Jonathan Bush** in the Office of the General Counsel prior to disclosure of the information. If the disclosure has already occurred, you should contact this office as soon as possible following the disclosure.

B. What is Material Nonpublic Information?

Material information generally means information that a reasonable investor would consider important in making an investment decision to buy, hold, or sell securities. Either positive or negative information may be material. Depending on the circumstances, common examples of information that may be material include:

- Earnings, revenue, or similar financial information;
- Unexpected financial results;
- Unpublished financial reports or projections;
- Extraordinary borrowing or liquidity problems;
- Changes in control;
- Changes in directors, senior management or auditors;
- Information about current, proposed, or contemplated transactions, business plans, financial restructurings, acquisition targets or significant expansions or contractions of operations;
- Changes in dividend policies or the declaration of a stock split or the proposed or contemplated issuance, redemption, or repurchase of securities;
- Material defaults under agreements or actions by creditors, clients, or suppliers relating to a company's credit rating;



- Information about major contracts, including termination or renewal of major contracts (i.e., state Medicaid contracts);
- Significant changes in the Company's pricing or cost structure;
- Gain or loss of a significant customer;
- Major environmental incidents;
- Significant actual or potential cybersecurity incidents or events that affect the Company or third party providers that support the Company's business operations, including computer system or network compromises, viruses or other destructive software, and data breach incidents that may disclose personal, business or other confidential information;
- Actual or threatened significant litigation, including any significant developments, or governmental inquiry or investigation;
- Any significant pending regulatory action; and
- Any other facts which might cause the Company's financial results to be substantially affected.

Nonpublic information is information that is not generally known or available to the public. We consider information to be available to the public only when:

- It has been released to the public by the Company through appropriate channels (e.g., by means of a press release, Form 8-K or other SEC filing, a widely disseminated statement from a senior officer or other widely disseminated means); and
- Enough time has elapsed to permit the investment market to absorb and evaluate the information. As a general rule, you should consider information to be nonpublic until two full trading days (i.e., days on which the Nasdaq is open for trading) have lapsed following public disclosure.

Discussing previously disclosed historical information about the Company or facts that are generally known to the public would not be considered a prohibited selective disclosure. However, commenting on or updating previously disclosed information may in certain circumstances constitute disclosure of material nonpublic information.

II. STATEMENT PREPARATION

A. Consultation with Counsel

Spokespersons should consult with the Office of the General Counsel when preparing press releases or other official statements to the Investment Community.

B. Cautionary Language

Spokespersons should consult with the Office of the General Counsel regarding the inclusion of legal disclaimers and other appropriate cautionary language in press releases and other official Company statements.

III. PROCEDURE FOR MAKING PUBLIC STATEMENTS

A. Widespread Dissemination

Company press releases must be provided simultaneously to the major wire services, financial news services and newspapers in markets having a significant relationship to the Company. Spokespersons, in consultation with the Office of the General Counsel should determine, prior to issuance of the release, whether to furnish or to file a Form 8-K with the SEC. Where appropriate, a press release may be followed by a conference call. In such cases, a replay of the conference call generally will be made available on the Company's website. The public will be given adequate notice concerning the conference call, including date, time and access information both for the live call and the replay. Notice of the call will be included in the press release or in a subsequent press release disseminated a reasonable time before the call.

B. Exchange Notification

The Company will notify Nasdaq of its intention to release material nonpublic information through a Regulation FD-compliant method (or combination of methods) in accordance with the Nasdaq requirements, rules and regulations.

C. Earnings Releases

All earnings releases (together with any scripts to be used in connection with any related conference calls) will be reviewed and approved by the Office of the General Counsel. This information will be released in accordance with the procedures in Sections III.A. and III.B. above. Within the next 48 hours, the Company may hold an earnings conference call. If the Company holds such a call, the call will be made available to investors and the media either telephonically and/or by webcast. In such cases, a replay of the conference call generally will be made available on the Company's website after the call. The public will be given adequate notice concerning the conference call, including date, time and access information both for the live call and the replay. Notice of the call will be disseminated by press release a reasonable time before the call.

Pursuant to Item 2.02 of Form 8-K, the Company will furnish to the SEC a Form 8-K with the earnings release within four business days of the public announcement, but prior to any earnings conference call. The public release of additional information about a completed fiscal year or quarter may trigger an additional Form 8-K filing. Therefore, Spokespersons should consult with the Office of the General Counsel prior to the public release of any such information.

IV. COMMUNICATIONS WITH THE INVESTMENT COMMUNITY

A. General Policy

All communications by Spokespersons with the Investment Community that are initiated by the Company must be previewed by the Office of the General Counsel.

In the event that a Company official or employee inadvertently discloses information that may be material and nonpublic, the Office of the General Counsel should be notified immediately. If there is any question as to whether information is material or nonpublic, officials and employees should consult with the Office of the General Counsel. Upon notification of an inadvertent disclosure, the Office of the General Counsel will work with the Chief Financial Officer to make a determination as to whether the information disclosed was material and nonpublic. In assessing whether information is material, Company officials will consider the standards articulated in Section I.B. above (“What is Material Nonpublic Information?”).

If it is determined that material nonpublic information was disclosed inadvertently, the Company will make prompt public disclosure of the information by issuing a press release or furnishing or filing a Form 8-K with the SEC, or through some other method of disclosure that is reasonably designed to provide broad, non-exclusionary distribution of the information to the public. The public disclosure will be made within 24 hours after the determination by a senior official of the Company that the disclosed information is material and nonpublic, and in no event later than the opening of the next day’s trading on the Nasdaq.

From time to time, Spokespersons will meet following communications with the Investment Community to discuss those communications, with particular regard to the types of questions raised during the communications, whether these questions would solicit material nonpublic information, and how Spokespersons should respond.

B. Quiet Period

During the 15 days prior to an announcement of the Company’s quarterly earnings, Spokespersons will not disclose any information about Company earnings to analysts.

C. One-on-One and Small-Group Meetings and Telephone Calls

In advance of any scheduled one-on-one or small-group meetings and telephone calls with the Investment Community, Spokespersons should request an agenda and/or a list of questions. In the case of unanticipated questions, a Spokesperson should feel free to decline to answer and to contact the person asking the question after the Spokesperson has determined, in consultation with the Office of the General Counsel where necessary, whether responding to the question would involve the disclosure of material nonpublic information. Similarly, if, during the course of a one-on-one call, a Spokesperson is asked, or it becomes apparent to the Spokesperson that he or she will be asked, one or more questions that may solicit material nonpublic information, the Spokesperson should decline to respond.

When participating in one-on-one or small-group meetings and telephone calls with the Investment Community, Spokespersons will decline to answer questions about:

- Internal financial projections;
- Potential executive officer or board member changes;
- Status of existing, or potential new, share repurchase programs; and
- Potential strategic transactions.

If a Spokesperson anticipates that a particular call or meeting is likely to include questions that would solicit material nonpublic information, the Spokesperson should consider having another Spokesperson or a representative from the Office of the General Counsel sit in on the call or meeting, or undergo a debriefing shortly after the call or meeting.

D. Documentation of Communications

A Spokesperson should consider tracking significant interactions with the Investment Community such that information regarding prior communications (i.e., time, place and a summary of the information discussed) can be readily accessible.

E. Previously Disclosed Historical or Factual Information

In general, a Spokesperson may refer the Investment Community to previously disclosed historical information about the Company or to facts that are generally known. Where a Spokesperson furnishes or refers to historical information, that information will be accompanied by a written statement in substantially the following form:

“This information is being provided as historical information. In providing such historical information, the Company is not undertaking any duty to update the information. The Company has not reviewed the information to determine whether it remains accurate, and the information may have been superseded.”

F. Responding to Questions and Commenting on Information

Spokespersons should err on the side of caution and decline to comment on statements and respond to questions if it appears that doing so may involve a discussion of material nonpublic information.

Comments on certain types of information about the Company will be made only in accordance with the following guidelines:

Market rumors. The Company will not comment on market rumors.

Analyst reports or projections. The Company will not assist in the preparation of, nor will it comment on, analyst projections regarding the Company, except that previously disclosed historical information may be provided as described above. Spokespersons may point out mistakes regarding previously disclosed historical information about the Company that are part of a draft or proposed analyst financial report or projection. When they make those corrections, Spokespersons will do so in writing, stating that the Company has corrected only historical factual errors, but does not approve, adopt or endorse the report or projection. If a projection is incorrectly attributed to Company sources, a Spokesperson will take steps to deny publicly Company responsibility for the information, and reaffirm that the Company does not comment on any projection.

G. Analyst, Investor and Industry Conferences

Prior to attending any analyst or investor conferences, a Spokesperson will consult with the Office of the General Counsel to determine whether any material nonpublic information is likely to be disclosed during the conference. Any material nonpublic information that the Company intends to disclose will be released prior to or simultaneous with the occurrence of the conference, in consultation with the Office of the General Counsel.

Questions about these guidelines should be directed to Jonathan Bush in the Office of the General Counsel at 303.728.7030.



Receipt and Acknowledgment

I, _____, hereby acknowledge that I have received and read a copy of the Guidelines for Public Disclosures and Communications with the Investment Community of Modivcare Inc. I agree to comply with these guidelines. I understand that violation of SEC regulations may subject me to severe civil and/or criminal penalties, and that violation of these guidelines may subject me to discipline by the Office of the General Counsel, up to and including termination for cause.

Signature

Date



| POLICY HISTORY | | |
|----------------|--|-----------------|
| DATE | REASON (RFP Response, Audit, Contractual, Business Practice) | DESCRIPTION |
| 08/2022 | Business Practice | INITIAL RELEASE |

| | Name | Title | Date |
|----------|---------------|--|-----------|
| Owner | Jonathan Bush | Senior Vice President General Counsel/Secretary | 8/11/2022 |
| Reviewer | - | - | - |