



ExPO Signature Home Care

Division of Executive Professional Outsourcing, LLC

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FRAUD AND WHISTLE BLOWER POLICY

ExPO's fraud policy is established to facilitate the development of controls that will aid in the detection and prevention of fraud against the Corporation and its clients. It is the intent of the Corporation to promote consistent organizational behavior by providing guidelines and assigning responsibility for the development of controls and conduct of investigations. This policy applies to any irregularity, or suspected irregularity, involving employees as well as shareholders, consultants, vendors, contractors, outside agencies doing business with employees of such agencies, and/or any other parties with a business relationship with ExPO Signature Home Care (also called "ExPO").

Definition. Fraud in this Policy is defined as (a) the use of deception with the intention of pursuing personal interests and causing loss to the interests of ExPO or its home care clients, (b) the illegitimate pursuit of inappropriate company or home care client interests for personal gain, and (c) the intentional distortion of financial statements or other records by persons internal or external to ExPO which is carried out to conceal misappropriation of company's or home care clients' assets or personal gain.

2. Examples of Fraud and Fraudulent Behavior. Some examples of fraud or fraudulent behavior include:

- Usurpation of corporate or client interests for personal gain;
- Misappropriation of assets, embezzlement and theft;
- Payment or receipt of bribes, kickbacks or other inappropriate payments;
- Participation in sham or fraudulent transactions;
- Deceptive, misleading or false statements about corporate transactions;
- Forgery or alteration of accounting record or vouchers;
- Other fraud behaviors causing loss to ExPO or clients' interests.

This is not an exhaustive list. If you are in doubt about the seriousness of your concern advice and guidance can be sought from the independent Compliance Officer listed below or ExPO's Executive Committee.

Home Health Aides, Nurses, Management and other employees/ contractors should be aware of ExPO's zero fraud tolerance policy, which stipulates immediate and irrevocable dismissal on verification of fraudulent activities, and may also include notification of, and cooperation with law and enforcement authorities relative to the fraudulent acts. Furthermore, any investigative activity required will be conducted without regard to the suspected wrongdoer's length of service, position/title, or relationship to ExPO.

ExPO Management is responsible for the detection and prevention of fraud, misappropriations, and other irregularities. Any irregularity that is detected or suspected must be reported immediately to the independent Compliance Officer and the Executive Director, who coordinates all investigations with other affected areas, both internal and external.

ExPO advocates and develops a corporate culture of honesty and integrity, assess the risk of fraud arising in the normal business operations in the “Fraud Risk Assessment” prepared annually. and by establishing controls and procedures designed to eliminate the likelihood of fraud and to receive, investigate, report and recommend a remedial course of action in respect to suspected or voiced concerns of fraud or fraudulent behavior. In addition,

ExPO management regularly communicate ExPO’s message of honesty and integrity with employees of ExPO through the Employee Handbook, periodic In Service training and other written and verbal presentations of the principles underlying this Fraud Policy, as well as, business ethics and the related laws and regulations.

ExPO Management notifies all direct or indirect interest parties, including external parties (clients, suppliers, supervision authorities) regarding this Fraud Policy and the obligation of the employees to comply therewith. This Fraud Policy is also posted on the company’s website - www.exposignature.com.

ExPO Management shall notify employees and external third parties of the opportunity and procedures for anonymously reporting wrongdoings and dishonest behavior;

In connection with ExPO’s annual overall risk management assessment process, Management shall identify and assess the importance and possibility of fraud risk throughout the entire entity and to company’s clients. The assessment should include a report disclosing any inaccuracies or misrepresentations in ExPO’s financial reports, incidents involving embezzlement of company or client’s assets, improper income or expenditures and a fraud risk assessment in respect of senior management and the Board of Directors of ExPO.

ExPO Management shall establish control procedures to reduce the potential occurrence of fraud through protective approval, authorization and audit checks, segregation of duties, periodic compliance reviews and similar prophylactic measures.

ExPO Management shall perform customary background checks (education, work experience and criminal records) for individuals being considered for employment. Formal written documents for background checks shall be retained and filed in employee’s record.

ExPO corporation will provide full cooperation with all reasonable and lawful demands made by governmental investigators or law enforcement. Furthermore, no written, copied or electronic documentation is to be altered or destroyed in anticipation of a request or as a result of a request for any document by an authorized, lawful investigation.

Reporting Fraud or Fraudulent Behavior

Complaints and concerns relating to instances of actual or suspected instances of fraud or fraudulent behavior or questionable accounting, internal control or auditing matters shall be reportable through the established channels of communications and may be reported on an anonymous basis. The reporting individual should be informed of the following:

- Do not contact the suspected individual in an effort to determine facts or demand restitution.
- Do not discuss the case, facts, suspicions, or allegations with anyone unless specifically asked to do so by the Executive Director.

ExPO shall promptly investigate alleged and/or reported instances of fraud or fraudulent behavior. Great care must be taken in the investigation of suspected improprieties or irregularities so as to avoid mistaken accusations or alerting suspected individuals that an investigation is under way. The Executive Director has the primary responsibility for the investigation of all suspected fraudulent acts as defined in the policy; she may enlist any individual(s) she deems necessary to assist in the investigation. Members of the Investigation team will have:

free and unrestricted access to all Company records and premises, whether owned or rented; and the authority to examine, copy, and/or remove all or any portion of the contents of files, desks, cabinets, and other storage facilities on the premises without prior knowledge or consent of any individual who might use or have custody of any such items or facilities when it is within the scope of their investigation. If the investigation substantiates that fraudulent activities have occurred, the Executive Director will issue reports to appropriate individuals, including the independent compliance officer and, if appropriate, to the Board of Directors.

If any member of ExPO's senior management is involved in the alleged and/or reported instances of fraud or fraudulent behavior, a special investigation team shall be organized to conduct an investigation with the assistance of the independent Compliance officer, and shall report directly to ExPO's Board of Directors.

If an investigation results in a recommendation to terminate an individual, the recommendation will be reviewed for approval by the Executive Committee and, if necessary, by outside counsel, before any such action is taken.

Decisions to prosecute or refer the examination results to the appropriate law enforcement and/or regulatory agencies for independent investigation will be made in conjunction with the independent compliance officer, legal counsel and the Board of Directors, as will final decisions on disposition of the case.

ExPO's independent compliance officer is Patricia Penrose, CPA of :

Penrose and Associates CPA Firm

616 E Palisade Ave, Englewood Cliffs, NJ 07632
Phone number 201 249-0591/ Fax 201 816 3692

Whistleblower Policy

1) **General Policy.** ExPO recognizes that the decision to report a concern about suspected fraud or fraudulent behavior can be a difficult one to make. Employees are often the first to realize that there is something seriously wrong within ExPO. However, they may not express their concerns because they feel that speaking up would be disloyal to their colleagues or to ExPO. They may also fear reprisals, harassment or victimization. In these circumstances, it may be easier to ignore the concern rather than report what may just be a suspicion. ExPO encourages and enables employees, staff and external parties, such as agents, advisors and representatives, to raise serious concerns within ExPO rather than overlooking a problem or blowing the whistle to the media or other external bodies.

2) **Confidentiality.** ExPO will do its best to protect an individual's identity when he or she raises a concern; however, the investigation process may reveal the source of the information and a statement by the individual may be required as part of the evidence.

3) **Anonymous Allegations.** Individuals are encouraged to put their names to allegations. Concerns expressed anonymously are much less powerful, but they will be considered and investigated at the discretion of ExPO. In exercising this discretion, the factors to be taken into account would include: the seriousness of the issues raised; the credibility of the concern; and the likelihood of confirming the allegation from attributable sources.

4) **Untrue Allegations.** If an allegation is made in good faith, no action will be taken against the originator. If, however, individuals make malicious and false allegations, action may be considered against the individual making the allegation.

5) **Public Actions.** ExPO encourages members of the public who suspect fraud and corruption to contact Judith Francis, ExPO's CEO/ Executive Director or the independent Compliance Officer, Patricia Penrose, CPA of Penrose and Associates CPA Firm. For issues raised by employees or members of the public, the action taken by ExPO will depend on the nature of the concern. The matters raised may be investigated internally or be referred to the appropriate authorities. Within 5 working days of a concern being received, the complainant will receive a letter acknowledging that the concern has been received, indicating that the matter will be addressed, giving an estimate of how long it will take to provide a final response and telling them whether any further investigations will take place

6) **Internal Report.** A written report regarding an investigation into an allegation of fraud or fraudulent behavior shall be produced by the Executive Director.

7) **Remedial Action.** If, after an investigation into the alleged fraud or fraudulent behavior, it is determined that the allegation have merit or are materially true, ExPO reserves the right to take all appropriate actions including terminating the employment of any perpetrators, reporting the fraud or fraudulent activities to appropriate government authorities and pursuing legal actions, both civil and criminal, against the perpetrator.