

PHARMERICA CORPORATION CODE OF BUSINESS CONDUCT AND ETHICS

A MESSAGE FROM THE CHIEF EXECUTIVE OFFICER

At PharMerica, we strive to be the nation's leading provider of pharmacy programs and services for patients in hospitals and long-term care settings, and to set industry standards for consistent quality pharmacy services and innovative solutions. The principles of value, trust and performance guide our strategic and operational decisions as we deliver industry-leading performance every day. As part of our mission, it is essential that all of us – each director, officer and employee of the Company – commit to a high standard of ethics, and conduct the Company's business with honesty and integrity to make the right decisions and take the correct actions. We must all contribute to PharMerica's overall reputation and accept individual responsibility for ensuring that these standards are met.

This Code of Business Conduct and Ethics will assist us all to make the right choices as we use our talents, creativity and energies to help us deliver value to our clients. I ask that you keep this booklet in a convenient place where you can refer to it should any questions regarding business conduct arise. Although the Code of Conduct and Ethics is designed to answer many of the issues you might encounter, it cannot cover every situation the workplace can present. Therefore, if anything is unclear, if you have any questions at all, please do not hesitate to discuss the matter with your supervisor or manager, or to contact the Legal Department, or any of the other channels the Company readily makes available to you.

Thank you in advance for your cooperation and commitment.

Sincerely,

Gregory S. Weishar
Chief Executive Officer
PharMerica Corporation

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SCOPE

This Code of Business Conduct and Ethics (the "Code") applies to all directors, officers and employees (and all family members thereof)¹ of PharMerica Corporation (or also referred to as the "Company"). The Code is intended as a general guide for performing our functions and activities in accordance with sound ethical principles and in compliance with all applicable laws. We are all expected to understand and adhere to the legal standards and ethical principles established in the Code, and to comply with all federal, state and local laws, regulations and rules, including federal securities laws.

GENERAL REQUIREMENTS

Annual Acknowledgment

Compliance with this Code is a condition of employment with the Company,² and every officer and employee will receive a copy of this Code to review at the outset of their employment. You also will be asked to review the Code again from time to time. Whenever you review the Code, you must sign an Acknowledgment Form indicating that you have read the Code and agree to abide by its principles.

Reporting a Problem

We are all expected to follow the principles of ethical conduct outlined in the Code. In addition, to ensure that the Company continues to operate in accordance with the Code and in compliance with all laws, every officer and employee is required to promptly report any suspected violation of the Code or the law. To report violations or if you have a question about the Code or need help on how to comply with it in a given situation, you may contact any of the following resources:

- the Vice President of Compliance; or
- the General Counsel.

Anonymous Reporting

In addition, an anonymous hotline is available on a twenty-four hour, seven days-a-week basis at (800) 793-7741 (the "Hotline"). The Hotline is managed by an outside third-party vendor and provides the opportunity to anonymously report incidents involving illegal or discriminatory conduct (i.e., theft, drug or alcohol use, violations of compliance or safety regulations, violations of the workplace violence policy or violations of the workplace or sexual harassment policies). You can be assured that the identity of anyone who calls the Hotline is never publicly disclosed within the Company. Callers are given a number and have the opportunity to call back to check on the status of his/her report. The Hotline can also be used to assist you with questions or concerns about the Code and how it applies to your daily activities. Do not hesitate to call.

¹ This includes spouses, children, stepchildren, parents, stepparents, brothers, sisters, grandparents and in-laws living with you.

² The Code is not intended to and does not create a contract of employment or assurance of continued employment.

Failure to Report a Problem

Anyone who fails to report a suspected violation of the Code or the law or who deliberately makes a false report for the purpose of harming or retaliating against another person, may be subject to disciplinary action.

Non-Retaliation

Company policy prohibits retaliation against officers or employees who report violations of the Code in good faith using any of the procedures described herein, or who assist in any investigations into such reports. Anyone who retaliates because of such a report, or who interferes in the investigation into a report, will be subject to disciplinary action. Forms of retaliation include, but are not limited to, discharge, demotion, suspension, harassment, or in any other way discriminating against or unfairly singling out an individual for reporting a suspected violation of the Code. Reporting in good faith does not mean that the reported concern must be correct, but just that the individual making the report does so with a good faith basis for his or her belief that a violation of the Code has or may have occurred and the individual is truthful in making the report. It will be left to the Company to determine whether or not an actual violation has occurred.

Investigating and Responding to Reports

The reports from the Hotline may be forwarded to a number of people, including Human Resources, the General Counsel, the Vice President of Compliance or the Chairman of the Audit Committee so that an appropriate investigation can be conducted. You are expected to cooperate with the Company's investigation. If the investigation substantiates a suspected violation, the Company will initiate corrective action, including, as appropriate, promptly refunding any overpayment amounts, notifying appropriate government agencies, taking disciplinary action and implementing systemic changes to prevent a recurrence of the problem in the future.

Disciplinary Actions

Disciplinary action may be taken against anyone who is determined to have:

- authorized or participated in activities that violate the Code or the law;
- failed to report a violation of the Code or the law;
- made a false report regarding a suspected violation for the purpose of harming or retaliating against another person;
- failed to cooperate in an investigation; or
- retaliated against an individual for reporting a suspected violation.

The type of action taken will depend on the nature, severity and frequency of the violation and may include any or all of the following: reprimand, probation, suspension, reduction in salary or bonus, demotion or dismissal. The Company may dismiss the officer or employee, sue to recover any illegal payments and, where applicable, prosecute the officer or employee and any other parties involved. In addition, disciplinary action will be taken against any superior of the officer or employee who directs or approves the action that constitutes an infraction of these rules, or who has knowledge of such actions and does not take prompt measures to prevent or correct them. If you have reason to believe that a director, officer or employee has violated this Code, you should immediately report the violation using the one of the reporting options outlined above.

KEY PRINCIPLES

Compliance with Laws

In performing our job duties and responsibilities, we shall comply with all federal, state and local laws, regulations and rules, including federal securities laws.

- **Compliance with Fraud and Abuse Laws**

Offering anything valuable to a person or entity to induce them to purchase, recommend the purchase of, or make a referral for any type of healthcare goods or services for which payment may be paid, in whole or in part, by Medicare, Medicaid or another federal healthcare program is generally prohibited. Such payments are sometimes called “kickbacks.” Upfront cash payments, free products and services, reimbursement of personnel costs and lavish gifts or entertainment are examples of payments that may be considered unlawful kickbacks. These laws are complex and violations of them are subject to severe punishment, including both civil and criminal sanctions for both the Company and the individual involved, as well as exclusion from federal healthcare programs.

The Company has established various policies and procedures, including but not limited to, those relating to the offering and accepting of "kickbacks". Employees, officers and directors should respect and comply with these policies and procedures.

This general prohibition on offering incentives to customers and suppliers does not apply to offering rebates or other discounts as long as these are clearly identified as such and the customer is made aware of its obligation to account for and properly report any discounts in accordance with applicable law. Contact the Legal Department before proposing any such arrangements to ensure that the proposal is a legally permissible one.

Fraud

Company policy strictly prohibits fraudulent activity in any form. Fraud can take many forms but at its heart involves intentional deceit. In addition to being unethical and a violation of this Code, fraudulent activity is usually unlawful and may subject the violator to possible civil and/or criminal liability. Fraud can include, but is not limited to:

- misappropriation of Company assets;
- embezzlement;
- forgery;
- unauthorized handling or reporting of Company transactions that is not in conformance with generally accepted accounting principles (i.e., bill and hold inventory or backdating customer invoices);
- inaccurately confirming that the Company’s control environment is operating effectively in conformance with Sarbanes-Oxley regulations; and
- falsification of Company business records or financial statements.

If you suspect that any fraudulent activity has occurred, you must immediately report that concern to the Vice President of Compliance or the General Counsel. Any substantiated acts of fraud will result in serious disciplinary action, up to and including likely dismissal of the officer or employee involved in the transaction and possible criminal prosecution.

Fair Dealing

No one should take unfair advantage of anyone through manipulation or abuse of privileged information.

We must also all comply with federal antitrust laws. The antitrust laws are intended to create a level playing field in the marketplace by eliminating unreasonable restraints on trade, monopolization, price discrimination and unfair trade practices. You must be particularly careful in your interactions with the Company's competitors and exercise extreme care to avoid any improper discussions at trade association meetings or other trade events where competitors may interact. If you are not careful, you could violate these laws if you discuss or make an agreement with a competitor regarding:

- prices or pricing strategy;
- discounts;
- terms of the Company's customer relationships;
- sales policies;
- marketing plans;
- customer selection;
- allocating customers or market areas; or
- contract terms and contracting strategies.

Agreements need not be written, but may include informal or implicit understandings. Violation of the federal antitrust laws can result in severe penalties for the Company and for any associate or other person who participates in the violation. Any questionable practices should be brought to the attention of the Legal Department.

Competitive Information

You shall compete fairly and honestly. Although information about competitors and customers is a valuable asset in the highly competitive industry in which we operate, market information cannot be obtained through misrepresentation, theft, invasion of privacy or coercion. Such improper means to collect or use information may subject the Company or the individuals involved to lawsuits or criminal penalties.

Accepting Gifts or Other Benefits / Bestowing Gifts or Other Benefits

- Employees shall not seek whether, directly or indirectly, payments, loans, services, entertainment, or gifts from individuals or from the representative of any business concern doing or seeking to do business with the Company. Routine loans of reasonable amounts from commercial banks are excluded from this restriction.
- Executive officers and members of the Board of Directors may not accept personal loans from any person or entity doing business with the Company, nor may such person or entity guarantee any

personal obligation of such executive officer or director. The foregoing shall not prohibit an executive officer or member of the Board of Directors from accepting a loan from a commercial bank or lender doing business with the Company provided that such loan is made in the ordinary course of such bank or lender's business on commercially reasonable terms.

- Employees may not furnish or offer to furnish any gifts, entertainment, meals, or anything of value to a person who has business dealings with the Company under circumstances that might create the appearance of impropriety. Such items may be provided, other than to governmental officials and employees, if they are reasonable complements to business relationships, of modest value, and not against the law or the policy of such recipient's company. These items must also be documented on an expense report. Giving or receiving money or a cash equivalent as a business gift is prohibited.
- Giving gifts, meals or entertainment to any domestic or foreign governmental official or employee is highly regulated and often prohibited. A government official or employee is any individual employed by a federal, state, or local entity, or any foreign government, or a consultant acting on behalf of any such entity. For this reason, employees shall not directly or indirectly pay, give, offer or promise any entertainment or gift of value to any government official or employee without the prior written approval of the General Counsel.
- Meals and entertainment are only to be offered or accepted when both the employee and the individual or representative of a business concern are present. Gifts, other than meals and entertainment, to officers and employees, or members of their families, with a value in excess of \$250 from or by any person or entity currently doing business or seeking to do business with the Company require advance written approval by his/her supervisor and the Company's Chief Executive Officer. Sponsored events that are part of Company authorized attendance at trade shows, seminars, or conventions do not require prior notice and approval.
- Gifts, meals and entertainment accepted when the individual or representative of a business concern are not present shall be reimbursed at fair value by the Company or the individual accepting the entertainment.
- Personal purchases of discounted merchandise through business contacts are prohibited unless such discounts are less than \$250 or are available to all Company employees.

Questions regarding appropriate behavior in this regard shall be directed to the General Counsel.

Insider Trading

In the course of your employment with or service to the Company, you may become aware of material information about the Company that has not been released to the public and which may affect an investor's decision to buy or sell the Company's stock or other securities. Such information may include, for example, plans for mergers or acquisitions, marketing strategies, financial results or other business dealings. No director, officer or employee shall (1) while in possession of material, nonpublic information trade in any of the Company's securities; (2) disclose material, nonpublic information to others; or (3) recommend the purchase or sale of securities to anyone based upon material, nonpublic information. For the Company's more detailed policies on trading in the Company's securities, please refer to the PharMerica Corporation Insider Trading Policy. If you have any questions about a proposed sale or purchase of the Company's stock or other securities, please contact the Legal Department before executing your trade.

Internal Controls; Accuracy and Integrity of Business Records

Everyone has an obligation to protect the Company's assets and ensure their efficient use. Falsified, inaccurate or incomplete business records can cause significant administrative problems for the Company as well as tarnish our reputation for professionalism, and possibly expose the Company to civil and criminal liability. Therefore, it is essential that you personally strive to create and maintain complete and accurate business records, and conform to the internal accounting controls and record-keeping policies that have been established in order for the Company to meet both legal and business requirements.

All of the Company's books, records, accounts and financial statements must be maintained in reasonable detail, must appropriately reflect the Company's transactions, and must conform both to applicable legal, accounting and tax requirements and to the Company's system of internal controls. Falsification of any Company record is strictly prohibited. "Off-the-books" accounts and/or "slush funds" shall not be established for any purpose. No false or misleading information shall be submitted on any invoice, billing statement or claim submitted to a patient, customer, federal health care program or any other third-party payer for payment.

Anyone who has knowledge or information regarding any such false entries, funds or fraudulent activities must immediately report same to his/her supervisor. If you believe that reporting to your supervisor is not appropriate or would be ineffective, or if you have any questions regarding the proper use of Company assets, books and/or records, contact the Vice President of Compliance or the Hotline.

The Company is required by law to maintain certain types of business records for specified periods of time. Failure to retain such documents for the required time periods could subject the Company to penalties and fines, place the Company in contempt of court, make it appear as if the Company is obstructing justice or put the Company at a serious disadvantage in litigation. Accordingly, among other things, you must:

- maintain all of the Company's records in a complete, accurate and truthful manner;
- comply with all applicable laws, accounting and tax practices in recording the Company's financial activities;
- never make false or misleading entries, records or documentation; and
- keep proper records as they are essential to enable the Company and its officers to comply with their obligations to make full, fair, accurate, timely and understandable disclosures in the Company's SEC filings and in other public documents. You must not take any action that could result in causing the Company's financial statements or public disclosures to be misleading.

The Company has established policies and procedures for the proper retention and destruction of records that all associates must follow. If you have questions about the records retention policies, please contact the Legal Department.

If you have concerns or complaints regarding questionable accounting or auditing matters of the Company, you are encouraged to submit those concerns or complaints (anonymously, confidentially or otherwise) to the Audit Committee in accordance with the procedures established by the Company. For more information, please refer to the Company's Policy for Complaints Regarding Accounting, Internal Controls, and Auditing Matters, or ask your supervisor or manager, or contact the Legal Department.

Business Communications

You must understand that all business communications may eventually become public through a variety of means, including government requests for information or litigation. Therefore, all communications, including e-mail, must be composed in a professional manner, which if reviewed by a third party, would reflect favorably on the Company and the officer or employee who composed it. Do not make any communications that include libelous, defamatory, offensive, racist or obscene remarks. Do not use business communications as a platform for negative personal opinions or speculation. Do not make legal conclusions in your communications.

No one should communicate with the media regarding Company business. Any media requests should be forwarded to the Vice President of Finance.

The Company is required by law to publicly disclose certain information in various reports filed with the SEC. In addition, the Company, from time to time, makes other public communications, such as in press releases. Anyone who is involved in the preparation of SEC reports or other public documents must ensure that the information disclosed in the reports or documents is complete, accurate, timely and in accordance with all applicable laws and regulations; no one must not take any action that could result in the reports or documents being false or misleading. The Company has adopted certain disclosure controls and procedures in connection with its reporting and other public disclosures. You must strictly adhere to such controls and procedures.

Review of Contracts

All significant contracts should be reviewed by the Legal Department before being signed. Legal review helps the Company:

- avoid contracts that are inappropriate or unlawful;
- identify and minimize unfavorable contract provisions; and
- enter into contracts that are appropriate for the business circumstances.

Legal review is also necessary to ensure that the contract is signed by a Company officer or employee with the proper level of authority. The Legal Department has developed standard forms of agreements for certain business matters that may be used without legal review provided they are used in accordance with the instructions for use accompanying such forms. Any deviation from any such standard form requires legal review. Contact the Legal Department if you have any need for contract review or if you have any questions pertaining to a contract.

Confidential Information

Confidential business information is a valuable corporate asset to the Company that, if inappropriately disclosed, could harm the Company, its associates, its customers and its stockholders. "Confidential information" is any and all information, either of a proprietary nature or not otherwise publicly known, relating to the Company or any of its subsidiaries, clients, business partners, suppliers and fellow employees. Confidential information includes, but is not limited to: financial data, marketing/sales information, client payment information, client or personal information, client lists, training and operations material and memoranda, personnel records, computer code, trade secrets, pricing information and confidential information from partners and vendors. Everyone must hold in strictest confidence and shall not, directly or indirectly, in any manner, disclose to any person or entity, or use for the benefit of himself/herself or others, any information deemed confidential by the

Company, except in connection with and for the benefit of the Company's business and in strict compliance with Company rules, policies and directives, or otherwise as expressly permitted in writing by the Company.

No one shall use knowledge of the Company's confidential dealings, learned through his/her association with the Company, for personal gain or advantage, nor shall anyone disclose such information to enable others to profit from it. In particular, directors, officers and employees who have information that could affect the price of Company stock or the stock of another business organization with which the Company does business shall not buy or sell such stock, unless and until the information has been released to the public.

If your employment or contractual relationship with the Company ends for any reason, you are still bound to protect the confidentiality of information you obtained while you were a Company associate. You must hold it in the strictest confidence and not use it to benefit yourself or any third party.

Confidential Patient Information

Certain Company subsidiaries or divisions may collect, maintain or have access to patient information such as medical conditions, medical history, medication history and financial information. In accordance with federal privacy law (HIPAA), you may not use, disclose or discuss patient specific information with others unless doing so is allowed by a HIPAA compliant associate agreement or otherwise by law. You may only access, use or disclose patient information to the extent permitted by law. Every officer and employee will receive training regarding the use of patient information as appropriate for that person's job and business unit.

Government Audits and Investigations

The Company's policy is to cooperate fully with all government investigations. In order to ensure that all government inquiries and investigations are handled in a coordinated and efficient manner, all government requests for information, audit and investigation should be reported immediately to your supervisor.

WORKPLACE PRINCIPLES

Equal Employment Opportunity

We are committed to providing an equal opportunity work environment where associates are treated with fairness, dignity and respect regarding recruitment, hiring, transfers, promotions, compensation, benefits, layoffs, recalls, and other terms and conditions of employment. All policies shall be administered without regard to race, color, creed, religion, national origin, sexual orientation, sex, age, veteran status or disability, provided such disability does not unreasonably impair the employee's ability to perform the essential functions of the job consistent with the requirements of federal, state and local law. All personnel decisions shall be made by utilizing objective standards based upon the individual's qualifications as they relate to the particular job.

Harassment/Workplace Violence

We are committed to providing a workplace that is free from harassment and intimidation and is safe for all associates. The Company does not tolerate degrading or humiliating jokes, slurs, intimidation, verbal or physical contact of a sexual nature, or other harassing conduct that interferes with an

individual's work performance or creates an intimidating, hostile or offensive work environment. Unwelcome sexual advances or requests for sexual favors in conjunction with employment decisions are strictly prohibited.

Substance Abuse

We are committed to maintaining an alcohol- and drug-free work environment. You must report for work free of the influence of alcohol and illegal drugs. Reporting to work under the influence of any illegal drug or alcohol, or using, possessing, or selling illegal drugs while on Company time or property, will result in disciplinary action. Some associates may be taking prescription or over-the-counter drugs that could impair judgment or skills required for job performance. If you have questions regarding the effect of such medication on your job performance, or you observe someone who appears to be impaired in his/her job performance due to the effects of medication, please consult with your supervisor or call the Hotline.

Use of Company Communications Equipment

We provide e-mail, access to the Internet and Company Intranet, landline and mobile telephones, facsimile machines and other technology for legitimate business activities by authorized individuals, and to support a positive and professional business climate. You are expected to use such technology responsibly and professionally at all times and any suspected inappropriate use will be monitored and investigated. You do not have any privacy rights with respect to any communication made or received with the Company's communication equipment.

Use of Company Property

You have a duty to insure that the Company's property is used for a proper purpose and only for the benefit of the Company or to advance the Company's business purposes. The Company has a zero tolerance policy with regard to theft. Theft, carelessness and waste have a direct effect on the Company's profitability. When you leave the Company, all Company property must be returned. There is no exception to this, and the Company specifically reserves the right to pursue the appropriate legal remedy against anyone who leaves the Company with Company property.

Work Product

You must promptly disclose to the Company, in writing and in a form satisfactory to the Company, all discoveries, developments, improvements and inventions, whether or not patentable ("Inventions"), conceived or made by you during regular working hours with the Company (whether or not they are related to his/her work) or conceived or made by you at any other time during the period of your employment with the Company which relate to your work for the Company or to the operations of the Company. You shall assign such inventions to the Company and execute such documents and take such other actions as required, at the expense of the Company, for the filing of patent applications and issuance of patent applications and whatever other steps are necessary to provide for exclusive ownership by the Company of such inventions and patent applications and patents.

Conflicts of Interest

We all must be mindful to avoid any situation that could impair our ability to make objective decisions on behalf of the Company, or which has the appearance of creating a possible conflict of interest. A conflict of interest occurs when your private interest interferes in any way with the interests of the Company, or gives the appearance of impropriety. By way of example, no one shall take any

action which would (1) directly or indirectly be in competition or foster competition with the business interests of the Company; (2) interfere with the contractual relations of the Company with customers, suppliers or others; or (3) diminish or disparage the reputation of the Company.

The Code sets out some of the more common conflicts that you may confront and is intended to serve as a guide to the standards to which all of us are expected to adhere. This list is unavoidably incomplete. It is the responsibility of each of us to use our best judgment to assess objectively whether a conflict or the appearance of a conflict exists and to engage in open and candid communication with the Company about the potential conflict. The following activities are to be strictly avoided by all directors, officers and employees:

- existence of an interest in any transaction involving the Company or its subsidiaries which may impair the objective and impartial representation of the Company by the director, officer or employee;
 - In addition to other situations, such an interest could be present when:
 - a director, officer or employee conducts the Company's business with a relative, or with a business with which a relative (including one's spouse, parents, siblings, children, grandparents, aunts, uncles, nieces, nephews, and cousins, including relationships stemming from marriage and adoption) is associated in any significant role;
 - a director, officer or employee works for, or serves as a director or advisor of, or has a business relationship with, a competitor, supplier, service provider or customer, unless the Company has explicitly approved such arrangement after full disclosure;
 - a director, officer or employee makes a material, direct or indirect, investment resulting in their holding a financial interest in a competitor, supplier, service provider, or customer.
- speculation or dealing in goods, commodities or products required, dealt in or sold by the Company and its subsidiaries;
- appropriation to personal benefit of a business opportunity in which the Company or a subsidiary might reasonably be expected to be interested, without first making available the opportunity to the Company or subsidiary;
- use of the Company's property, information or position for personal gain; and
- competing with the Company.

It is everyone's responsibility to alert the Company to any potentially conflicting relationships. The Company shall have sole discretion to approve, conditionally approve or disapprove participation in such relationships. If you have any doubt about whether a particular situation may present a conflict, contact the Vice President of Compliance or General Counsel for clarification.

Business Interests

Except for ownership of publicly traded stock (and, in the case of a director, service on another board of directors), you are prohibited from having any personal financial interest in any individual or business organization that furnishes merchandise, supplies, property or services to the Company. This includes arrangements to receive loans (other than bank loans), commissions, royalties, property shares or anything of value other than the normal stock and bond market transactions. Directors, officers and employees are further prohibited from conducting Company business with a business

organization in which a close relative of the director, officer or employee has a substantial ownership interest (greater than 5%) without the prior consent of the Company.

Other Employment

You shall not accept other employment without the prior written consent of the Company, and under no circumstances shall you accept other employment by any individual or business organization that (1) furnishes merchandise, supplies, property or services to the Company; (2) is a customer of the Company; or (3) is a competitor of the Company.

Service as an Officer or Director

No officer or employee shall serve as an officer or director of another business organization without prior written approval of the General Counsel or the Vice President of Compliance.

Contributions to Political Parties or Candidates

Neither the Company nor any member of management will directly or indirectly require you to contribute to political parties or candidates for office. Acts of hospitality toward public officials shall be of such a scale and nature as to avoid compromising the integrity or impugning the reputation of the public official or the Company. You may, of course, participate in the political process and make contributions on your own time and at your own expense. If you engage in political activity for your own purposes, it is essential that you not give the impression that you are speaking on behalf of or representing the Company. In this regard, you may not use the Company's resources, including fax, phones or email, to personally engage in political activity. You also may not seek reimbursement from the Company for any expenses or personal contributions related to such personal political activities.

Special Obligations of Managers

Managers and others within the Company who take on leadership positions must ensure that employees understand their responsibilities under the Code and feel comfortable raising concerns without fear of retaliation. Managers must also encourage ethical conduct and compliance with law both by example and by personally leading efforts to comply with the law. Managers must also convey to employees that business results are not to be achieved through conduct in violation of this Code. Managers must work with the Legal and Compliance Departments to take prompt corrective action to remedy compliance weakness and breaches.

Waiver

Any waiver of the application of this Code to directors or executive officers of the Company shall be made either by the Board of Directors or the Audit Committee. All requests for such waiver must be presented in writing to the Secretary. The Secretary shall respond to all such requests for waiver within thirty (30) days. All waivers shall be promptly disclosed to the shareholders of the Company.

ACKNOWLEDGMENT OF RECEIPT AND UNDERSTANDING

I certify that I have received and reviewed the PharMerica Corporation Code of Ethics and Business Conduct. I understand the Code represents PharMerica policy and that, by signing my name below, I am certifying that I am familiar with and will comply with the requirements of this Code. I know it is my right and my responsibility to seek guidance on ethics and compliance issues when I am uncertain about which actions to take. I will immediately report violations or suspected violations to management, the Vice President of Compliance for my subsidiary or operating group, the Vice President of Compliance, or the Hotline. I will fully cooperate in all PharMerica investigations of conduct that may violate the Code.

Signature: _____ Printed Name: _____

Date: _____ Location: _____

Dept: _____

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