



Policy on Communications and Fair Disclosure

We believe that it is in the Company's best interest to maintain an active and open dialogue with shareholders, potential investors, securities market professionals, the media and the general public regarding the Company's historical performance and, to the extent we deem advisable, future prospects. We believe that we can best create shareholder value by publicly articulating our strategies, business strengths and growth opportunities through such an active and open dialogue. At the same time, we will guard the Company's need for confidentiality about key business and operating strategies.

We are committed to fair disclosure of information about us without advantage to any particular person, consistent with the Securities and Exchange Commission's Regulation FD (Fair Disclosure). In accordance with Regulation FD, it has been and will continue to be our practice to provide material information about the Company publicly, not selectively, to enable all current and potential shareholders to make an informed decision about whether to invest in the Company's stock.

Compliance Policies

We have established the following policies to promote an active and open dialogue about us and our performance, to avoid selective disclosure of material non-public information and ensure compliance with Regulation FD, and to establish a consistent set of policies to guide all of our communications with third parties. The Company's related policies regarding confidential information and insider trading that are generally applicable to all of our employees are contained in the Employee Handbook.

Communications Regarding Material Information Only by Authorized Spokespersons of the Company

- a. Regulation FD prohibits the Company from disclosing material non-public information to securities market professionals and to investors unless the information is simultaneously disclosed to the public or unless the person to whom the information is to be disclosed expressly agrees to maintain the disclosed information in confidence. To ensure compliance with Regulation FD, it is the policy of the Company that only the Chairman and Chief Executive Officer, and the Chief Financial Officer, whom we refer to collectively as the "Authorized Spokespersons," are authorized to communicate on behalf of the Company on substantive matters concerning the Company or its securities with:
 - o securities market professionals, which includes brokers, dealers, sell-side and buy-side analysts, investment advisors, institutional investment managers, mutual funds, hedge funds and other investment companies;
 - o holders of the Company's securities who may reasonably be expected to trade in the Company's securities based upon the communication; and
 - o persons associated with any of the above types of persons;all of whom we refer to collectively as "Restricted Third Parties."
- b. The Chief Executive Officer or the Chief Financial Officer may authorize other officers or employees of the Company to communicate with Restricted Third Parties with regard to a particular topic or on a particular occasion, but an Authorized Representative also must be present at the time of such communication.
- c. No director, officer or employee may communicate on substantive matters in confidence with Restricted Third Parties except pursuant to a written confidentiality agreement that is approved in advance by the General Counsel.
- d. Except as specified under (a) - (c) above, no director, officer or employee may communicate on substantive matters with Restricted Third Parties, and all inquiries from Restricted Third Parties shall be referred to the Chief Financial Officer or, in his absence, the Senior Director of Investor Relations.
- e. The only material information concerning the Company or its securities that the Authorized Spokespersons may discuss with Restricted Third Parties, is information that has been previously or is simultaneously disclosed in a manner that is designed to provide broad, non-exclusionary distribution of the information to the public, such as through a widely disseminated Company press release or a Form 8-K of the Company that has been filed with or furnished to the Securities and Exchange Commission.

"Material information" is any information that a reasonable investor would consider important in making a decision to buy, hold or sell securities. Any information that could reasonably be expected to affect the Company's stock price, whether it is positive or negative, should be considered material. Some examples of information that ordinarily would be regarded as material are:

- Projections of future sales, earnings or losses, or other earnings guidance;
 - Earnings that are inconsistent with the consensus expectations of the investment community;
 - A pending or proposed merger, acquisition or tender offer of significant size or strategic importance;
 - A pending or proposed acquisition or disposition of a significant asset;
 - The gain or loss of a significant customer or supplier;
 - Significant legal, regulatory or legislative developments affecting the Company;
 - A change in senior management;
 - A change in dividend policy or the declaration of a stock split;
 - An offering of additional securities; and
 - The existence of severe liquidity problems or impending bankruptcy.
 - As an example, an Authorized Spokesperson may discuss with Restricted Third Parties financial results for completed quarters once those results have been publicly disclosed but may not disclose any material information regarding those results that has not been publicly disseminated. An Authorized Spokesperson may discuss with Restricted Third Parties the Company's services, products, markets and other factual corporate information such as headcount, facilities and the like, provided such information is not material or has been previously disclosed publicly.
 - Authorized Spokespersons shall promptly prepare a summary of all matters discussed in private meetings with Restricted Third Parties and shall provide a copy of each such summary to the Chief Financial Officer.
- f. The Company will publicly disclose material new developments regarding the Company or its securities when appropriate through a widely disseminated Company press release (as discussed in Section 2 below) or a Form 8-K of the Company that has been filed with or furnished to the Securities and Exchange Commission and by posting the information on our website (www.lhcgroup.com).
- Disclosure of information to even a large group of analysts or shareholders does not constitute wide dissemination of the information.
- g. If any employee believes that material non-public information may have been disclosed to a Restricted Third Party, such employee must immediately notify the General Counsel. Steps to protect the Company and the disclosing employee may still be available. Regulation FD gives the Company a short period of time (generally, the later of 24 hours after an Authorized Spokesperson learns of a selective disclosure of material non-public information or the commencement of the next day's trading on NASDAQ) to disclose such information to the public.

Procedures for Quarterly Earnings and Other Announcements

- a. The Company's procedures for disclosing quarterly (including annual) financial results to the public shall be as follows, unless otherwise approved in advance by the General Counsel:
- approximately four weeks prior to the scheduled issuance of the earnings release, issue a widely disseminated press release (and post it on the Company's website) setting forth the (i) schedule for the earnings release; (ii) the schedule for the associated conference call; (iii) the schedule for the posting of any conference call presentation materials on our website; and (iv) instructions on how to access the call (such as through the Company's website) and any related presentation materials;
 - issue a widely disseminated press release that summarizes the financial results and discloses in material substance any other matters to be addressed during the conference call (and post the press release on the Company's website);

- within the press release, provide notice of the scheduled conference call to discuss the announced results and any other material developments, giving the time and date of the call and instructions on how to access the call, any related presentation materials and a replay of the call;
 - post the conference call presentation materials, if any, on the Company's website (including the appropriate safe-harbor disclosure for written forward-looking statements);
 - hold the conference call (which ordinarily will have the Chief Executive Officer and the Chief Financial Officer representing the Company) in a manner open to the public and the media (in listen-only mode) and to securities market professionals; and
 - provide a playback of the conference call on the Company's website for a period of one week after the call; thereafter, move the playback to an archive section of the website and clearly identify it as an historic document.
- b. All press releases which may have a significant impact on the trading of the Company's securities will be posted on First Call and given to PR Newswire, Dow Jones & Company, Inc., Reuters Economic Services, Bloomberg Business News, Associated Press, and a copy will be sent promptly by facsimile or e-mail to NASDAQ.
- c. Each quarter, to the extent we deem advisable, we may provide, through a combination of the quarterly earnings release and the quarterly conference call, a financial outlook for the current quarter and for future periods as appropriate. We may give guidance as to the business outlook generally, including both Company-specific and broader economic and regulatory factors, and the potential impact on our revenues and earnings per share.
- We ordinarily will not formally and publicly reaffirm any previously published financial outlook either mid-quarter or at any other time prior to the next earnings release. We may, however, make an exception if we believe that market conditions or other factors may unreasonably be influencing our stock price.
 - Any such subsequent reaffirmation notice is itself considered to be a forward-looking statement and shall be accompanied by an appropriate forward-looking statement disclaimer, as contemplated in (f) below.
 - We will not, in private meetings with Restricted Third Parties, the media or others, endorse, ratify or comment on any previously published financial outlook.
- d. When we determine to disclose other material developments, we will issue a widely disseminated press release and post it on our website. If the Company elects to hold a conference call regarding such other material developments, the press release will precede the call and will (i) disclose in material substance the matters to be addressed during the call; (ii) disclose the schedule for the call and the information that will enable the public to gain access to the call and any related presentation materials; and (iii) provide applicable replay information, consistent in each case with the procedures established in (a) above. We also may, in some circumstances, file a Form 8-K with the Securities and Exchange Commission.
- e. All press releases, related conference calls and presentation materials, and other Company statements and presentations will be coordinated through the Chief Financial Officer. All press releases and investor presentations will be approved at a minimum by the Chief Executive Officer, the Chief Financial Officer and the General Counsel.
- f. Press releases and other Company statements that contain forward-looking statements, including but not limited to financial estimates, projections, outlook and guidance, must contain a disclaimer identifying the forward-looking statements, together with applicable risk factors that may cause actual results to differ materially. PowerPoint presentations, oral presentations such as conference calls, and other similar presentations to investors also should include a slide or an oral statement at the beginning of the presentation containing such a disclaimer.

Quiet Period

We will generally observe a "quiet period" beginning on the last day of the quarter and ending on the day when our next quarterly earnings release is published. During this period, the Company will not conduct substantive in-person or telephonic meetings with investors, analysts or other securities market professionals, or the media, and will not comment on the financial outlook for the Company.

Analyst Reports, Models and Estimates

- a. An Authorized Spokesperson may review a draft of an analyst's report or financial model, if requested by the analyst to do so, solely for the purpose of correcting any objective factual inaccuracies in the report or model. An Authorized Spokesperson who engages in such a review shall make clear to the analyst in writing that the Company disclaims any responsibility for the report or model, does not comment on any estimates, projections, forecasts or other forward-

looking information in the report or model, and is limiting its comments to the correction of objective factual inaccuracies in the report or model.

- b. We will not provide copies of any analyst's report to requesting third parties but will instead refer any requests for such a report to the analyst's firm.
- c. We will not comment on, endorse, ratify or express "comfort" with analyst's estimates, projections or forecasts; instead, we will simply refer to our publicly disclosed financial outlook, making no comment regarding its continuing validity.

Investor Conferences and Other Public Forums

- a. We appreciate the opportunity to present our story to investors, securities market professionals, the media and the general public. We will meet with individual investors and securities market professionals and with groups of investors and securities market professionals, and we will participate in public forums at which investors, securities market professionals and the media could be present, including industry seminars, trade shows, employee, retiree and annual shareholders meetings, and meetings with commercial partners and customers. We do not intend to disclose any material, non-public information during these meetings. If an employee believes that material non-public information may have been disclosed at such a meeting or public forum, such employee must immediately notify the General Counsel so that we can make appropriate public disclosure promptly.
- b. We will participate in securities firm-sponsored and other investor conferences. Our participation in these conferences will not be contingent on these conferences being open to the public, but it will be our practice to webcast (when permitted by the sponsoring firm and with appropriate public notice) and/or issue press releases in conjunction with our conference presentations and, where appropriate, to post those presentations on our website. We may choose to highlight excerpts from those presentations in press releases. If any employee believes that material non-public information may have been disclosed at a conference, such employee must immediately notify the General Counsel so that we can make appropriate public disclosure promptly.
 - o Persons participating on behalf of the Company at investor conferences should hold a debriefing session to determine whether any disclosures of material confidential information were made, either in the formal presentation, in subsequent question-and-answer discussions or in informal discussions, that might require public disclosure or to establish a record that none were made.
- c. When any employee receives a request from the media, a securities market professional or a member of the investing public:
 - o for answers to questions,
 - o for an interview,
 - o for a business-related discussion,
 - o for a business-related appearance on a television or a radio program,
 - o to write a business-related article, or
 - o to give a business-related presentation, speech or talk in a public forum or at an event to which a member of the media could have access,

the employee should forward the request to the Chief Financial Officer for disposition (which may include the designation of another employee to respond to the request or to participate in the requested activity). If the subject matter has legal or compliance implications, the request must also be approved in advance by the General Counsel.

- o All authorized spokespersons should be briefed in advance by the Chief Financial Officer regarding information that is in the public domain and advised to avoid answering questions that may involve material non-public information. To enable the Company to keep track of what information is in the public domain, all articles and the content of all presentations, speeches and talks must be approved in advance by the Chief Financial Officer.
 - o All letters to the editor on Company stationery and all those that may be construed to reflect Company policy must be approved by the Chief Financial Officer in advance of being submitted. Writers must clearly distinguish between personal opinions and Company positions.
- d. A number of senior managers in the regular performance of their duties will be required to interact with outside third parties, particularly suppliers and prospective customers. It is important to realize that information shared with individuals who may not be viewed as the "investing public" can, and usually will, find its way to the "investing public." Therefore, for

these senior managers, it is their responsibility to find out what information can and cannot be disclosed to such outside third parties. When appropriate, senior managers will be given updates as to what information about the Company is in the public domain and therefore can be shared with outside third parties. No Company budgets, financial forecasts or models shall be distributed to third parties without the knowledge of the Chief Financial Officer.

Exceptions

The General Counsel may, where appropriate, authorize exceptions to the above policy to the extent those exceptions would be in compliance with Regulation FD and other applicable law.

Further Information

- a. We have posted the policy on our website and will post any changes to this policy statement on our website as they occur.
- b. All inquiries regarding this policy statement should be addressed to the General Counsel.