



In receiving a payment under the Employee Introduction Program, I certify to athenahealth that:

1. I do not, directly or indirectly:
 - operate, manage, or control any Qualified Lead;
 - act or serve as a purchasing agent, employee, officer, director, partner, trustee, member of the governing body, or attorney-in-fact of any Qualified Lead;
 - manage substantial activities of any Qualified Lead or exercise substantial influence over any Qualified Lead.

2. I am not, directly or indirectly, permitted or required to exercise purchasing discretion on behalf of or in favor of a Qualified Lead.

3. I have not, directly or indirectly, other than as permitted in the G-107 Business Payments and Gifts Policy.
 - paid (or will pay), or offered (or will offer) to pay, any compensation to a Qualified Lead in connection with it entering into a services agreement with athenahealth;
 - provided (and will not provide) meals, gifts, entertainment or any other items of value to Qualified Leads or enter into any arrangements to provide such items of value to Qualified Leads; or
 - entered into any financial arrangement that could be construed to involve sharing or splitting, directly or indirectly, with any Qualified Lead (or any affiliate of a Qualified Lead) of any of the compensation paid under the Employee Introduction Program or a resulting athenahealth services agreement.

4. I informed the Qualified Lead that I have an economic interest in the Qualified Lead entering into a services agreement with athenahealth.