

LEAD INDEPENDENT DIRECTOR POLICY

1. Background. The Board of Directors (the "Board") of Premier, Inc. (the "Company") considers it useful and appropriate, when the Chair of the Board (the "Chair") is deemed to be not independent, to designate a nonemployee, independent director (the "Lead Independent Director"), elected by and from the independent directors, to coordinate the activities of the independent directors and to perform such other duties and responsibilities as the Board may determine. The role of Lead Independent Director is created to enhance the Company's comprehensive plan of corporate governance and to support the role of the Chair as set forth in the Company's bylaws and Corporate Governance Guidelines.

2. Appointment of Lead Independent Director. At such time as the Board Chair is deemed to be not independent, a current independent director shall be elected by a majority of the independent directors to serve as Lead Independent Director. Such election shall be held at the next Board meeting following the annual meeting of the Company's stockholders. The Lead Independent Director shall serve until such time as he or she ceases to be a director, resigns as Lead Independent Director, is replaced as Lead Independent Director by a majority of the independent directors, or an independent director is elected as Board Chair. The performance of a Lead Independent Director shall be reviewed annually as a part of the normal Board evaluation process.

3. Responsibilities. When such position is filled, the specific responsibilities of the Lead Independent Director are:

- a. Preside at all meetings of the Board at which the Chair is not present.
- b. Preside over all meetings of independent directors. A meeting of the independent directors will be scheduled as an agenda item for each regularly scheduled Board meeting, and the Lead Independent Director has the authority to call additional meetings of the independent directors. The Lead Independent Director will advise the Chair of any consensus reached during, and any suggestions made at, any such meetings.
- c. Approve of all information sent to the Board, including meeting agendas, as well as Board meeting schedules to assure that there is sufficient time for discussion of all agenda items.
- d. Serve as a liaison between the independent directors and the Chair.
- e. Be available for consultation and direct communication with major shareholders and other external stakeholders if requested.
- f. Approve and coordinate the retention of advisors who report directly to the independent directors, and to seek counsel from appropriate Company personnel, in each case as deemed reasonably necessary and after prior consultation with the Chair and management.

4. Qualifications of Lead Independent Director. If applicable, a Lead Independent Director must:

a. Satisfy the independence standards of the NASDAQ Global Select Market, the Securities Exchange Act of 1934, as amended, and any other applicable standards.

b. Have served at least one full year as a director of the Company before being elected Lead Independent Director.

c. Be able to effectively work with the Chair in an advisory capacity.

d. Be able to effectively discuss with other directors any concerns about the Board or the Company and to relay those concerns, where appropriate, to the Chair of the Board.

5. Absence of Lead Independent Director. If the Lead Independent Director is not present at any meeting of the Board, a majority of the independent directors shall select another independent director to act as Lead Independent Director for the purposes and duration of such meeting if necessary.

6. Compensation. Any additional compensation to be paid to the Lead Independent Director shall be determined in accordance with the policies and procedures for determining compensation of the Board generally.