



Welcome to Cold Chain Technologies  
Employee Handbook

April 2020



Dear Employee,

Welcome to Cold Chain Technologies, LLC (CCT) and our Employee Handbook. CCT designs, manufactures and distributes thermal distribution solutions for the transport of products which need to be shipped under strict temperature control. We primarily serve the life science market including pharmaceuticals, blood, tissue and medical devices but also support customers in the food, chemicals, and adhesives industries.

More than 50 years ago, Cold Chain Technologies was founded to support the needs of the then nascent temperature-sensitive shipping industry. Since 1968, we've come a long way by continually investing in our people, equipment, processes and technology. Our success is due to the efforts of all of our employees and our beliefs in our Core Values of Mastery, Integrity, Customer and Initiative. We strive to continually improve all aspects of our business and regularly introduce new products and services that emerge from our considerable research, design and marketing efforts. We are committed to treating one another with respect, by working together to find new and better ways to serve our customers and by providing ongoing training and opportunities for advancement so that each of us can become highly competent professionals in the work we perform.

We now have a global sales, manufacturing and distribution network with well-situated locations and partners throughout the United States and around the globe. We're proud that our business is growing every day, in every part of the world.

At CCT, we look forward to continuing to provide high-value solutions to our customers while ensuring a rewarding working experience for our employees. We hope this handbook will help acquaint you with our philosophy, procedures, and expectations of your employment.

At any time you have questions regarding this handbook or CCT, please feel free to meet with your supervisor or Human Resources representative.

Sincerely,

*Bob*

Bob Bohne  
President  
Cold Chain Technologies, LLC



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## **INTRODUCTION**

This Handbook has been prepared to give you a general overview of the benefits and policies of Cold Chain Technologies, LLC. (“Cold Chain”). Careful review and familiarization with this Handbook is your responsibility.

This Handbook is presented as a matter of information only and as guidance to the policies of Cold Chain. **The Handbook does not cover every aspect of your job, and it is not to be understood or construed as a promise or contract between Cold Chain and its employees. As an employee-at-will, your employment and compensation can be terminated, with or without cause, and with or without notice, at any time, at the option of either Cold Chain or yourself.**

This Handbook supersedes and replaces any and all prior handbooks, policies, procedures and/or practices of Cold Chain. **Cold Chain reserves the right to modify, change, disregard, suspend, add to or cancel at any time, without written or verbal notice, all or any part of the Handbook’s contents as it deems appropriate.**

If you have any questions about this Handbook, please consult the Vice President of Human Resources. In the event of any question as to the interpretation of these policies, the decision of the President shall be final and binding.

## **MISSION, VISION, CORE PURPOSE AND CORE VALUES**

Cold Chain Technologies, LLC (CCT) is a global leader in the development and delivery of cost-effective insulated thermal packaging solutions that protect the integrity of temperature-sensitive products. With five decades of innovation in the cold chain industry, we understand its logistics and applications, its demands and its extremes.

### **MISSION**

Our mission is to design and deliver temperature-controlled distribution solutions which meet the high-quality performance, and regulatory expectations of the life science industry.

### **VISION**

Our vision is to be the mission-critical partner that life science organizations rely on to protect their temperature-sensitive products throughout the global supply chain. We will pursue innovation and excellence in all aspects of our business.

## **CORE PURPOSE**

Our work matters because the life science products we protect improve people's lives.

## **CORE VALUES**

Our Core Values are the essential and enduring tenets that define what we stand for; timeless, guiding principles that have intrinsic value and lie at the heart of Cold Chain's identity.

- **Mastery**  
Pursue Mastery - Our Passion for knowledge and our desire to get better is what drives us.
  - Become the best at what you do.
  - Challenge yourself.
  - Keep learning.
  
- **Integrity**  
Act with Integrity – We do what's best for Cold Chain by doing the right thing.
  - Keep fairness at the core of your actions.
  - Assume others act with good intentions.
  - Be respectful, open and transparent.
  
- **Customer**  
Connect with Your Customer – We build lasting customer relationships based on mutual respect.
  - Listen to understand
  - Work collaboratively
  - Commit to shared success
  
- **Initiative**  
Show Initiative - We chart our own path; our vision innovation and agility resonate with us and our customers
  - Take ownership
  - View challenges as opportunities
  - Find a way forward

## **QUALITY POLICY**

It is the policy of Cold Chain Technologies to strive to exceed our customers' requirements by:

- Supplying a quality product that consistently meets all specifications.
- Providing superior customer service that is knowledgeable and responsive to our customers' needs.

- Conducting ourselves in a professional, ethical manner.
- Operating in an environment that promotes continuous improvement through feedback from our customers and open communication within the company.
- Protecting the health and safety of our employees and providing environmental stewardship.

## **LEAN MANUFACTURING VISION STATEMENT**

- To maintain an environment in which all employees, customers and suppliers are valued and feel that way.
- To minimize or eliminate activities that do not add value to our customers.

## **GENERAL POLICIES**

### **Equal Employment Opportunity**

Cold Chain provides equal employment opportunities to all employees and applicants for employment without regard to race, color, religion, gender, pregnancy, national origin, age, physical or mental disability, sexual orientation, gender-related identity/appearance/behavior, genetic information, membership in the uniformed services, veteran status, or any other category protected by federal, state or local laws. This policy applies to all terms and conditions of employment including, but not limited to, hiring, placement, promotion, termination, layoff, recall, transfer, leaves of absence, compensation and training.

Cold Chain will provide reasonable accommodation for the known physical or mental limitations of qualified applicants/employees with disabilities to enable them to perform the essential functions of the position held or applied for and to enjoy equal benefits of employment unless such accommodation would impose an undue hardship on Cold Chain.

If you have any questions or concerns about any conduct at Cold Chain that you think may be discriminatory, please contact your Human Resources Representative or the Vice President of Human Resources immediately. Employees may raise concerns confidentially, without fear of retaliation, and any concerns/issues will be disclosed on a business need-to-know basis only.

### **Pregnant Workers Fairness Act Notice and Policy**

Cold Chain is committed to complying with all applicable provisions of the Massachusetts Pregnant Workers Fairness Act and the Nevada Pregnant Worker's Fairness Act.

It is the Company's policy not to discriminate against any employee based on pregnancy or a condition related to pregnancy including, but not limited to, lactation or the need to express

breast milk for a nursing child. Consistent with this policy of nondiscrimination, the Company will provide reasonable accommodation for an employee's pregnancy or any condition related to the employee's pregnancy, unless such an accommodation would impose an undue hardship on the Company.

Employees who believe they need a reasonable accommodation for their pregnancy or a condition related to pregnancy, including but not limited to, lactation or the need to express breast milk for a nursing child, should contact your Human Resources representative. Cold Chain encourages such employees to come forward and request reasonable accommodation.

### **Policy Regarding Employment of Minors**

Cold Chain complies with all state and federal child labor laws protecting minors (i.e., individuals under the age of 18). Although minimum age laws vary from state to state, it is the policy of Cold Chain not to employ minors under the age of 17. No minor will be permitted to perform any duties determined to be hazardous, or which otherwise may affect the health or well-being of the employee, as determined by the Company or under federal or applicable state law.

All minors are required to provide valid, government-issued documentation establishing their age prior to beginning work. A copy of this documentation will be retained by the Company. If required by law, minors are required to submit a work permit before commencing work. State requirements are described below.

The Company has posted notices regarding child labor laws in all facilities in which notices are required by federal law or by applicable state law based on the location of the particular facility.

State and federal laws may restrict the hours that minors may work, and the Company will comply with whichever applicable law is the most restrictive. Below are summaries of state laws applying to minors 17 years of age in states in which Cold Chain has facilities.

During a minor employee's orientation, the employee and manager will be informed of which laws apply to the employee and what work schedules and job duties a minor employee is permitted to perform.

#### **1. Massachusetts**

Hours. The Company will not permit a minor to work past 8:00 p.m. without direct, on-site adult supervision. Minors may not work more than nine hours per day, more than six consecutive days, or more than 48 hours per week. Minors may not begin work before 6:00 a.m. or work after 10:00 p.m. on a night preceding a regularly scheduled school day, or after 11:30 p.m. when school is not in session.

Prohibition. The Company will not employ a minor who has not completed the requirements of the sixth grade.

Records. The Company will maintain a list of names and ages of all minors employed, and will post schedule information for all minors, including the number of hours required or permitted to work, the meal period, and the hours of starting and stopping work.

Work Permit. The Company requires a work permit from the superintendent of schools for all minor employees. The original copy of the work permit will be maintained by the Company, and will be returned to the superintendent of schools within two days after the minor's termination.

## **2. Tennessee**

Exemption. If a minor is married, a parent, has graduated high school, or holds an equivalency certificate, he or she is not subject to these state requirements. Documentation of such will be required by the Company.

Hours. Minors may not work during school hours. Minors may not begin work before 6:00 a.m. or work after 10:00 p.m. on days preceding school days, except a minor may work until midnight up to three days per week, with parental consent, which documentation of consent will be maintained by the Company.

Records. The Company will maintain, for the duration of employment, a record of each minor employee, including his or her employment application, proof of age, complete time records, and any records which qualify a minor for an exception to the state child labor laws.

Rest Period. The Company will provide minor employees an unpaid rest period of at least 30 minutes before six hours of consecutive hours of work and at a time after the first hour of work.

## **3. Illinois**

### Minimum Wage

The Company shall pay all minors who work more than 650 hours per year the regular minimum wage.

## **4. Nevada**

Working during School Hours. The Company requires a work permit from the employee's school district for all minors who work during school hours. A minor who has not completed the eighth grade may not be employed during school hours. A copy of the work permit will be maintained by the Company and returned to the school district upon the minor's termination from employment.

## **5. Pennsylvania**

Hours. When school is in session, minors are not permitted to work more than eight hours per day or for more than six consecutive days. Minors may not begin work before 6:00

a.m. or work later than midnight, and may not work more than 28 hours during the school week (Monday through Friday). When school is not in session, minors may not work more than 10 hours per day. Minors may not begin work before 6:00 a.m. or work later than 1:00 a.m., and may not work more than 48 hours in a week. The Company will not require a minor to work more than 44 hours in a week. The Company will maintain records of the time the minor began work, the total hours worked, and the time the minor finished work each day. Minors who have graduated high school are not subject to these hour limitations.

Work Permit. The Company requires a work permit for all minor employees, a copy of which will be maintained by the Company for a minimum of three years. The Company will notify the official issuing a work permit of the minor's routine job duties and hours of employment within five days after beginning employment, and will provide notice when a minor has been terminated, within five days of the minor's last day of work.

Rest Period. The Company will provide minor employees an unpaid rest period of at least 30 minutes after no more than five hours of continuous hours of work.

### **Classification of Employees**

Full-Time Employees are regularly scheduled to work a minimum of 35 hours per week.

Part-Time Employees are regularly scheduled to work between 20 and 35 hours per week.

Temporary Employees are generally employed by a "staffing" agency and assigned to work at Cold Chain for various jobs.

Exempt Employees are those employees in "executive," "administrative" and "professional" positions (as defined under Federal and State law). Such employees are paid on a salary basis and are not eligible for overtime compensation.

Non-Exempt Employees are those employees in positions which are not within the "Exempt" classification, who are hourly paid, are required to clock in or out at the time clock, and are eligible to receive overtime compensation for working any hours in excess of 40 in a work week.

### **Hours of Work and Breaks**

It is the policy of Cold Chain to establish working hours as required by the needs of each department. The Company's regular production work week is Monday through Friday, 6:30 a.m. to 3:00 p.m. The second shift operates from 3:00 p.m. to 11:30 p.m. and the third shift operates from 11:00 p.m. to 7:00 a.m. The administrative and sales offices are open Monday through Friday 8:30 a.m. to 5:00 p.m. Employees are expected to follow the times set above for their departments unless an alternate schedule is approved by your Supervisor/Manager and Human Resources.

Employees must take a 30-minute lunch break each day. Your Supervisor/Manager will schedule your lunch period. All Non-Exempt production employees must clock in and out before and after a lunch period.

There are rest period(s) totaling 30 minutes each day. Your Supervisor/Manager will schedule your break periods.

All Non-Exempt employees leaving the premises for non-business purposes must clock out and back in when they return.

### **Time Clock**

The time clock is the source of information used by the Company in recording the work hours and computing pay for non-exempt employees. Accuracy of employee time records is required by both state and federal laws.

All non-exempt employees are required to clock “in” and “out” at the beginning and end of each workday. Such employees must also punch out for lunch or if they leave the property for any reason.

You must always record only your own time with the clock - never clock in or out for another employee. Clocking in or out for another employee is against Company policy and will result in disciplinary action up to and including termination.

If you forget to clock in or out or it won't register, report this at once to your supervisor/manager. If necessary, your supervisor/manager will take care of corrections to your time record. You are responsible for your time record.

### **Pay**

All Cold Chain employees are paid weekly. Payday is generally on Friday.

The Company will deduct federal and state withholding tax and Social Security tax from your wages as required by law. Your wages and number of dependents determine the amount of money withheld for tax purposes. You should notify the Human Resources Department of any changes in your withholding status when they occur, including the number of dependents.

Upon your written authorization, the Company will make deductions from your wages for items such as health and/or dental insurance premiums and 401(k) contributions. You may also choose to have your pay directly deposited to your choice of account(s). The Human Resources Department will advise you of the proper procedure to follow for authorizing deductions and direct deposit.

*Deductions from salary and complaint procedure.* Cold Chain pays exempt employees on a salary basis and will not make deductions from their salaries that are prohibited by

applicable law. An exempt employee who believes that the Company has made an improper deduction from his/her salary should immediately report the matter to Human Resources. If the Company determines that an improper deduction was made, the employee will be reimbursed accordingly.

## **Overtime**

From time to time, Cold Chain will find it necessary to require you to work beyond your regularly scheduled hours. As indicated above, non-exempt employees receive overtime pay for any hours worked over forty (40) in a one-week period. Overtime rate is one-and-one-half times the employee's regular hourly rate of pay.

Non-exempt employees in Nevada who are paid a base rate of less than one and one-half times the Nevada minimum wage will be paid overtime if they work more than eight (8) hours in any workday (unless by mutual agreement the employee works a scheduled 10 hours per day for four (4) calendar days within any scheduled week of work).

Generally, a non-exempt employee must actually work over 40 hours during a work week to earn overtime for that week (i.e., vacation days and sick time are not counted towards the 40 hours). However, if overtime is worked during a week which includes a holiday, overtime is paid after the total *scheduled* hours are worked. For example, if a work week contains four (4) scheduled work days (i.e., 32 work hours) and one scheduled holiday (i.e., eight (8) holiday hours), then employees will receive overtime pay for any hours worked over 32 in that one-week period.

If a non-exempt employee works on a Sunday, then the employee will be paid at a rate that is two times his/her regular hourly rate of pay (i.e., double time).

A non-exempt employee may not work overtime without the prior authorization of his/her supervisor.

The Company requires you to work overtime when it is necessary, unless you have serious personal reasons that prevent you from doing so. Failure to report or tardiness for overtime work to which you have committed will result in an "unauthorized absence" on your attendance record and will result in disciplinary action.

## **Performance Evaluations**

Cold Chain gives each employee a performance evaluation after the first ninety (90) days of employment. Another performance evaluation will take place one (1) year after the employee's starting date. Thereafter, employees will receive a performance evaluation on an annual basis. Managers are required to conduct such evaluations within one (1) week of the assigned due date. The performance evaluation will consist of an evaluation of the employee's

work performance, attendance and other criteria affecting the employee's ability to carry out his/her job responsibilities. Additional unscheduled performance reviews may be conducted throughout the year at the discretion of management. Such evaluations when given for merit or promotion may change the next annual evaluation date to be one (1) year after the merit or promotion evaluation is given.

## **Personnel Records**

It is very important that your personnel record be accurate and up-to-date. To assure that your pay, benefits and other employment matters are administered as accurately and efficiently as possible, you should notify the Human Resources Department if there is a change regarding any of the following information:

- Legal name
- Address
- Home telephone number
- Income tax exemptions
- Social Security number
- Marital status
- Number of dependents
- Beneficiary
- Emergency Contact Information
- Change in Benefit Coverage

The Human Resources Department will assist you in bringing your records up to date.

An employee will be permitted to review his/her individual personnel file within five (5) business days of his/her request to your Human Resources representative. Under no circumstances are files permitted to leave the administrative office. However, if an employee makes written request to your Human Resources representative, the employee will be provided a copy of his/her personnel file within five (5) business days of the request.

### **Medical Information**

Information on an employee's medical condition or history will be kept separate from other employee information and maintained confidentially. Access to this information will be limited to those who have legitimate need know.

## **Suggestions**

Both Cold Chain and its employees will benefit from any improvements we can make regarding work safety, production, product quality, conservation of materials, care of machines and equipment and other similar concerns. If you have any suggestion regarding how Cold Chain

can make improvements in such areas, please share those suggestions with your supervisor/manager or another member of management.

### **Bulletin Boards**

All employees should take a few minutes each day during a break or lunch period to review the Cold Chain bulletin boards for important Company information and news items. The Company bulletin boards are located next to the time clock, in the Break Room and/or other accessible locations throughout the plant. The bulletin boards are only to be used for Company business.

### **Business Expenses**

Any employee who expects to be reimbursed for business expenses must seek approval from his/her supervisor/manager prior to incurring such expenses. Travel must also be approved before a business trip is scheduled.

After an employee has incurred approved business expenses, he/she must submit an expense report to his/her supervisor/manager. Such expense report must state the purpose and date of the expense or trip, all original receipts and a detailed accounting of the expenses. The Employee's supervisor/manager must then sign the expense report. This policy also applies to any customer (or prospective customer) "entertainment." The Company will only reimburse approved expenses. The Expense Report Form may be found in the eSynergy document management system.

### **Termination of Employment**

As stated earlier in this handbook, our employees are employees-at-will which means that your employment and compensation can be terminated, with or without cause, and with or without notice, at any time, at the option of either Cold Chain or yourself. If you decide to leave your position at Cold Chain, the Company requests that you provide at least two weeks' written notice to your immediate supervisor/manager. Vacation and/or personal time off does not count as a notice period.

#### **Exit Interview**

When you leave for any reason, the Company's Human Resources Department will schedule an exit meeting with you. This appointment will give you an opportunity to review your benefits upon leaving the Company and to bring your personnel records up to date. At that time, the employee must also return any and all Cold Chain property in his/her possession or control. **If an employee fails or refuses to return Company property, Cold Chain may take legal action against such employee in order to recover that property.**

## Reference Inquiries

In order to maintain a consistent policy, all calls or written requests to verify employment should be referred to the Human Resources Department. Unless Human Resources receives written consent from the employee, only the following information will be released: status of employment, dates of employment, and job title.

# **EMPLOYEE BENEFITS**

## **Benefits Overview**

In addition to the pay employees earn, Cold Chain offers eligible employees a benefits package that adds significantly to the value of employees' earnings. Detailed information on our benefit plans is available through the Human Resources Department. Benefits information is also provided to employees during their orientation and each year during the annual open enrollment period.

Highlights of Cold Chain's employee benefit programs are described below. These highlights provide only a general overview of the programs and do not describe all of the various aspects and limitations of each benefit plan. For more precise details regarding the programs, refer to the Summary Plan Description for each plan. Summary Plan Descriptions and answers to any additional questions you may have are available from the Human Resources Department. Eligible employees' participation in the Company's benefits plans is subject to all the terms and conditions of the particular plans that are located on our benefit portal Bswift website link or contact your HR representative or the Benefit Administrator.

## **Health Insurance**

All full-time employees are eligible at date of hire or the annual open enrollment period to participate in the Company's group health insurance plan. Currently, the Company pays approximately 65% of the cost of health insurance premiums; employees are required to pay the balance of the premium cost. Please see the Company's benefits summary brochure or the summary plan description for details of the group health insurance program.

## **Dental Insurance**

All full-time employees are eligible at date of hire or the annual open enrollment period to participate in the Company's group dental insurance plan. Currently, the Company pays 50% of the cost of dental insurance premiums; employees are required to pay the balance of the premium cost. Please see the Company's benefits summary brochure or the summary plan description for details of the group dental insurance program.

## **Vision Insurance**

All full-time employees are eligible at date of hire or the annual open enrollment period, to participate in the Company's group vision insurance plan. Please see the Company's benefits summary brochure or the summary plan description for details of the group dental insurance program.

## **COBRA**

The Consolidated Omnibus Budget Reconciliation Act of 1986 (COBRA) provides for the temporary continuation of health, dental, or vision insurance coverage in certain circumstances, including your separation from employment with the Company. Please see your HR representative or the Benefits Administrator for further details concerning your rights under COBRA.

## **Flexible Spending Account**

All full-time employees are eligible at date of hire or the annual open enrollment period to participate in the Company's flexible spending plan. Currently, plan enrollment occurs every July 1<sup>st</sup> and allows for employees to save on a tax-free basis up to a maximum amount (as determined by law) for out-of-pocket Health Care Expenses and/or save on a tax-free basis up to a maximum amount (as determined by law) per year for Dependent Care Expenses. Please see the Company's benefits summary brochure or the summary plan description located on our benefit portal Bswift website link or contact your HR representative or the Benefit Administrator for details of the flexible spending program.

## **Short-Term Disability Insurance**

All full-time employees who have completed their first six (6) months of employment are eligible for coverage on the first day of the following month under Cold Chain's Short-Term Disability ("STD") insurance program. At no cost to the employee, Cold Chain provides STD coverage to protect the employee's income when he/she is unable to work due to illness or injury; the maximum benefit period is 12 weeks. Please see the Company's benefits summary brochure or the summary plan description located on our benefit portal Bswift website link or contact your HR representative or the Benefit Administrator for details concerning our STD insurance program.

## **Long-Term Disability Insurance**

All full-time employees who have completed their first six (6) months of employment are eligible for coverage on the first day of the following month under Cold Chain's Long-Term Disability ("LTD") insurance program. At no cost to the employee, LTD coverage provides

employee's income when he/she is unable to work for an extended period of time due to illness or injury. Please see the Company's benefits summary brochure or the summary plan description located on our benefit portal Bswift website link or contact your HR representative or the Benefit Administrator for details concerning our LTD insurance program.

### **Life Insurance**

All employees who work an average of thirty (30) hours or more per week and have completed their first six (6) months of employment are eligible for coverage on the first day of the following month under the Company's group life insurance plan. Currently, the Company pays 100% of the cost of life insurance premiums. Please see the Company's benefits summary brochure or the summary plan description located on our benefit portal Bswift website link or contact your HR representative or the Benefit Administrator for details regarding the group life insurance program.

Supplemental Voluntary Life Insurance – Eligible employees are also given the option to purchase additional amounts of life insurance coverage for the employee and his/her dependents.

### **401(K) Plan**

All full-time employees who have completed six (6) months of employment with the Company and are twenty one years of age or older are eligible to participate in the Company's 401(k) program. Please see the Company's benefits summary brochure or the summary plan description located on our benefit portal Bswift website link or contact your HR representative or the Benefit Administrator or details regarding the 401(k) program.

### **Annual Bonus**

At its discretion, Cold Chain awards employees (except for commissioned salespersons) an annual bonus based on the Company's prior year's financial performance. The annual bonus is based upon the Company's identified Bonus Performance Metric Plan. Based upon the Company's performance, the bonus may or may not be paid out for any given year.

The amount awarded to each employee is based on the employee's regular base pay earnings (e.g., excluding overtime and other bonuses) during the applicable calendar year. To be eligible, the employee must be on the Company's payroll as of the date the bonus is paid out, which is usually on or before March 15<sup>th</sup>.

### **Paid Time Off Policy**

Cold Chain Technologies believes that vacation time is very important to an employee's health and continued productivity. In addition, the Company understands that employees may need time off for illnesses or other personal reasons, including medical appointments. All regular full-time employees are eligible to earn paid time off ("PTO") for those purposes according to the policy discussed below.

PTO time is earned, on a calendar year basis, beginning on the eligible employee’s date of hire. Annual PTO eligibility and earning schedules are as follows set forth below.

**A. PTO Earning Schedule**

1. **New Hires Only - First Calendar Year of Employment – 128 Hours Prorated**

Hire Month	Prorated Amount	Total PTO Hours	Hire Month	Prorated Amount	Total PTO Hours
January	16.0 days	128 hours	July	7.0 days	56 hours
February	14.5 days	116 hours	August	5.5 days	44 hours
March	13.0 days	104 hours	September	4.0 days	32 hours
April	11.5 days	92 hours	October	2.5 days	20 hours
May	10.0 days	80 hours	November	1.5 days	12 hours
June	8.5 days	68 hours	December	1.0 day	8 hours

2. **Second (i.e., first full) and Subsequent Calendar Years of Employment**

Calendar Years of Employment	Annual PTO Award
2-4	128 hours
5-9	168 hours
10 or more	208 hours

3. **PTO for Part-Time Employees.** If an employee’s regular work schedule is less than a full-time 40-hour per week schedule, then the employee’s PTO award (per the table above) will be prorated based on the employee’s regularly scheduled work hours (based on a percentage of a 40-hour per week work schedule).

4. **Carry-Over.** If an employee does not use all of his/her PTO hours in a calendar year, then the employee may carry over up to 40 hours of unused PTO from the previous year to the next year. Any unused carried-over PTO remaining after March 15<sup>th</sup> of that next year will be forfeited.

**B. PTO Use for Vacations**

1. Managers are responsible for the coordination and scheduling of all vacations in the work group:

- Tentative vacation schedules should be developed early in the year to facilitate personal planning.

- Employees must submit Vacation Request Forms to their Managers (who will submit them to Human Resources) at least four (4) weeks prior to the beginning of their requested vacation.
- An employee may not use PTO for vacation time unless the employee has obtained prior approval from his/her Manager. Management approval of individual vacation requests should take into consideration requirements of the combined workload in the work group, as well as the convenience to the employee.
- Priority for vacation dates is established by the manager of each work group. Managers should consider continuity of workflow, relief personnel required, individual responsibilities, and the preference of employees.
- There may be circumstances under which previously scheduled vacations may have to be postponed to accommodate operational requirements.
- Two (2) or more consecutive weeks of vacation may not be taken without the approval of both the employee's Manager and Human Resources.

### **C. Other PTO Policy Provisions**

- When using PTO for purposes covered by the Company's Sick Time Policy, the employee must follow the notification requirements set forth in that policy.
- When using PTO for personal reasons other than vacation or purposes covered by the Sick Time Policy, the employee must give his/her supervisor at least one (1) weeks' notice of the requested time off, or as much notice as possible under the circumstances.
- PTO is based on the employee's pay rate in effect when the PTO is used and does not include bonuses or other special forms of compensation.
- PTO which is to be used for vacation or personal time must be used in increments of either (4) hours or (8) hours. PTO used for reasons covered under the Company's Sick Time Policy must be used in increments of not less than one (1) hour.
- If a paid holiday occurs during a period in which the employee is using PTO for vacation time, there will be no deduction from the employee's PTO accrual for that day.
- Employees may elect to use PTO during approved leaves of absence. However, if an employee is receiving disability benefits during a medical leave, then he/she

may use PTO in an amount when combined with his/her disability or workers' compensation benefits does not exceed 100% of the employee's regular pay.

- Upon termination of employment, employee will be paid for any earned but unused PTO time on a prorated basis.

*Example:* In an employee's third calendar year of employment, he or she has 80 hours of earned unused PTO in his or her PTO "bank" at the time of his/her separation on June 30 of that year. Since the employee only worked one-half of that calendar year, then he/she would be paid for 40 hours of PTO (i.e., 80 hours prorated for six months) upon termination.

### **Sick Time**

It is the policy of Cold Chain Technologies to provide paid sick time as provided below. For employees who work primarily in Massachusetts, the provisions of the Massachusetts Earned Sick Time Law, M.G.L. c. 149, §148C, and its related regulations (collectively, the "EST Law") will apply. For employees who work primarily in states other than Massachusetts, the Company complies with sick time laws which may apply to such employees in those states. For more information regarding the EST Law or this Policy, please contact the Vice President of Human Resources.

A. Coverage and Applicability of this Policy. As provided under the Company's Paid Time Off ("PTO") policy, employees may use earned available PTO for a variety of purposes, including for sick time. The first 40 hours of PTO taken during the calendar year for purposes described in subsections (a) through (e) in Section B below ("EST Reasons") shall count as earned sick time for the purposes of the EST Law. If an employee chooses to use all of his or her PTO as vacation time or for any other reason not covered under the EST Law, the Company will not provide him/her with additional PTO for EST purposes.

B. Use of Earned Sick Time.

(1) Increments of Use. Sick time must be used in no less than one (1) hour increments.

(2) Permissible Uses. Earned sick time may be used under this Policy for the following reasons:

(a) to care for the employee's family member,<sup>1</sup> who is suffering from a physical or mental illness, injury, or medical condition that

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<sup>1</sup> For the purposes of this policy, a "family member" is: child (biological, adopted, or foster child; stepchild; legal ward; child of a domestic partner or civil union partner), grandchild, sibling, spouse, domestic partner or civil union partner, parent, parent of spouse, grandparent, step-parent, spouse, domestic partner, or civil union partner

requires home care, professional medical diagnosis or care, or preventative medical care;

- (b) to care for the employee's own physical or mental illness, injury, or medical condition that requires home care, professional medical diagnosis or care, or preventative medical care;
- (c) to attend the employee's routine medical appointment or a routine medical appointment for the employee's family member;
- (d) to address the psychological, physical or legal effects of domestic violence, sexual assault, or stalking;
- (e) to travel to and from an appointment, a pharmacy, or other location related to the purpose for which the time was taken;
- (f) (Michigan & New Jersey employees) for closure of the employee's primary workplace ordered by public officials because of a public health emergency;
- (g) (Michigan & New Jersey employees) to care for the employee's child whose school or place of care has been closed by a public official because of a public health emergency;
- (h) (Michigan & New Jersey employees) if health authorities determine that the eligible employee or eligible employee's family member's presence in the community would jeopardize the health of others because of the eligible employee's or the family member's exposure to a communicable disease, whether or not the person has actually contracted a disease or illness;
- (i) (New Jersey employees) for attendance at their child's school-related conference, meeting, function, or other event requested or required by school personnel; and
- (j) (Maryland employees) for maternity or paternity leave.

C. Notice.

- (1) An employee must notify his/her Manager before using PTO for EST Reasons, except in the case of an emergency.

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of an employee's parent or grandparent, sibling of an employee's spouse, domestic partner, or civil union partner, any other individual related by blood to the employee, or any individual whose close association with the employee is the equivalent of family.

- (2) When the use of PTO for EST Reasons is foreseeable or pre-scheduled, the employee must provide his/her Manager with seven (7) days' prior notice of the employee's intent to use PTO, except where the employee learns of the need to use PTO within a shorter period.
- (3) For unforeseeable absences, notice to the Company shall be based on what is reasonable under the circumstances. To the extent possible, employees shall notify their Manager by either telephone or email at least one hour before their scheduled start time.
- (4) For multi-day absences, the Company may require the employee or his/her surrogate (e.g. spouse, adult family member or other responsible party) to provide the Company with notification of the expected duration of the leave or, if unknown, then on a daily basis by either telephone or email at least one hour before their scheduled start time, unless the circumstances make such notice unreasonable.

D. Documentation Requirements (MA Employees).

- (1) The Company may require written documentation for an employee's use of PTO for EST Reasons that:
  - (a) exceeds 24 consecutively scheduled work hours;
  - (b) exceeds three (3) consecutive days on which the employee was scheduled to work;
  - (c) occurs within two (2) weeks prior to the employee's final scheduled day of work before separation from employment (except in the case of temporary employees);
  - (d) occurs after four (4) unforeseeable and undocumented absences within a 3-month period.
- (2) Certification and other forms of acceptable documentation listed in subparagraphs (3)(a) and (b) of this Section (below) may be submitted to the Company either in hand, by email, mail, or facsimile.
- (3) Written documentation that may be required includes:
  - (a) Written documentation signed by a health care provider (as defined under the EST Law) indicating that the use of earned sick time was for an authorized purpose; or
  - (b) With regard to indicating the need of leave related to domestic violence, any of the following: (i) a restraining order or other documentation of equitable relief issued by a court of competent jurisdiction;(ii) a police record documenting the abuse; (iii)

documentation that the perpetrator of the abuse has been convicted of one or more of the offenses enumerated in M.G.L. c. 265 where the victim was a family or household member; (iv) medical documentation of the abuse; (v) a statement provided by a counselor, social worker, health worker, member of the clergy, shelter worker, legal advocate or other professional who has assisted the employee in addressing the effects of the abuse on the employee or the employee's family; or (vi) a signed written statement from the employee attesting to the abuse.

- (4) Employees must submit such documentation within seven (7) days after using PTO for EST Reasons for which such documentation is required, unless, for good cause shown by the employee, the employee requires more time to provide such documentation.
- (5) Employees who do not have health care coverage may provide a signed, written statement evidencing the need for the use of PTO for EST Reasons in lieu of documentation by a health care provider.
- (6) In requesting documentation for any use of PTO for EST Reasons, it is not necessary that the documentation provided explain the nature of the illness or the details of the domestic violence.
- (7) If an employee fails to comply with the documentation requirements set forth above without reasonable justification, the Company may recoup the sum paid for PTO from future pay, as an overpayment.

E. Documentation Requirements (for Employees Outside of Massachusetts)

Employees who are absent for three (3) or more consecutive days due to illness or injury or in the event of any abuse or suspected abuse of PTO use for EST Reasons, may be required to provide the Company with a physician's certification which states: (1) the reason for the employee's absence, except that a health care provider should not specify the medical reason for your leave; (2) whether and how much additional time off is needed; (3) the physician's permission for the employee to resume your work duties (if and when the employee is returning to work); and (4) the nature and duration of any job duty restrictions the employee may need.

Employees using medical leave due to domestic violence or sexual assault may be required to provide documentation that the leave was used for an appropriate purpose. Documentation considered acceptable is: a police report indicating that the employee or the employee's family member was a victim of domestic violence or sexual assault; a signed statement from a victim and witness advocate affirming that the employee or employee's family member is receiving services from a victim services organization; or a court document indicating that the employee or employee's family member is involved in legal action related to domestic violence or sexual assault.

Any documentation required by the Company need not explain the nature of the illness or details of the violence. Any documentation produced to the Company shall be treated as confidential and shall not be disclosed except to the affected employee or with the permission of the affected employee.

Employees must submit documentation under this Section E within seven (7) days after using PTO for EST Reasons for which such documentation is required, unless, for good cause shown by the employee, the employee requires more time to provide such documentation.

F. Company Expectations Regarding Attendance.

Employees should remember that regular, reliable attendance and timeliness is expected.

- (1) Employees may not use PTO as an excuse for being late to work.
- (2) If an employee commits fraud or abuse of PTO use by engaging in activities that are not consistent with the allowable purposes for which PTO may be used under this policy or any other Company policy, the employee will be subject to disciplinary action.
- (3) Similarly, if an employee is exhibiting a clear pattern of taking PTO for EST Reasons on days just before or after a weekend, vacation, or holiday, the Company may discipline the employee for misuse of PTO, unless the employee provides verification of authorized use.
- (4) In the event an employee is suspected of committing fraud or abuse of PTO use, including but not limited to, exhibiting a clear pattern of taking PTO for EST Reasons on days just before or after a weekend, vacation, or holiday, the Company shall investigate such suspected fraud or abuse and shall take such appropriate action as may be necessary up to and including termination from employment.

H. Interaction with Leave under Other State and Federal Leave Laws. The time off provided under this policy shall run concurrently with time off provided by other leave laws that may allow employees to make concurrent use of sick time for any of the permissible uses set forth in Section B above. In the event time off under this policy overlaps with any such laws, the employee shall be required to use the time off provided under this policy concurrently with such other leave.

### **Holidays**

Regular full-time and part-time Cold Chain employees are eligible to receive paid holidays as designated by the Company each year. Cold Chain usually observes the following holidays:

- New Year's Day
- Presidents' Day
- Memorial Day
- Independence Day
- Labor Day
- Columbus Day
- Veteran's Day
- Thanksgiving Day
- The day after Thanksgiving
- Christmas Day

*Note: The Company's holiday schedule will be subject to review at the beginning of each calendar year, and the current year's holiday schedule (subject to change) will be posted on our bulletin board each year.*

Employees on leaves of absence are not eligible for holiday pay if the holiday falls within the leave period.

If you are a non-exempt employee, you must work the day before and the day after the holiday to receive holiday pay. For example, if the holiday falls on a Monday, you must work on Friday of the preceding week and on Tuesday of the holiday week to receive payment for the holiday. An exception to this rule will be granted if you have supervisor approved, scheduled vacation time or if a documented illness or injury prevented you from working on such day or days.

## **ATTENDANCE AND LEAVE POLICIES**

### **Attendance and Punctuality**

The success of Cold Chain depends on our employees' good attendance and arriving at work on time.

If you are unable to be at work on time or are unable to work on a particular day, you must notify your supervisor at least 30 minutes prior to your scheduled start time or sooner if you are able.

If an illness or injury prevents you from working on more than one day, you must call your supervisor/manager on each day of your absence to let him/her know that you will not be coming to work that day.

If you are unable to contact your supervisor/manager, please leave your name and message with the Human Resources department and your supervisor will be notified.

Excessive absenteeism and/or tardiness, or any unexcused absence, will result in disciplinary action up to and including termination of employment. Occurrences of unexcused absence, tardiness or leaving work early (collectively referred to as “Occurrence(s)”) may be considered together when an employee is disciplined. Attendance records are kept to record each Occurrence.

Recognizing that absences are sometimes necessary, Occurrences will be treated as “no fault” – i.e., neither excused nor unexcused. All Occurrences are tracked according to a “rolling” 12-month period (i.e., the 12-month period preceding the latest Occurrence).

Generally, a verbal warning is issued at the 4th Occurrence in the last 12-month period; a written warning is issued at the 6th Occurrence in the last 12-month period; and a final warning is issued at the 8th Occurrence in the last 12-month period. Any subsequent Occurrence may result in termination of employment, depending upon factors such as an employee’s overall employment record, reasons for absences, and recommendation of his/her supervisor. The attendance guidelines may vary by location and/or business unit.

*Note: The above provisions regarding “Occurrences” do not apply to authorized time away from work taken by an employee pursuant to Federal or state laws – e.g., Massachusetts Earned Sick Time Law, Family and Medical Leave Act (“FMLA”) and parental leave laws.*

If you leave work during your regular shift without the express permission of your supervisor or department manager, you will be considered to have walked off the job and will be subject to disciplinary action up to and including termination of employment. An unreported or unauthorized absence of three (3) consecutive work days will be treated as a voluntary termination of employment and will result in removal from Company payroll.

## **Medical Certification**

A. Certification for FMLA Leave. If your absence is related to leave under the Federal Family and Medical Leave Act (“FMLA”), then the Company’s FMLA policy provisions regarding medical certification shall apply.

B. Massachusetts Employees (Non-FMLA Leave)

(1) Certification When Sick Pay is Available. If you use earned sick pay for absences which are non-FMLA related but are covered under the Company’s Sick Time policy, the Company may require you to submit a certification as provided under that policy.

(2) Certification When Sick Pay is Unavailable. If you use earned sick pay for absences which are non-FMLA related, sick time is unavailable, and you are absent for three (3) or more consecutive days due to illness or injury or in the event of any abuse or suspected abuse of sick time use, you may be required to provide the Company with a physician’s certification which states: (1) the reason

for your absence; (2) whether and how much additional time off is needed; (3) the physician's permission for you to resume your work duties (if and when you are returning to work); and (4) the nature and duration of any job duty restrictions you may need.

C. Employees Outside of Massachusetts (Non-FMLA Leave)

Employees who are absent for three (3) or more consecutive days due to illness or injury or in the event of any abuse or suspected abuse of sick time use, may be required to provide the Company with a physician's certification which states: (1) the reason for your absence; (2) whether and how much additional time off is needed; (3) the physician's permission for you to resume your work duties (if and when you are returning to work); and (4) the nature and duration of any job duty restrictions you may need.

D. Medical Examinations (All Employees)

A medical examination may also be required before resumption of employment after a medical leave of absence, following a period of illness or after an industrial accident. The purpose of the examination is to determine if the employee is able, or may require accommodation, to perform the essential functions of the job for which he/she is being considered. It is also to assure that the employee does not endanger the health or safety of himself or herself or others.

This policy is not to be construed as preventing any disabled individual from working at Cold Chain. The Company maintains a commitment to not discriminate on the basis of disability and will provide reasonable accommodation for the known physical or mental limitations of employees with disabilities to enable them to perform essential job functions and enjoy equal benefits of employment, unless such accommodation would impose an undue hardship on the Company.

### **Leaves of Absence - General Policy**

In the event you are required to be absent for certain types of personal and/or medical reasons (discussed below), you may apply for a leave of absence through your HR representative or the Benefit Administrator. Any earned, unused vacation or sick time may be used during any approved leave of absence.

If you find it necessary to request a leave of absence, you must submit the appropriate Leave of Absence Request Form to your Supervisor/Manager and Human Resources for approval. You may obtain forms from your HR representative or the Benefit Administrator.

While on a leave of absence (other than a military leave), you may not engage in other employment, or any other activities which are inconsistent with the basis upon which the leave is

granted, without the Company's written authorization. Employees who engage in unauthorized outside employment during the leave will be considered to have voluntarily quit their employment at Cold Chain.

Employees who do not return to work following any approved leave of absence, including any legally-mandated leave of absence (e.g., FMLA leave), may be replaced by the Company in order to meet ongoing business needs. In the case of a requested extension of leave for an employee's own medical condition, additional leave may be provided as a form of reasonable accommodation.

Any earned, unused sick or vacation time may be used during any approved leave of absence (except for any period of the leave during which the employee is receiving workers' compensation or disability benefits).

If you participate in Cold Chain's disability insurance program, you may be eligible to receive such benefits during a medical or maternity leave of absence.

Cold Chain will continue to pay its share of your health insurance premiums up to a maximum of twelve (12) weeks during any approved leave of absence you may take. During such time, you will be responsible for paying your share of the premiums. While on a leave of absence, you must make arrangements for payment of your group health and other insurance premiums or your coverages may be terminated. Employees are permitted to use earned, unused vacation pay to pay for their portion of premium contributions during any approved leave of absence.

#### **Premium Payments during an Unpaid Leave:**

If your leave of absence is unpaid, you may choose one of the following methods for payment of your premiums:

- **Pay-As-You-Go Option:** Under this option, you can continue to pay premiums on a regular basis throughout the leave. Payment can be made weekly or monthly.
  - FMLA Requires a 30-day grace period for the premium payment. If you fail to make a premium payment, Cold Chain will give a 15-day written notice in advance of the termination of coverage, advising that payment has not been received and coverage will be terminated if not received by the specified date at least 15 days after the date of the letter. In the event of non-payment, coverage will be terminated as of the date of the last payment.
- **Catch-Up Payment Option:** You may choose to catch up on missed premium payments upon your return to work. Cold Chain Technologies will provide written notice that it will advance your premium payments while you are on leave and will require your signed agreement to repay Cold Chain Technologies upon your return.
- **Pre-Payment Option:** You can choose to increase the amount of your premium deductions to cover the premiums that will come due during your leave. The pre-payment

option is voluntary. An advantage to the pre-payment method is that it allows the premiums to be withheld through Cold Chain Technologies payroll.

- **Suspension of Benefit Coverage:** You have the option to suspend your Health, Dental, Vision and Health/Dependent Care Flexible Spending Accounts during your leave and re-enroll upon return to work from leave.

As discussed below, there are several types of leaves of absence. The following outlines the general provisions of each type of leave. Cold Chain complies with all state and federal laws regarding leaves of absence.

### **Family And Medical Leave**

It is the policy of Cold Chain to provide Family and Medical Leave in accordance with applicable law, including the Family and Medical Leave Act of 1993 (“the FMLA”). For more information regarding FMLA Leave, please contact the Human Resources Benefits Administrator.

1. **Eligibility.** An employee is eligible for FMLA Leave if:
  - (a) He or she is employed at a work location where the Company has at least 50 employees within 75 miles;
  - (b) He or she has been employed by the Company for 12 months; and
  - (c) He or she has at least 1,250 hours of service for the employer during the 12-month period immediately preceding the leave.
2. **Reasons for Leave.** An unpaid, job-protected, leave of up to twelve (12) weeks in a “rolling” 12-month period will be granted to employees for:
  - The birth or care of a newborn child and to bond with that child;
  - Placement of an adopted or foster child and to bond with that child;
  - The need to care for a child, spouse or parent with a qualifying serious health condition. For purposes of this policy, the term spouse shall include individuals in a same sex marriage;
  - When the employee is unable to work because of his/her own qualifying serious health condition that prevents him/her from performing the functions of his/her job; or
  - Up to twelve (12) weeks of unpaid leave for a “qualifying exigency” (as defined by law) when the employee’s spouse, son, daughter, or parent who is a

member of any branch of the military (including the National Guard or Reserves) has been deployed or called to active duty in a foreign country. Such leave may be taken for any “qualifying exigency” arising out of the fact that a covered military member is on active duty or called to active duty status. For a complete list of qualifying exigencies, see the Human Resources Benefits Administrator.

*Note: FMLA Leave for the birth or placement of a child must be taken within 12 months of birth/placement. Spouses employed by the Company are entitled to an aggregate leave not to exceed 12 weeks per year, except for each spouse’s own serious health condition or to care for each other or their child.*

3. Military Caregiver Leave. The Company will also grant an eligible employee up to a total of twenty-six (26) weeks of unpaid FMLA leave, also known as “Military Caregiver Leave”, during a single 12-month period to care for a “covered service member” with a serious injury or illness. The eligible employee must be the spouse, domestic partner, son, daughter, parent, or next of kin (i.e., nearest blood relative) of the covered service member.

(a) A “covered service member” is either:

(i) a current member of the Armed Forces (including a member of the National Guard or Reserves) who is undergoing medical treatment, recuperation, or therapy, is in outpatient status, or is on the temporary disability retired list, for a serious injury or illness; or

(ii) a covered veteran of the Armed Forces (including the National Guard or Reserves) discharged or released under conditions other than dishonorable at any time within the five-year period before the eligible family member first takes Military Caregiver leave to care for the veteran and who is undergoing medical treatment, recuperation, or therapy for a qualifying serious injury or illness.

(b) Such 26-week leave period shall only be available for a single 12-month period.<sup>2</sup> To the extent spouses work for the Company, the aggregate number of workweeks available to both spouses shall be limited to 26 weeks during the single 12-month period. In addition, any leave taken during that single 12-month period for one of the other qualifying reasons (as noted in this Policy) shall count against the 26 weeks available. (Only 12 of the 26 weeks total may be used for an FMLA-qualifying reason other than to care for a covered current service member or veteran.)

(c) The Company will also grant an eligible employee up to fifteen (15) days of leave to spend time with a spouse, son, daughter, or parent who is a military member and who is on

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<sup>2</sup> Calculation of the single 12-month period in this Section shall be based off the 12-month period immediately following the first day of such FMLA-qualifying leave. Such 26-week period shall not be based on the rolling measurement discussed below.

short-term, temporary Rest and Recuperation leave during deployment. Such leave may only be taken during the military member's Rest and Recuperation leave.

(d) For more information about Military Caregiver leave, please contact the Human Resources Benefit Administrator.

4. "Rolling" 12-month Period. The Company uses a "rolling" 12-month period to determine the amount of FMLA Leave available to an eligible employee. Under the "rolling" method, the 12-month period is measured backward from the date an employee uses any FMLA Leave.

5. Request and Notice. Except in emergencies, requests for FMLA Leave must be made in writing using the Leave of Absence Request Form available from the Human Resources Department. An employee requesting FMLA Leave must provide the Company with at least 30-days' notice before the date the leave is to begin if the leave is foreseeable. If the leave is not foreseeable or 30-days' notice is not practicable, the employee must provide notice as soon as practicable (which ordinarily means at least verbal notice within one or two business days of when the employee becomes aware of the need for leave) in accordance with the Company's usual notification procedures.

An employee requesting FMLA Leave does not have to share a medical diagnosis, but must provide enough information to the Company so it can determine if the leave qualifies for FMLA protection. Sufficient information could include informing the Company that the employee is or will be unable to perform his or her job functions, that a family member cannot perform daily activities, or that hospitalization or continuing medical treatment is necessary. Employees must inform the Company if the need for leave is for a reason for which FMLA leave was previously taken or certified.

6. Intermittent and Reduced Leave.

(a) FMLA Leave may be taken intermittently in the following instances:

- When medically necessary to care for a spouse, parent, son, or daughter with a serious health condition, or because of the employee's own serious health condition;
- To care for a newborn or newly placed adopted or foster care child, but only with the approval of the Company. Such approval, however, is not required for leave during which a mother who is an employee has her own serious health condition in connection with the birth of her child or if the newborn child has a serious health condition;
- To care for a covered service member with a serious injury or illness, but such intermittent/reduced-schedule leave must be used within a 12-month period; or

- For leave due to a qualifying exigency.
- (b) An employee who takes an intermittent leave may be required to transfer temporarily to another position with equivalent pay and benefits if that position better accommodates the recurring periods of leave. An employee may also take the leave in the form of reduced hours, or reduced workdays during the week, until the days off add up to 12 workweeks;
  - (c) When intermittent leave is needed to care for an immediate family member, the employee's own illness, or a covered service member, and is for planned medical treatment, the employee must make a reasonable effort to schedule treatment so as not to unduly disrupt the Company's operation.

7. Use of Paid Time Off. FMLA leaves are generally unpaid. However, an employee taking FMLA Leave will be permitted to use any earned, unused paid sick time or vacation time while taking FMLA leave. In addition, if you are eligible for workers' compensation insurance benefits, you may be eligible to receive such benefits during a FMLA Leave.

8. Eligibility Notice. Within five (5) business days of receiving the employee's application for leave, the Company will provide written notice to the employee advising whether he/she is eligible for the requested leave.

9. Designation of Leave. Any leave taken by an eligible employee for any of the reasons covered by this policy will be considered FMLA leave and will be designated as such even if the employee does not specifically identify the time off as FMLA leave. The Company will provide a written notice of the designation of leave within five (5) business days of determining whether an employee's leave qualifies as FMLA leave.

10. Health Insurance Benefits During FMLA Leave. During FMLA Leave, the Company will continue to provide health care coverage on the same basis as is normally provided. If an employee contributes to his/her health care coverage, the employee is required to continue to make payments during the leave period. Employees are permitted to use earned, unused vacation pay to pay for their portion of premium contributions. If an employee does not return to work after FMLA Leave, the employee is responsible for repaying the cost of health benefits provided during the leave, unless the reason for not returning is due to a serious health condition or other circumstance beyond the employee's control.

11. Job Restoration. Any employee who takes approved FMLA Leave will be reinstated to the position held when the leave began or to an equivalent position with equivalent benefits, pay, status, and other terms and conditions of employment, unless a job elimination or other change in circumstance has occurred during the leave period. Certain "key employees" (as defined under the FMLA) may be denied job restoration.

12. Notice, Certification and Status Reports. Employees seeking to use FMLA leave are required, as appropriate, to provide to the Company:

- (a) *Notice*: Thirty (30) days advance notice of the need to take FMLA leave when the need is foreseeable, otherwise as soon as is practicable.
- (b) *Medical Certification*: Medical certification supporting the need for leave due to a serious health condition affecting the employee or an immediate family member, or a covered service member with a serious injury or illness. The medical certification must be provided to the Company, or its designated administrator, prior to the commencement of the leave or within 15 days after it is requested. If the Company determines that the certification is incomplete, it will provide a written notice indicating what additional information is required. Failure to provide requested medical certification in a timely manner may result in denial of leave until it is provided. Second or third medical opinions and periodic re-certifications (at the company's expense) may also be requested by the Company.
- (c) *Fitness for Duty Reports*: Medical certification supporting the employee's ability and intent to return to work as requested by the company. The company may request a fitness for duty report prior to return to work. Such report must include a statement from a health care provider regarding the employee's ability to perform the essential functions of his or her job. If the Company requires or will require a fitness for duty certification prior to the employee's return to work, it will advise the employee of that requirement in the Designation Notice and will provide the employee with a copy of his/her job description that includes the essential functions of the position.
- (d) *Qualifying Exigency Certification*: Certification supporting the need for leave due to a qualifying exigency (as discussed above).
- (e) *Status Reports*: Periodic reports during FMLA leave regarding the employee's status and intent to return to work as requested by the company.

13. Non-Interference. The Company will not interfere with an employee's FMLA rights or retaliate against an employee for using or trying to use FMLA leave, opposing any practice made unlawful by the FMLA, or being involved in any proceeding under or related to the FMLA.

14. Complaints. An employee who believes that his/her rights under the FMLA have been violated is encouraged to notify the Company's Vice President of Human Resources or the President. In addition, such an employee may file a complaint with the U.S. Department of Labor, Wage and Hour Division, or may file a private civil action.

15. Other Provisions. This Policy shall at all times be interpreted in a manner consistent with the Department of Labor's Regulations pertaining to the Family and Medical Leave Act of 1993. The FMLA does not affect any other federal or state law that prohibits

discrimination, nor supersede any state or local law that provides greater family or medical leave protection. Nor does it affect the Company's obligation to provide greater leave rights under an employment benefit plan, where applicable.

**Parental Leave**  
**(WHEN FMLA DOES NOT APPLY)**

A. Eligibility.

All full-time employees who have been employed by the Company for at least three (3) full consecutive months are eligible for Parental Leave under this policy.

B. Purposes for and Aggregate Limit on Parental Leave.

Eligible employees will be granted an unpaid leave of absence of up to eight (8) weeks for the purpose of preparing for the birth of and/or giving birth to a child, for the placement of a child under 18 years of age (or 23 years of age if the child is mentally or physically disabled), or for adoption with the employee who is adopting or intending to adopt the child. However, any two employees of Cold Chain shall only be entitled to an aggregate of up to eight (8) weeks of parental leave for the birth or adoption of the same child.

C. Required Notice of Parental Leave and Intention to Return.

In order to receive parental leave, an employee must give at least two (2) weeks' written notice of his/her anticipated date of departure and intention to return, or provide notice as soon as practicable if the delay in providing such notice is beyond the employee's control.

D. Pay/Benefits During the Leave.

Employees may elect to use any available sick time or vacation time (if one of the Company's designated vacation periods occurs during the parental leave) while taking parental leave. When paid time off is used, the employee must follow the Company's paid leave policies and procedures with respect to use of such leave.

Benefits such as medical insurance, dental insurance, etc. will continue during the parental leave provided that the employee pays his/her required share of the cost of such coverage on a monthly basis. Employees are permitted to use earned, unused vacation pay to pay for their portion of premium contributions.

The employee shall also be eligible for paid time off benefits, bonuses, advancement, seniority, length of service credit (to the extent applicable), benefits, plans or programs, for which the employee was eligible on the date of his/her leave, along with any other advantages or rights of his/her employment. The actual parental leave time, however, will not be counted, when applicable, in the computation of these benefits, rights, and advantages.

E. Returning from Parental Leave.

The employee on parental leave will be restored to his/her previous position or to a reasonably similar position without detriment to his/her pay, hours, status, length of service credit and seniority as of the date of the parental leave.

F. Requests for Extensions of Parental Leave.

If an employee anticipates that his/her parental leave may need to be extended beyond eight (8) weeks, the employee should contact the Human Resources Benefits Administrator to discuss the potential implications of the extension.

**Small Necessities Leave Act**  
**(MASSACHUSETTS EMPLOYEES ONLY)**

Under Massachusetts General Laws Chapter 149, §52D, which is known as the “Small Necessities Leave Act” (“SNLA”), eligible Cold Chain employees are entitled to a total of twenty-four (24) hours of leave during any 12-month period for any of the following reasons:

- To participate in school activities directly related to the educational advancement of the employee’s son or daughter, such as parent–teacher conferences or interviewing for a new school;
- To accompany the employee’s son or daughter to routine medical or dental appointments, such as check-ups or vaccinations; and
- To accompany an elder (i.e., at least 60 years old) relative of the employee to routine medical or dental appointments or appointments for other professional services related to the elder’s care, such as interviewing at nursing or group homes.

Like the federal Family and Medical Leave Act, the SNLA covers only employees who have been employed by the employer for one year and have worked 1,250 hours during the previous 12 months. However, leave under the SNLA is in addition to leave which may be available to an employee under the FMLA.

An employee taking SNLA Leave must take any available paid vacation or sick time due them as part of the leave. SNLA leave may be taken intermittently or on a reduced leave schedule. Cold Chain may limit leave increments to the shortest period of time that the Company’s payroll system uses to account for absences or use of leave, provided it is one hour or less.

Employees must provide the Company with at least seven (7) days’ notice prior to the beginning of the leave if the leave is foreseeable; notice must be provided as soon as possible if the leave is unforeseeable. Employees may be required to provide the Company with certification to support the employee’s request for the leave.

**School Activities Leave**  
**(NEVADA EMPLOYEES ONLY)**

Under Nevada's School Activities Leave law, employees that are parents, guardians, or custodians of a child in public or private school may take up to four (4) hours of leave per school year to attend parent-teacher conferences, school related-activities during regular school hours, volunteer, or otherwise be involved during regular school hours at a child's school, and/or attend school-sponsored events. Employees are entitled to four hours of leave per child. Thus, if an employee has two children, the employee is entitled to eight hours of total leave.

Nevada employees requesting such leave must provide the Company with at least five school days advance written notice of the need to take such leave. Any leave taken must be for a time mutually agreed to by both the Company and the employee. Employees are required to take such leave in increments of at least one (1) hour. The Company may require the employee to provide documentation verifying that the employee did, in fact, take leave for one of the foregoing reasons. Employees that have exhausted their school activities leave are nonetheless allowed to take leave to attend a conference requested by an administrator of the school attended by the child or if they are notified during their work day by a school employee of an emergency regarding a child.

**Domestic Violence Leave**  
**(MASSACHUSETTS & NEVADA EMPLOYEES ONLY)**

1. Policy. It is the policy of Cold Chain to grant Domestic Violence Leave in accordance with Nevada and Massachusetts law. Employees are eligible to receive up to 160 hours of unpaid leave per year, under the following conditions:

- (a) The employee, or a family or household member of the employee, is a victim of abuse, as defined below; and
- (b) The employee is using the leave from work:
  - For the diagnosis, care or treatment of a health condition related to an act which constitutes domestic violence committed against the employee or a family or household member of the employee;
  - To obtain counseling, victim services or legal assistance related to an action which constitutes domestic violence committed against the employee or a family or household member of the employee;
  - To secure housing;
  - To participate in court proceedings related to an act which constitutes domestic violence committed against the employee or a family or household member of the employee, including applying and/or obtaining a

protective order from a court, appearing in court or before a grand jury, meeting with a district attorney or other law enforcement official, attending child custody proceedings to address other issues directly related to the abuse against the employee or family member of the employee;

- To establish a safety plan, including, without limitation, any action to increase the safety of the employee or the family or household member of the employee from a future act which would constitute domestic violence;
- For any other purpose allowed under law; and

(c) The employee is not the alleged perpetrator of the abuse against such employee's family or household member.

Domestic Violence Leave under this policy shall be unpaid leave. However, an employee taking such leave will be permitted to use any earned available sick and vacation time benefits during the leave.

The employee, upon return from leave, will be returned to the same or an equivalent position in accordance with the conditions provided for such reinstatement under applicable law.

## 2. Definitions (for the purposes of this policy).

(a) "Abuse" is defined as attempting to cause or causing physical harm; placing another in fear of imminent serious physical harm; causing another to engage involuntarily in sexual relations by force, threat or duress, or engaging or threatening to engage in sexual activity with a dependent child; engaging in mental abuse, which includes threats, intimidation or acts designed to induce terror; depriving another of medical care, housing, food or other necessities of life; or restraining the liberty of another.

Abuse is further defined to mean (a) battery; (b) assault; (c) compelling the other person by force or threat of force to perform an act from which the other person has the right to refrain or to refrain from an act which the other person has the right to perform; (d) sexual assault; (e) a knowing, purposeful or reckless course of conduct intended to harass the other person including, but not limited to: (1) stalking; (2) arson; (3) trespassing; (4) larceny; (5) destruction of private property; (6) carrying a concealed weapon without a permit; (7) injuring or killing an animal; or (8) kidnapping; (f) a false imprisonment; and/or (g) unlawful entry of the other person's residence, or forcible entry against the other person's will if there is a reasonably foreseeable risk of harm to the other person from the entry.

(b) "Domestic Violence" is defined as occurring when a person commits an act of abuse against or upon: a current or former spouse; a person with whom the victim shares a child; a person cohabitating with or who has cohabitated with

the victim, a relative, or a person with whom the employee or family member has or had a dating relationship; any other person to whom the person is related by blood or marriage; the minor child of any of the persons or any other person who has been appointed the custodian or legal guardian for the person's minor child

- (c) "Family or Household Member" is defined as spouse, domestic partner, parent, step-parent, child, step-child, sibling, grandparent and grandchild; persons in a substantive dating or engagement relationship, persons having a child in common regardless of whether they have ever married or resided together, persons in a guardianship relationship, another adult who is related within the first degree of consanguinity or affinity to the employee, or other adult person who is or was actually residing with the employee at the time of the act which constitutes domestic violence.
- (d) "Dating Relationship" is defined as frequent intimate associations primarily characterized by the expectation of affectional or sexual involvement. The term does not include a casual relationship or an ordinary association between persons in a business or social context.

### 3. Notification and Documentation.

- (a) Except in cases of imminent danger to the health or safety of an employee, an employee seeking leave from work under this Policy shall provide appropriate advance notice of leave.
- (b) If there is a threat of imminent danger to the health or safety of an employee or the employee's family or household member, the employee shall not be required to provide advance notice of leave; provided, however, that the employee shall notify Cold Chain within three (3) workdays that the leave was taken or is being taken pursuant to this Policy. Notification may be communicated to the Human Resources Department by an employee, a family or household member of the employee or the employee's counselor, social worker, health care worker, member of the clergy, shelter worker, legal advocate or other professional who has assisted the employee in addressing the effects of the abuse on the employee or the employee's family or household member.
- (c) In response to a notice of leave under this policy, Cold Chain may request documentation evidencing the need for the leave consistent with this policy. However, Cold Chain shall not require evidence of an arrest, conviction, or other law enforcement documentation in response to such notice. An employee shall provide such documentation within a reasonable period of time after the request. An employee satisfies a request for documentation under this Policy by providing any one of the following:

- A protective order, order of equitable relief or other documentation issued by a court of competent jurisdiction as a result of the abuse against the employee or employee's family or household member;
- A document under the letterhead of the court, provider or public agency which the employee attended for the purpose of acquiring assistance as it relates to the abuse against the employee or the employee's family or household member;
- A police report or statement of a victim or witness provided to police, including a police incident report, documenting the abuse complained of by the employee or the employee's family or household member;
- Documentation that the perpetrator of the abuse against the employee or family or household member of the employee has admitted to sufficient facts to support a finding of guilt of the abuse; or has been convicted of, or has been adjudicated a juvenile delinquent by reason of, any offense constituting abuse and which is related to the abuse that necessitated the leave under this Policy;
- Medical documentation of treatment as a result of the abuse complained of by the employee or employee's family or household member;
- A sworn statement, signed under the penalties of perjury, provided by a counselor, social worker, health care worker, member of the clergy, shelter worker, legal advocate or other professional who has assisted the employee or the employee's family or household member in addressing the effects of the abuse; or
- A sworn statement, signed under the penalties of perjury, from the employee attesting that the employee has been the victim of abuse or is the family or household member of a victim of abuse.

Any documentation evidencing the need for domestic violence leave provided by an employee will be maintained in the employee's record by Human Resources only for as long as required to make a determination as to whether the employee is eligible for leave.<sup>3</sup>

Pursuant to Nevada law, the Company shall maintain a record of the hours of leave taken pursuant to this policy for each employee in Nevada for a 2-year period following the entry of such information in the record. The Company will omit the employee's name from such records.

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<sup>3</sup> Nevada Employees: Any certification information provided to the Company in connection with a request for leave under this Policy shall remain confidential (separate from the employee's personnel file) and shall be retained by the Company for a period of not less than 3 years.

- (d) If an unscheduled absence occurs, Cold Chain will not take any negative action against the employee if the employee, within thirty (30) days from the unapproved absence, or within thirty (30) days from the last unapproved absence in the instance of consecutive days of unapproved absences, provides any one of the documents listed above to Human Resources.
- (e) All information regarding Domestic Violence Leave will be kept confidential in accordance with applicable law, and shall not be disclosed except to the extent that the disclosure is allowed under applicable law.

#### 4. Reasonable Accommodation

Cold Chain will provide a reasonable accommodation for employees who are victims of domestic violence or whose family or household member is a victim of domestic violence, provided the accommodation does not constitute an undue hardship to Cold Chain. Cold Chain may require an employee to produce documentation confirming or supporting the reason the employee requires the reasonable accommodation.

A reasonable accommodation may include a transfer or reassignment, a modified schedule, a new telephone number for work, or any other reasonable accommodation which will not create an undue hardship and which is necessary to ensure the safety of the employee, the workplace, the employer or other employees.

### **Jury Duty**

If you are called for jury duty in Massachusetts or Nevada, you will receive your regular compensation for the first three (3) days, or parts thereof, of jury service. If your jury duty extends beyond three (3) days, the law requires the State to pay you for your jury service at a standard rate of pay. In such circumstances, Cold Chain will pay you the difference between jury duty pay received from the State and your regular pay for a maximum period of three (3) work days.

Pursuant to Tennessee law, if you are called for jury duty in Tennessee, you will receive your regular compensation, less the amount of the jury duty fee or compensation which you receive from the court for the duration of your jury duty service.

To be eligible for jury duty pay, you must report to work if you are not scheduled for duty or selected to a panel; you must also provide your supervisor/manager with your original jury summons and pay vouchers.

### **Voting Leave**

Massachusetts: An employee is permitted to take time off to vote during the first two hours after the polls are open.

Nevada: An employee in Nevada is permitted to take leave to vote under the following circumstances:

- If the employee's workplace is within two miles of the polling place, he/she will be permitted to take one (1) hour of leave;
- If the employee's workplace is more than two but less than ten miles from the polling place, he/she will be permitted to take two (2) hours of leave;
- If the employee's workplace is more than ten miles from the polling place, he/she will be permitted to take three (3) hours of leave.

Tennessee: An employee in Tennessee is permitted to take up to three (3) hours of time off to vote, unless the employee has three (3) or more hours of non-work time during the day in which to vote.

Non-exempt employees in Tennessee and Nevada will be compensated at their usual hourly rate for the time spent voting.

### **Bereavement Leave**

If you are a regular full-time or part-time employee employed by Cold Chain and there is a death in your immediate family, you will be eligible for a maximum of three (3) paid days of bereavement leave. The Company may require verification of the need for the leave.

For purposes of this policy, the following are considered members of the immediate family: spouse, domestic partner, father, mother, brother, sister, son, daughter, grandparent, grandchild, step or in-law.

### **Military Leave**

If you are required to take time off for uniformed service in the military, you will be automatically granted a leave of absence for the duration of such service, provided the total duration of such leave and all of your previous military leave(s) from Cold Chain does not exceed five (5) years, and provided you present your written orders in advance to the Human Resources Benefits Administrator or the Vice President of Human Resources. Upon your return from military leave, if you present your military pay receipt showing the actual amount of military pay received, Cold Chain will pay you the difference between the amount paid by the military and your regular rate of pay for each work day of your military leave up to a maximum of five (5) days.

Under the Uniformed Services Employment and Reemployment Act of 1994 ("USERRA"), upon your return from uniformed services you will be eligible for reemployment in the position you would have attained through continued employment, including all benefits in which you had been a participant or would have participated had you remained employed with

Cold Chain. USERRA also provides for the temporary continuation of health care coverage during your military leave.

Generally, to qualify for reemployment benefits under USERRA: (1) you must have been honorably discharged from the uniformed service; (2) you must have given Cold Chain advance notice of your impending service; (3) your military leave from Cold Chain must not have exceeded five (5) years (cumulative); and (4) you must reapply or report for employment within the time limits provided under USERRA.

For these purposes, “uniformed services” includes: the U.S. Armed Services (including the Coast Guard), the Army National Guard and the Air National Guard (when engaged in active duty for training, inactive duty training, or full-time National Guard duty), the commissioned corps of the Public Health Service, and certain service in the National Disaster Medical Systems.

Please see the Human Resources Benefits Administrator for further details regarding your rights under USERRA and/or any state military leave law.

## **RULES AND STANDARDS OF CONDUCT**

### **Conduct and Appearance**

Cold Chain requires its employees to maintain high standards of performance and personal conduct when on Company business, on or off Company property, even during non-work events, such as Company-sponsored functions and parties. The appearance of every employee must reflect common sense and good taste. Your supervisor/manager will instruct you as to the type of dress that is appropriate in your particular area or department.

All employees must wear clothing that is *professional and appropriate* for the workplace.

For Operations - wear attire that is clean, safe, in good repair, does not create a distraction for other employees, and is not offensive to other employees. Pants, jeans or long shorts (knee length) are acceptable. Shorts above knee length are not allowed. Casual shirts, tops with a sleeve, T-shirts, polo-type shirts, sweatshirts and sweaters are acceptable. Tanks tops and bare midriffs are not allowed. Ripped clothing is not allowed. Keep hair neat and practice good personal hygiene.

For the Office – wear attire that is “business casual”. It should be clean, safe, in good repair, does not create a distraction for other employees, and is not offensive to other employees. Pants, slacks, khakis, skirts and dresses that are business length, shirts, dress shirts, blouses, tops with a sleeve, polo shirts, sweaters, cardigans, blazers, jackets, shoes with a slip resistant sole and a back. Strapless, halter, spaghetti strap tops/dresses, sheer, transparent fabric, anything ripped or with holes are not allowed. Keep hair neat and practice good personal hygiene.

Safety is important to the Company. In order to maintain a safe work environment, we require employees to wear the safety equipment (PPE) that is designated for the work they are performing; including safety glasses and shoes with a slip resistant sole and safety toe. In addition, long hair should be pulled back and up or restrained in a way that will prevent entanglement in machinery. Suitable clothing is also required to maintain a safe work place. Production personnel must not wear any loose fitting clothing or jewelry that could get caught in machinery.

The Company may require an employee who is improperly dressed or groomed to leave the premises and return to work when the problem is corrected. In such an event, the employee may not be paid for time lost from work.

### **Customer and Public Relations**

Cold Chain's reputation has been built on excellent products, service and quality work. To maintain that reputation, we need the active participation of every employee.

The opinions and attitudes that customers have toward our Company may be determined for a long period of time by the conduct of even one employee. It is sometimes easy to take a customer for granted, but when we do, we run the risk of losing that customer.

Each employee must be sensitive to the importance of providing courteous treatment in all working relationships. Employees should be as responsive as possible to all issues and should attempt to resolve problems promptly and courteously.

Failure to provide courteous and professional treatment to a customer will result in disciplinary action up to and including termination.

### **Fraternization and Nepotism**

#### **Fraternization**

Romantic relationships, even if consensual, between employees, especially when the employees are supervisor and subordinate or co-workers in the same department, can create the appearance of favoritism or actual conflicts of interest, and can negatively affect performance and cause morale problems.

To avoid these problems, the Company strongly discourages all workplace relationships of a romantic nature, particularly between superiors and subordinates. In all such relationships, it is the responsibility of the individual in the more superior position to report the existence of such relationship to the Vice President of Human Resources in order to allow the Company the opportunity to avoid potential problems.

Relationships included within this policy are marriage, dating, cohabitation or any other relationship that creates the appearance of favoritism or an actual conflict of interest. If such

relationships develop, it is the responsibility of senior management to take appropriate action, after consultation with the parties. Such actions may include but are not limited to:

1. transfer or reassignment, preferably with voluntary participation of the parties;
2. removal of the supervisor from any activity or decision directly or indirectly affecting the subordinate, including work assignments, performance evaluation, compensation, bonus or promotion;
3. suspension or termination of employment.

Non-consensual relationships of a romantic or sexual nature are dealt with under Cold Chain's policy on sexual harassment.

### Nepotism

To prevent potential or actual conflicts of interest, Cold Chain will not recruit, select or hire a relative or significant other of a current employee, unless the position being filled is a temporary project-based or intern position. For purposes of this policy, "relative" is defined as a spouse or significant other, child, sibling, parent, grandparent or grandchild, aunt, uncle, niece, nephew, cousin, or corresponding in-law, step relative or any person residing in the employee's household.

## **Harassment/Sexual Harassment Policy**

It is the policy of Cold Chain that all our employees should be able to enjoy a work environment free of discrimination and harassment.

This policy refers to, but is not limited to, harassment in the following areas: race, color, religion, gender, pregnancy, national origin, age, physical or mental disability, sexual orientation, gender-related identity/appearance/behavior, genetic information, membership in the uniformed services, veteran status, or any other category protected by federal, state or local laws. Harassment includes the display or circulation of written materials or pictures which are degrading or hostile on the basis of the above factors and verbal abuse, slurs or insults based on those factors and directed at or made in the presence of persons having those characteristics.

Harassment also refers to behavior which is personally offensive, impairs morale and interferes with the work effectiveness of employees. Any harassment of employees by other employees will not be permitted, regardless of their working relationship.

The sexual harassment complaint and investigation procedure (discussed below) also applies to other forms of illegal harassment/discrimination.

### Sexual Harassment

It is the goal of Cold Chain to promote a workplace that is free from sexual harassment. Sexual harassment of employees occurring in the workplace, or in other settings in which

employees may find themselves in connection with their employment, is unlawful and will not be tolerated by this organization. Further, any retaliation against an individual who has complained about harassment or retaliation against individuals for cooperating with an investigation of a harassment complaint is similarly unlawful and will not be tolerated.

Because Cold Chain takes allegations of sexual harassment seriously, we will respond promptly to complaints of sexual harassment and, where it is determined that such inappropriate conduct has occurred, we will act promptly to eliminate the conduct and impose such corrective action as is necessary, including disciplinary action where appropriate.

Please note that, while this policy sets forth our goals of promoting a workplace that is free from harassment, the policy is not designed or intended to limit our authority to discipline or take remedial action for workplace conduct which we deem unacceptable, regardless of whether that conduct satisfies the legal definition of harassment.

#### Definition of Sexual Harassment

The legal definition for sexual harassment is as follows: “sexual harassment” means sexual advances, requests for sexual favors, and verbal or physical conduct of a sexual nature when:

- a) submission to or rejection of such advances, requests or conduct is made either explicitly or implicitly a term or condition of employment or is used as a basis for employment decisions; or
- b) such advances, requests or conduct have the purpose or effect of unreasonably interfering with an individual’s work performance by creating an intimidating, hostile, humiliating or sexually offensive work environment.

Under these definitions, direct or implied requests by a supervisor for sexual favors in exchange for actual or promised job benefits (such as favorable reviews, salary increases, promotions, increased benefits, or continued employment) constitutes sexual harassment.

The legal definition of sexual harassment is broad and, in addition to the above examples, other sexually oriented conduct, whether it is intended or not, that is unwelcome and has the effect of creating a workplace environment that is hostile, offensive, intimidating, or humiliating to male or female workers may also constitute sexual harassment. While it is not possible to list all those additional circumstances that may constitute sexual harassment, the following are some examples of conduct which, if unwelcome, may constitute sexual harassment depending upon the totality of the circumstances including the severity of the conduct and its pervasiveness:

- Unwelcome sexual advances - whether they involve physical touching or not;
- Dissemination of sexually explicit voicemail, email, graphics, downloaded material or websites;

- Sexual epithets, sexual jokes, written or oral references to sexual conduct, gossip regarding one's sex life;
- Comment about an individual's body and/or comment about an individual's sexual activity, deficiencies or prowess;
- Displaying sexually suggestive objects, pictures or cartoons;
- Unwelcome leering, whistling, brushing against the body, sexual gestures, suggestive or insulting comments;
- Inquiries into one's sexual experiences; and/or
- Discussion of one's sexual activities.

All employees should take special note that, as stated above, retaliation against an individual who has complained about harassment, and retaliation against individuals for cooperating with an investigation of a harassment complaint, is unlawful and will not be tolerated by this organization.

Moreover, employees should note that sexual harassment can occur between individuals of the same gender and regardless of sexual orientation. The same standards that apply to harassment between individuals of the opposite sex apply to harassment cases involving individuals of the same gender.

#### Complaints of Sexual Harassment

Individuals who believe they have been subjected to harassment from a co-worker, a supervisor, a customer, a vendor/supplier, a visitor, or other individual, whether or not employed by Cold Chain, are suggested to make it clear to the offender that such behavior is offensive to them. If the behavior continues, the employee should immediately bring the matter to the attention of the Vice President of Human Resources. Additionally, any employee, manager or supervisor who becomes aware of any possible unlawful harassment or other violation of this policy, whether he or she is personally affected or not, is directed to advise the Vice President of Human Resources.

If any of our employees believes that he or she has been subjected to harassment, the employee has the right to file a complaint with our organization. This may be done in writing or orally. If you would like to file a complaint you may do so by contacting: **Cold Chain's Vice President of Human Resources ((774) 233-7233), Cold Chain Technologies, LLC, 135 Constitution Blvd Franklin, MA 02038.** The Vice President of Human Resources are also available to discuss any concerns you may have and to provide information to you about our policy on harassment and our complaint process.

## Harassment Investigation

When we receive a complaint, we will promptly investigate the allegation in a fair and expeditious manner. The investigation will be conducted in such a way as to maintain confidentiality to the extent practicable under the circumstances. Generally, our investigation will include a private interview with the person filing the complaint, with witnesses and with the person alleged to have committed the harassment. All employees will be expected to cooperate fully in our efforts to investigate and enforce this policy. When we have completed our investigation, we will, to the extent appropriate, inform the person filing the complaint and the person alleged to have committed the conduct of the results of that investigation.

If an employee believes that his or her report or complaint of a possible violation of this policy has not been promptly or properly addressed, the employee should immediately contact the President.

## Disciplinary Action

If it is determined that inappropriate conduct has been committed by one of our employees, we will take such action as is appropriate under the circumstances. Such action may range from counseling to termination from employment, and it may include such other forms of disciplinary action as we deem appropriate under the circumstances.

## State and Federal Remedies

In addition to the above, if you believe you have been subjected to sexual harassment, you may file a formal complaint with the appropriate government agencies set forth below. Using our complaint process does not prohibit you from filing a complaint with these agencies. Each of the agencies has a short time period for filing a claim (for example: EEOC – 300 days; MCAD – 300 days).

1. The United States Equal Employment Opportunity Commission (“EEOC”)

John F. Kennedy Federal Building  
Government Center  
Fourth Floor, Room 475  
Boston, MA 02203  
(617) 565-3200

2. The Massachusetts Commission Against Discrimination (“MCAD”)

Boston Office:  
One Ashburton Place - Rm 601  
Boston, MA 02108  
(617) 994-6000

Springfield Office:  
436 Dwight Street, Rm 220  
Springfield, MA 01103  
(413) 739-2145

3. The Tennessee Human Rights Commission

530 Church Street, Suite 305  
Cornerstone Square Building  
Nashville, TN 37243-0745  
(615) 741-5825

4. The Nevada Equal Rights Commission

1325 Corporate Boulevard  
Reno, NV 89502  
(775) 688-1288

For all other applicable state agency locations, please contact your Human Resources Representative or the Vice President of Human Resources.

### **Drugs and Alcohol**

The intent of this policy is to establish and maintain effective methods for providing assistance to all personnel who have impairments of varying natures due to drug and alcohol abuse and dependence and to provide a healthy, safe and productive working environment at Cold Chain.

The possession, transfer, sale or use of alcohol or substances of abuse, legal or illegal, while on Company premises or during work hours or while on Company business is prohibited, except as specifically permitted by this policy. The condition of being under the influence of such substances is also prohibited.

For purposes of this policy, substances of abuse include over-the-counter medications, prescribed medication not used as indicated or prescribed, illegal drugs, marijuana (including medical marijuana), chemical substances not used for their intended purpose, and any alcoholic beverages.

When prescribed or over-the-counter drugs may affect behavior and/or performance, employees should advise their supervisors that they are taking such drugs for medical reasons; reasonable accommodations may be made which are in the best interest of the employee and the Company.

Medical Marijuana: Please be aware that any employee who is legally authorized to use medical marijuana is nevertheless subject to the provisions of this policy and the Drug/Alcohol Testing Policy (below). Employees who are appropriately certified for treatment of debilitating health conditions through the use of medical marijuana are encouraged to inform their Human Resources Representative so that an interactive process dialog may be conducted to determine whether the employee's use of medical marijuana may be reasonably accommodated.

Anyone who observes any sale or use of drugs or alcohol on Company premises or during work hours or while on Company business is to report such an instance immediately to their Human Resources Representative, or the Plant Manager if appropriate for your position.

In the event an employee appears to be unfit for work, a supervisor/manager will attempt to have a representative from management verify his or her observation(s); however, a supervisor/manager may remove an employee from the workplace if health, safety or similar considerations warrant such action.

Alcoholic beverages may be served at Company functions, with the prior approval of your function's Executive Leadership Team member or the Vice President of Human Resources, but the provisions of this policy otherwise apply to such functions.

The Company recognizes that alcohol and/or substance abuse may occur as a result of a physical or psychological dependency on alcohol or chemical substances. In such cases, the purpose of a disciplinary action may be to correct a possible problem and to motivate the employee to seek or accept help as appropriate; referral to a rehabilitation or employee assistance program may be required of the employee.

Where there is a reasonable belief that a violation of this policy has occurred, the Company reserves the right to conduct searches of desks, lockers, handbags, briefcases, lunch bags and other employee areas and property. Failure or refusal to permit a requested search may result in disciplinary action, up to and including termination of employment. Law enforcement officials may be notified when appropriate.

Any person who violates any criminal laws in connection with the distribution or use of illegal drugs shall be subject to discipline or other action by the Company.

Employee Assistance: Any employee, who may need assistance with matters involving substance abuse, or other personal or family problems, should see their Human Resources Representative or the Benefits Administrator for counseling referrals. All information will be kept confidential.

### **Drug/Alcohol Testing**

Cold Chain may require applicants and employees to undergo drug/alcohol testing under certain circumstances, as discussed below.

#### **Pre-Employment Testing**

Cold Chain requires an applicant for employment to undergo a urinalysis examination for the detection of use of illegal drugs or a blood test for the detection of use of alcohol prior to hiring. A positive drug/alcohol test may result in the rejection of the employee's application.

### Post-Accident Testing

Drug/alcohol testing may also take place when an employee is involved in a work-related accident.

### Reasonable Suspicion Testing

Drug/alcohol testing may also take place when Cold Chain has a reasonable suspicion that an employee is using or has used, or is under the influence of, drugs or alcohol or has otherwise violated Cold Chain's Drugs and Alcohol and Drug/Alcohol Testing policies. Reasonable suspicion may be based upon the following:

- Observable phenomena, such as direct observation of drug/alcohol use and/or physical symptoms or manifestations of being under the influence of drugs/alcohol.
- Abnormal conduct or erratic behavior while at work, absenteeism, tardiness, or deterioration in work performance.
- A report of a violation of Cold Chain's Drugs and Alcohol Policy provided by a reliable and credible source that is confirmed by a supervisor or manager.
- Information that an employee has caused or been involved in an incident which, under objective standards and in light of the nature of Cold Chain's business and the employee's duties, indicates that the employee may have been impaired by the use of or under the influence of drugs or alcohol. Such "incidents" include, but are not limited to, accidents in which personal injury to any person or property damage occurs.
- When an employee is found in possession or control of drugs or alcohol, or drug paraphernalia.
- An employee's refusal to consent to a drug or alcohol test in accordance with this Policy.

*Note: "Reasonable suspicion" does not require that Cold Chain be correct in its belief that a violation of the Drugs and Alcohol Policy has occurred. Rather, "reasonable suspicion" exists when objective factors, together with inferences made from those facts, would lead a reasonable person to conclude that a violation of the Drugs and Alcohol Policy has occurred.*

### Procedures when Cold Chain Arranges for Testing

When Cold Chain decides to conduct a drug/alcohol test, testing will be arranged immediately and the employee will be directed to the testing facility. An independent testing laboratory shall conduct all tests, and Cold Chain shall pay the cost of the tests. The laboratory shall submit a written test result report to Cold Chain. Cold Chain will inform the employee in writing of all test results. Test results shall remain confidential to the extent practicable and shall not be disclosed except on a strict need-to-know basis.

### Consequences of Positive Test Result

A confirmed positive test may result in rejection of employment application or, when the result occurs post-hiring, discipline (usually suspension or termination of employment, even for a first offense) and/or subsequent drug/alcohol testing.

### Consequences of Refusal to Submit to Testing

Failure or refusal to participate in requested alcohol/drug testing may result in disciplinary action, up to and including termination of employment.

### Medical Marijuana

Please be aware that any employee who is legally authorized to use medical marijuana is nevertheless subject to the provisions of this policy.

## **Workplace Violence Prevention**

Cold Chain is committed to preventing workplace violence and to maintaining a safe work environment. Given the increasing violence in society in general, Cold Chain has adopted the following guidelines to deal with intimidation, harassment, or other threats of (or actual) violence that may occur during business hours or on its premises.

All employees, including temporary employees, should be treated with courtesy and respect at all times. Employees are expected to refrain from fighting, "horseplay," or other conduct that may be dangerous to others. Firearms, weapons, and other dangerous or hazardous devices or substances are prohibited from the premises of Cold Chain without proper authorization.

Conduct that threatens, intimidates, or coerces another employee, a customer, or a member of the public at any time, including off-duty periods, will not be tolerated. This prohibition includes all acts of harassment covered under Cold Chain's Harassment/Sexual Harassment Policy set forth above.

All threats of (or actual) violence, both direct and indirect, should be reported as soon as possible to your immediate supervisor/manager or any other member of management. This includes threats by employees, as well as threats by customers, vendors, solicitors, or other members of the public. When reporting a threat of violence, you should be as specific and detailed as possible.

All suspicious individuals or activities should also be reported as soon as possible to a supervisor/manager. Do not place yourself in peril. If you see or hear a commotion or disturbance near your work area, do not try to intercede or see what is happening.

All reports received by Cold Chain shall be investigated in as confidential a manner as deemed appropriate by the Company. If necessary, the investigation will include internal security personnel and/or outside law enforcement officials. Any employee who believes that he or she may need police protection while at work or while leaving work should immediately notify his or her immediate supervisor/manager and/or their Human Resources Representative.

Cold Chain encourages employees to seek assistance in addressing personal issues that could result in inappropriate workplace behavior, including violence. Any employee who believes that he or she needs assistance in handling anger, or dealing with violent tendencies, should contact his or her immediate supervisor/manager and/or their Human Resources Representative for the appropriate referral. All requests for assistance will be treated confidentially.

Cold Chain encourages employees to bring their disputes or differences with other employees to the attention of their supervisors/managers or their Human Resources Representative before the situation escalates into potential violence. Cold Chain is eager to assist in the resolution of employee disputes, and will not discipline employees for raising such concerns.

### **Dispute Resolution**

If a work-related grievance or dispute should arise between you and a co-worker, and you are unable to resolve such dispute between yourselves, you should bring the problem to the attention of your supervisor/manager as soon as possible. If your supervisor/manager does not resolve the dispute to the satisfaction of the parties involved, the supervisor/manager, upon request by the parties, should bring the problem to your Human Resources Representative. If your dispute involves your supervisor/manager, you should bring the problem directly to your Human Resources Representative or the Vice President of Human Resources. The decision of the Vice President of Human Resources in any matter shall be binding and final.

### **Personal Telephone Calls**

It is recommended that personal calls be made during lunch or after work. If you make a personal call outside the local area, you must reimburse Cold Chain for the charge. Because our customer service department is an integral part of Cold Chain, it is imperative that we keep the Company's telephone lines open. For that reason, personal calls should be limited to those which are absolutely necessary and should be as brief as possible. For incoming calls, unless it is an emergency, messages will be taken for production personnel.

Cellular Phones. The use of cell phones on the manufacturing shop floor is strictly prohibited. Such devices may only be used in the lunch room or outside and only during breaks and lunch periods.

## **Solicitation/Distribution**

In order to maintain an efficient business environment and to minimize distractions, the Company requires that you comply with the following rules:

1. Employees may not distribute literature or other materials in the working areas of the Company at any time, except as a work assignment, unless they obtain prior authorization from your Human Resources Representative.
2. Employees may not solicit on Company premises during their working time or the working time of any employee being solicited, except as a work assignment, unless they obtain prior authorization from your Human Resources Representative. For purposes of these rules, working time does not include lunchtime or other break times.
3. Non-employees are not allowed to solicit any employee at any time on Company premises, or to sell or distribute materials or literature for any purposes at any time on Company premises.

## **Corrective Action**

It is the policy of Cold Chain to treat all personnel equitably and to administer all policies and procedures consistently. When performance is unsatisfactory or the policies or procedures of Cold Chain are violated, disciplinary action will be taken.

If management requires time to investigate an incident, you may be suspended (without or without) pay pending the investigation.

This policy does not prevent, limit or delay Cold Chain from taking appropriate disciplinary action, including termination, at any point, without prior warning, where Cold Chain finds such action appropriate. Disciplinary action may include any one or more of the following: verbal warning, written warning, suspension, and/or termination of employment. **The Company reserves the right to skip or omit any or all of those disciplinary steps and proceed directly to immediate termination of employment.**

If your employment with Cold Chain is terminated, you will not be eligible for re-hire.

It is impossible to list every example of conduct that can be considered grounds for dismissal from employment. In general, grounds for dismissal include any action that compromises our ability to deliver high-quality customer service, violates Company or customer confidentiality or jeopardizes Cold Chain's reputation. Some examples follow:

- violation of the Company's:
  - Harassment/Sexual Harassment Policy;
  - Drugs and Alcohol Policy;

- Drug/Alcohol Testing Policy;
  - Technology Policies;
  - Customer and Public Relations Policy;
  - Attendance and Punctuality Policy;
  - Workplace Violence Policy;
  - Employee Health & Safety Policy;
  - Smoke Free Workplace Policy;
  - Confidentiality Policy;
  - Security Policy;
- being charged with or convicted of a crime;
  - insubordinate behavior (which, for the purpose of this policy, is defined as an employee's (a) failure or refusal to follow the directives of a manager or otherwise failing or refusing to submit to the authority of a manager (b) disrespectful behavior toward a manager, or (c) challenge to or interference with supervision);
  - discourteous treatment or physical or verbal abuse of a fellow employee, customer or visitor;
  - damage to, or destruction, misuse or theft of any property owned by the Company, a fellow employee, a customer or a visitor;
  - intentional falsification of Company records including, but not limited to, time and personnel records;
  - leaving your work station without authorization from your supervisor;
  - sleeping on the job;
  - unauthorized possession of firearms, explosives, or any knife or blade on Company premises;
  - defrauding or attempting to defraud the Company;
  - lying to a supervisor or manager;
  - making false or malicious statements about the Company, a fellow employee or a customer;
  - neglect of duty, incompetence (failure to meet job performance standards) or inefficiency; and/or
  - failure to observe or violation of any Company policy.

## **Anti-Corruption Policy**

### 1. Introduction.

**Combating Corruption.** Cold Chain operates in a wide range of legal and business environments, many of which pose challenges to our ability to conduct our business operations with integrity. As a company, we strive to conduct ourselves according to the highest standards of ethical conduct. Throughout its operations, the Cold Chain seeks to avoid even the appearance of impropriety in the actions of its directors, officers, employees, and agents.

Accordingly, this policy reiterates our commitment to integrity, and explains the specific requirements and prohibitions applicable to our operations under anti-corruption laws, including, but not limited to, the US Foreign Corrupt Practices Act of 1977 ("FCPA"). This policy contains information intended to reduce the risk of corruption and bribery from occurring in the Company's activities. The Company strictly prohibits all forms of corruption and bribery and will take all necessary steps to ensure that corruption and bribery do not occur in its business activities.

Under the FCPA, it is illegal for US persons, including US companies or any companies traded on US exchanges, and their subsidiaries, directors, officers, employees, and agents, to bribe non-US government officials. The concept of prohibiting bribery is simple. However, understanding the full scope of the FCPA is essential as this law directly affects everyday business interactions between the Company and non-US governments and government-owned or government-controlled entities.

Violations of the FCPA can also result in violations of other US laws, including anti-money laundering, mail and wire fraud, and conspiracy laws. The penalties for violating the FCPA are severe. In addition to being subject to the Company's disciplinary policies (including termination), individuals who violate the FCPA may also be subject to imprisonment and fines.

Aside from the FCPA, the Company may also be subject to other non-US anti-corruption laws, in addition to the local laws of the countries in which the Company conducts business. This policy generally sets forth the expectations and requirements for compliance with those laws.

**Applicability.** This policy is applicable to all of the Company's operations worldwide. This policy applies to all of the Company's directors, officers, and employees. This policy also applies to the Company's agents, consultants, joint venture partners, and any other third-party representatives that, on behalf of the Company, have conducted business outside of the US or interacted with non-US government officials or are likely to conduct business outside of the US or interact with non-US government officials.

### 2. Prohibited Payments.

Company employees and agents are prohibited from directly or indirectly making, promising, authorizing, or offering anything of value to a non-US government official on behalf

of the Company to secure an improper advantage, obtain or retain business, or direct business to any other person or entity. This prohibition includes payments to third-parties where the Company employee or agent knows, or has reason to know, that the third-party will use any part of the payment for bribes.

**(a) Cash and Non-Cash Payments: "Anything of Value."** Payments that violate the FCPA may arise in a variety of settings and include a broad range of payments beyond the obvious cash bribe or kickback. The FCPA prohibits giving "anything of value" for an improper purpose. This term is very broad and can include, for example:

- (i) Gifts.
- (ii) Travel, meals, lodging, entertainment, or gift cards.
- (iii) Loans or non-arm's length transactions.
- (iv) Charitable or political donations.
- (v) Business, employment, or investment opportunities.

**(b) Non-US Government Official.** The FCPA broadly defines the term non-US government official to include:

- (i) Officers or employees of a non-US government or any department, agency, or instrumentality thereof.
- (ii) Officers or employees of a company or business owned in whole or in part by a non-US government (a state owned or controlled enterprises).
- (iii) Officers or employees of a public international organization (such as the United Nations, World Bank, or the European Union).
- (iv) Non-US political parties or officials thereof.
- (v) Candidates for non-US political office.

This term also includes anyone acting on behalf of any of the above.

On occasion, a non-US government official may attempt to solicit or extort improper payments or anything of value from Company employees or agents. Such employees or agents must inform the non-US government official that the Company does not engage in such conduct and immediately contact the Vice President of Human Resources or the Vice President of Quality Assurance and Regulatory Affairs.

**(c) Commercial Bribery.** Bribery involving commercial (non-governmental parties) is also prohibited under this policy. To this end, Company employees and agents shall not offer, promise, authorize the payment of, or pay or provide anything of value to any employee, agent, or representative of another company to induce or reward the improper performance of any function or any business-related activity. Company employees and agents also shall not request, agree to receive, or accept anything of value from any employee, agent, or representative of another company or entity as an inducement or

reward for the improper performance of any function or business-related activity.

### 3. Permitted Payments.

The FCPA does not prohibit all payments to non-US government officials. In general, the FCPA permits three categories of payments:

**(a) Facilitating Payments.** The FCPA includes an exception for nominal payments made to low-level government officials to ensure or speed the proper performance of a government official's routine, non-discretionary duties or actions, such as:

- (i) Clearing customs.
- (ii) Processing governmental papers such as visas, permits, or licenses.
- (iii) Providing police protection.
- (iv) Providing mail, telephone, or utility services.

**(b) Promotional Hospitality and Marketing Expenses or Pursuant to a Contract.** The Company may pay for the reasonable cost of a non-US government official's meals, lodging, or travel if, and only if, the expenses are bona fide, reasonable, and directly related to the promotion, demonstration, or explanation of Company products or services, or the execution of a contract with a non-US government or agency.

**(c) Promotional Gifts.** Promotional gifts of nominal value may be given to a non-US government official as a courtesy in recognition of services rendered or to promote goodwill. These gifts must be nominal in value and should generally bear the trademark of the Company or one of its products.

### 4. Political and Charitable Contributions.

Contributions to candidates for non-US political office are prohibited unless the Vice President of Human Resources or the Vice President of Quality Assurance and Regulatory Affairs pre-approves them in writing. Charitable contributions to non-US charities must also be pre-approved in writing by the Vice President of Human Resources or the Vice President of Quality Assurance and Regulatory Affairs.

### 5. Record Keeping.

It is the Company's policy to implement and maintain internal accounting controls based upon sound accounting principles. All accounting entries in the Company's books and records must be timely and accurately recorded and include reasonable detail to fairly reflect transactions. These accounting entries and the supporting documentation must be periodically reviewed to identify and correct discrepancies, errors, and omissions.

- (a) **Authorization for Transactions.** All transactions involving the provision of anything of value to a non-US government official must occur only with appropriate Company authorization.
- (b) **Recording Transactions.** All transactions involving the provision of anything of value to a non-US government official must be recorded in accordance with generally accepted accounting principles.
- (c) **Tracking Transactions.** All transactions involving the provision of anything of value to a non-US government official must be tracked in a separate log or record, with supporting documentation identifying:
  - (i) The name and position of the employee requesting and authorizing the transaction.
  - (ii) The name and position of the non-US government official involved in the transaction.
  - (iii) A description, including the value, of the payment or provision of anything of value, and where applicable, a description of the Company's products or services being promoted or the relevant contractual provision if the payment was made pursuant to a contract.

#### 6. Cash Payments.

Cash payments of any kind to a third-party, other than documented petty cash disbursements or other valid and approved payments, are prohibited. Company checks shall not be written to "cash," "bearer," or anyone other than the party entitled to payment except to replenish properly used petty cash funds.

#### 7. Representatives.

All third-party Company representatives must fully comply with the FCPA and all other applicable laws.

#### 8. Compliance.

Company employees and agents must be familiar with and perform their duties according to the requirements set out in this policy. Company employees or agents who violate this policy are subject to disciplinary action, up to and including dismissal. Third-party representatives who violate this policy may be subject to termination of all commercial relationships with the Company.

To ensure that all Company employees and agents are thoroughly familiar with the provisions of this policy, the FCPA, and any other applicable anti-corruption laws, the Company shall provide anti-corruption training and resources to those Company employees and agents, as appropriate.

Any Company employee or agent who suspects that this policy may have been violated must immediately notify the Company as specified in the section entitled "Reporting policy Violations" below. Any Company employee who, in good faith, reports suspected legal, ethical, or policy violations will not suffer any adverse consequence for doing so. When in doubt about the appropriateness of any conduct, the Company requires that you seek additional guidance before taking any action that may subject the Company to potential FCPA liability.

9. Duty to Cooperate.

The Company may at times undertake a more detailed review of certain transactions. As part of these reviews, the Company requires all employees, agents, and third-party representatives to cooperate with the Company, outside legal counsel, outside auditors, or other similar parties. The Company views failure to cooperate in an internal review as a breach of your obligations to the Company, and will deal with this failure severely in accordance with any local laws or regulations.

10. Questions About the Policy.

If you have any questions relating to this policy, please contact Vice President of Human Resources or the Vice President of Quality Assurance and Regulatory Affairs.

11. Reporting Policy Violations.

To report potential violations of this policy, immediately notify your Supervisor/Manager, the Vice President of Human Resources or the Vice President of Quality Assurance and Regulatory Affairs.

## **Whistleblower Policy**

A "whistleblower" as defined by this policy is an employee of Cold Chain who reports an activity that he/she considers to be illegal or dishonest to one or more of the parties specified in this policy. The whistleblower is not responsible for investigating the activity or for determining fault or corrective measures; appropriate management officials are charged with these responsibilities.

Examples of illegal or dishonest activities are violations of federal, state, local laws or the US Foreign Corrupt Practices Act of 1977 (FCPA); billing for services not performed or for goods not delivered; and other fraudulent financial reporting.

If an employee has knowledge of or a concern of illegal or dishonest fraudulent activity, the employee is to contact his/her immediate supervisor/manager, a Human Resources representative or the Vice President of Human Resources. The employee must exercise sound judgment to avoid baseless allegations. An employee who intentionally files a false report of wrongdoing will be subject to discipline up to and including termination.

Whistleblower protections are provided in two important areas -- confidentiality and against retaliation. Insofar as possible, the confidentiality of the whistleblower will be maintained. However, identity may have to be disclosed to conduct a thorough investigation and/or comply with the law. The Company will not retaliate against a whistleblower who makes a good faith report of alleged wrongdoing. This includes, but is not limited to, protection from retaliation in the form of an adverse employment action such as termination, compensation decreases, or poor work assignments and threats of physical harm. Any whistleblower who believes he/she is being retaliated against must contact their Human Resources representative or the Vice President of Human Resources immediately. The right of a whistleblower for protection against retaliation does not include immunity for any personal wrongdoing that is alleged and investigated.

All reports of illegal and dishonest activities will be promptly submitted to the Vice President of Human Resources who is responsible for investigating and coordinating corrective action.

Employees with any questions regarding this policy should contact their Human Resources representative or the Vice President of Human Resources.

## **COMPANY PREMISES AND WORK AREAS**

### **Employee Health & Safety**

Cold Chain has a continuing concern for the health and safety of every employee. If you are unable to perform your job due to any medical reason, it is necessary that you promptly inform your supervisor. To keep the work environment safe, all employees must follow Cold Chain's safety rules which are described more fully in the eSynergy Quality Management System (QMS) documents. Some of the Company's key safety rules are as follows:

- All new employees must undergo hazard communication, fire safety and evacuation training before beginning their work.
- All employees must read and become familiar with the Company's:
  - Emergency Action Plan and Fire Prevention Plan
  - Material Safety Data Sheets procedure
  - Chemical Handling, Spill Response & Clean-Up procedure
- All employees must wear appropriate Personal Protective Equipment (PPE) for the area's they're working in and/or the work they're performing.
- Keep work areas, floors and walkways clean and free of obstructions.
- Food and drinks are prohibited from all production work centers.

- Unsafe conditions should be reported to management as soon as possible.
- Report Near Miss and Safety Suggestions to improve employee health and safety and to support Cold Chain's safety culture.
- All forklift operators must be trained and certified to operate such machinery.
- All truck drivers must be properly licensed and on file with Cold Chain's insurance company.
- The Company's power tools, carpentry and maintenance equipment may only be operated by properly trained and authorized employees.
- Machinery may be operated only by those employees who have been trained and authorized to operate it.
- Employees may not be in the plant alone if they are operating any type of machinery.
- If you observe or are involved in an accident in which an employee, visitor or client is injured, report the incident to your manager immediately, regardless of how minor the accident may seem. You must report any incident before the end of your shift on the day of the occurrence. Prompt medical attention will be provided if necessary. Your manager will assist in completing the appropriate forms.

### **Smoke Free Workplace**

Cold Chain is committed to providing a safe and healthy workplace and to promoting the health and wellbeing of its employees. As required by law and also motivated by our desire to provide a healthy work environment for our employees, the following smoking policy has been adopted and shall apply to all employees of Cold Chain.

Smoking is prohibited on all Company premises. The smoke-free workplace policy applies to:

- The use of any smoked or smokeless tobacco products, snuff, electronic cigarettes or vaping
- All employees, temporary employees, visitors, and contractors
- All areas within the building, anywhere outdoors on the property, all Company owned vehicles, and all off-site Company sponsored events

Employees may smoke outside, off the premises, during break or lunch periods only. No additional breaks beyond those allowed under the Company's break policy may be taken for the purpose of using tobacco or similar products. If a conflict arises with this policy, report it to your

manager or HR representative. Management will try to resolve the matter to the satisfaction of both parties. If this is not possible, the rights of the non-smoker shall be given precedence.

**TN only.** Personal vehicles are excluded from this policy, but any TN employee who smokes in his/her vehicle must be parked at least 50 feet away from the Company's entrance, and all tobacco waste must be kept within the vehicle.

**Smoking in non-permitted areas cannot be tolerated and will result in disciplinary action up to and including immediate termination of employment.**

### **Security**

- We expect every employee of Cold Chain to assist us in protecting Company property - e.g., tools, equipment, vehicles, products, parts, etc., that are used in the performance of their jobs.
- Keys, employee pass cards, or key fobs that are issued to Cold Chain employees at the beginning of employment should be kept free of personal identification to avoid misuse if stolen or misplaced. Immediately report misplaced or stolen keys, employee pass cards, or key fobs to the Plant Manager or Key Control designee.
- The Company will immediately terminate any employee caught stealing, damaging or defacing company property and may initiate legal prosecution. If you witness or have knowledge of such an act, you are required to immediately report it to your supervisor or a member of Management.
- The Company reserves the right to conduct searches of employee desks, offices, work stations, lockers, lunch boxes/bags, briefcases and other employee property and locations where stolen Company property could be hidden. Employees may also be required to empty purses, pockets and wallets for inspection of their contents. Employment with Cold Chain, entry onto Cold Chain's premises, or work performed for or on behalf of Cold Chain shall constitute consent to all such searches or inspections. Refusal to permit a search may result in disciplinary action up to and including termination of employment.

### **Parking**

Cold Chain provides free parking to all employees. Employees are asked to park in the areas designated as employee parking, to follow the posted speed limit and to follow the marked traffic flow for the facility. We ask that employees do not park in those spaces that are designated for visitors of the Company.

#### **Overnight Parking**

Overnight parking is allowed for employees of Cold Chain under certain circumstances; such as inclement weather, mechanical issues, business travel, etc. In the event an employee

needs to leave their vehicle overnight in the Company parking lot, the Plant Manager must be notified by the employee in advance.

It is the responsibility of the Plant Manager to notify the Supervisor(s) that close the building at night, and those that open the building in the morning, of any vehicles left on company property overnight.

When possible, employees leaving their vehicles in the Company parking lot overnight should park in an agreed to area. If the vehicle cannot be moved to the designated area, this must also be communicated to the Plant Manager.

Cold Chain s is not responsible for any theft or damage to your vehicle while parked in the Company parking lot.

## **CONFIDENTIALITY AND TECHNOLOGY**

### **CONFIDENTIALITY**

In many aspects of your work, you will be exposed to and entrusted with confidential information relating to Cold Chain. Confidential information includes but is not limited to information and materials about Cold Chain's trade secrets, customers, customer lists, mailing lists, methods of operation, products, services, know-how, business plans and confidential information about financial, marketing, pricing, compensation and other proprietary matters relating to Cold Chain, all of which constitutes a valuable part of the assets of Cold Chain which the Company seeks to protect. (All Company confidential information is collectively referred to herein as "Confidential Information.")

An employee of Cold Chain shall not at any time during or after the termination of his or her employment by the Company reveal, disclose or make known to any person (other than as may be required by law or in the performance of his or her duties), or use for his or her own or another's account or benefit, any Confidential Information, whether or not developed, devised or otherwise created in whole or in part by the efforts of the employee.

All Company information, documents and publications, regardless of the medium on which it is stored (e.g., Company computers and computer systems) that are not intended for public distribution are the property of Cold Chain. Company publications (handbooks, manuals, etc.) issued to employees during the course of employment must be returned to Cold Chain upon leaving the Company.

All employees who have access to Confidential Information must sign a Confidentiality Agreement, which imposes legal obligations regarding non-disclosure of Confidential Information. Any employee who fails or refuses to sign the Confidentiality Agreement may be subject to immediate discharge.

Any employee who violates this policy and/or the Confidentiality Agreement will be subject to disciplinary action, up to and including termination of employment.

NOTICE REGARDING IMMUNITY FROM LIABILITY FOR CONFIDENTIAL DISCLOSURE OF A TRADE SECRET TO THE GOVERNMENT OR IN A COURT FILING

An individual shall not be held criminally or civilly liable under any Federal or State trade secret law for the disclosure of a trade secret that (a) is made in confidence to a Federal, State, or local government official, either directly or indirectly, or to an attorney; and solely for the purpose of reporting or investigating a suspected violation of law; or (b) is made in a complaint or other document filed in a lawsuit or other proceeding, if such filing is made under seal. An individual who files a lawsuit for retaliation by an employer for reporting a suspected violation of law may disclose the trade secret to the attorney of the individual and use the trade secret information in the court proceeding, if the individual (a) files any document containing the trade secret under seal; and (b) does not disclose the trade secret, except pursuant to court order.

**Communication and Computer Systems**

To remain competitive, better serve our customers, and give our employees the best tools to do their jobs, Cold Chain continues to adopt and make use of various means of communication and information exchange. This means that many employees have access to one or more forms of electronic media and services, including computers, laptops, tablets, email, telephones, voicemail, fax machines, on-line services and the internet.

The Company encourages the use of these media and associated services because they can make communication more efficient and effective and because they are valuable sources of information about customers, vendors, technology, and new products and services.

Policy and Procedure

The following policy/procedures apply to all the electronic media and services that are accessed on or from Company premises; accessed using Company communication or computer equipment or via Company-paid access methods; or used in a manner that identifies the individual with the Company.

- All Company communication and computer systems are the property of Cold Chain. This includes all information transmitted, received or contained in any of the Company's computer and information systems. **Accordingly, all employees waive any right to privacy in, and Cold Chain reserves the right to monitor, intercept, review and access, any and all communications, information and material on such systems without prior notice.** All such communications, information and material may be

subject to discovery in any litigation in which the Company or its employees, suppliers, or customers may be involved.

- Generally, the Company's computer systems, including email and internet communication, are for job-related purposes. These are valuable business tools that improve the Company's efficiency and productivity. Personal use of the Company's email and internet access is permitted only during non-working time. However, any such personal use will be treated the same as all other communications under this policy. **Also, employees are at all times prohibited from downloading any information/material from the internet without the prior authorization of the Company's IT Department.**
- Employees may not use any Company computer/network to store personal files, pictures, videos, music, etc.
- **At NO TIME may any employee view or access any email or website which contains any sexually explicit material or other similar material.** Furthermore, electronic media cannot be used for transmitting, retrieving, or storing any communication that contains sexually explicit images, messages or cartoons. Other such misuse includes, but is not limited to, ethnic slurs, racial comments, off-color jokes, or anything that may be construed as harassment or showing disrespect for others. Also prohibited are any such communications which are engaged for any purpose that is illegal or otherwise contrary to any of Cold Chain's policies.
- Any unauthorized action which damages, disrupts, alters normal performance of, or causes the malfunction of a Company computing system or network, is prohibited. Such action includes but is not limited to the willful or negligent introduction of computer "viruses," downloads requiring use of a significant amount of memory, or other disruptive/destructive programs into the network or into external networks.
- Employees may not share their Cold Chain network and computer passwords or systems user identification codes with any other person; any individual who does so may be held responsible for the actions taken by the other person while using such user ID.
- Employees should not use a password, access a file, retrieve any stored communication without authorization. Computer users should not leave a logged-in system unattended and open to possible use by others.
- Employees may not use Company computing systems or networks to gain unauthorized access to remote systems.
- Employees may not use Company computing systems or networks to connect to other systems, so as to evade the physical limitations of the remote system/local.
- Decrypting system or user passwords is prohibited.

- Employees may not view, copy, delete, or modify system files without appropriate authorization.
- Securing a higher level of privilege on network systems without appropriate authorization is prohibited.
- Except in cases in which explicit authorization has been granted by Company management, employees are also prohibited from monitoring or intercepting the files or electronic communication of other employees or third parties; hacking or obtaining access to other systems or accounts they are not authorized to use; breaching, testing, or monitoring computer or network security measures.
- Electronic media and services should not be used in a manner that is likely to cause network congestion or significantly hamper the ability of other people to access and use the system.
- Changing the configuration of hardware or software or to install any hardware or software deviating from the directions given from the Company.
- Deliberately distributing manipulated data files or data virus, deliberately destroying, manipulating or altering Company resources or information (including deletion of mail file content in connection with separation from employment at the Company).
- Using any type of “peer-to-peer” file sharing programs, e.g. Kazaa, Bittorent, etc.
- Leaving Company computer equipment unattended in public places, e.g. cars. Laptop computers should either be brought home or locked in a safe place in the office.
- Logging on to someone else’s computer using their password or impersonating another user.

### **Computer Passwords Policy**

Passwords are an important aspect of computer security. They are the front line of protection for user accounts. A poorly chosen password may result in the compromise of Cold Chain’s entire corporate network. As such, all Cold Chain employees, contractors and vendors with access to Cold Chain systems) are responsible for taking the appropriate steps, as outlined below, to select and secure their passwords.

#### **Policy and Procedure**

This policy establishes a standard for the creation of strong passwords and the protection of those passwords.

The scope of this policy includes all employees, contractors or vendors who have or are responsible for an account (or any form of access that supports or requires a password) on any system that resides at any Cold Chain facility, who have access to the Cold Chain network, or who store any nonpublic Cold Chain information.

- User Authentication - Every user must be assigned a unique user account (user ID) and a password for access to Cold Chain systems. Systems and applications must authenticate using a password. The account will lock a user out after 10 invalid login attempts within 10 minutes. Locked accounts shall remain locked for at least 10 minutes or until a member of IT unlocks the account. Users may contact the IT Dept to have their account unlocked.
- Password Management - Passwords must be created and managed in accordance with this section.

#### Password Requirements

1. Passwords must be changed every 180 days
2. Password must meet complexity requirements:
  - a. Not contain your user account name or parts of your full name that exceed two consecutive characters
  - b. Be at least 8 characters in length
  - c. Contain characters from three of the following four categories:
    1. English uppercase characters (A through Z)
    2. English lowercase characters (a through z)
    3. Base 10 digits (0 through 9)
    4. Non-alphabetic characters (for example, !, \$, #, %)
3. Passwords cannot be the same as your last 6 passwords
4. Employees may never share their passwords with anyone including co-workers, managers, outside parties, etc.
5. Writing passwords down and keeping them at your workstation is prohibited.

To unlock an account or change a password without logging in, some Cold Chain systems require the IT Department to provide a new temporary password to the user. In such cases, passwords must be provided verbally and the user must immediately log in and change the account password.

All passwords are to be treated as sensitive, confidential information. If someone requests your password(s), please inform him or her that you cannot provide that information per Cold Chain policy and contact the IT Department about the request. If you suspect an account or password has been compromised, report the incident immediately and change all related passwords.

The IT Department or authorized outside “penetration testers” may perform password cracking or guessing on a periodic or random basis to test the security of the Cold Chain network. If a password is guessed or cracked during one of these scans, the user will be

required to change it. Password cracking and guessing are not to be performed by anyone outside of the IT Department or an approved third-party auditor.

- You will never be prompted to change your Cold Chain password from within an email message you receive in your inbox or from a webpage.
- In some cases, there are shared logins. These logins will be changed by an IT Member and communicated to the appropriate Area Supervisor.
- To further strengthen this policy, please be sure to lock your workstation every time you walk away from it. Please ask an IT member if you need assistance or to show you how to lock your PC efficiently and set a timer for it to lock automatically.
- Compliance with these requirements is mandatory and circumventing or disregarding them could lead to disciplinary action up to and including dismissal.

### **Social Media Usage Policy**

It is the policy of Cold Chain to ensure the appropriate use of social media both during and outside of working hours. The Company depends upon a work environment of tolerance and respect for the achievement of its goals. Therefore, it is imperative that any and all use of social media reflects an atmosphere of professionalism, courtesy, and respect that does not interfere with the rights of the Company, its customers, employees, or representatives.

The purpose of this policy is to provide notice to employees of the Company that their use of social media must conform to the law and this policy. This policy is designed to govern the professional and personal use of social media in a responsible manner and to avoid inappropriate uses that can: (1) breach confidentiality by revealing protected information about the Company, its customers, or its employees; or (2) expose the Company to legal liability for employer or employee behavior that may be harassing, or defamatory.

#### A. Definition of Terms for Purposes of this Policy:

- 1) Customers: All prospective, current, and past customers of Cold Chain.
- 2) Social Media: Online forums in which employees participate in the exchange of ideas, messages, and content, including blogs, microblogs, and social networking sites (e.g., Facebook, LinkedIn, Twitter, Instagram).
- 3) Electronic Media: All forms of electronic communication, transmission, or storage, including, but not limited to, websites and any content contained therein or related thereto.
- 4) Testimonials and Endorsements: Any advertising message (including verbal statements, demonstrations, or depictions or other identifying personal characteristics of an individual or organization) that the public are likely to believe reflects the

opinions, beliefs, findings, or experiences of a party other than the sponsoring advertiser, even if the views expressed by that party are identical to those of the sponsoring advertiser.

B. General Provisions:

- 1) Employees may not use Social Media for personal reasons during regular working time without the authorization of their Managers. However, employees may use Social Media during non-working time – e.g., lunch and rest breaks. Access to and use of social media must not interfere with productivity and/or ability to perform the duties and responsibilities of employment with the Company.
- 2) Employees' use of Social Media is also subject to the Communications and Company's Computer Systems Policy, Harassment/Sexual Harassment Policy, and the other policies and standards of conduct and rules.
- 3) There is no guarantee of privacy for electronic communications. Cold Chain reserves the right to review and/or monitor all electronic records and communications, at any time, with or without notice, including individual user folders and other information stored on the Company's electronic communications systems. In accessing the Internet, including Social Media sites, users should assume that all connections and sites visited will be monitored and recorded. This examination helps to ensure compliance with Company policies, assists when internal investigations must be conducted, and supports the management of the Company's information systems. Use of the Company's electronic communication devices, including, but not limited to, Company-issued email accounts, Internet services, Intranet, cell phone services, smart phones (e.g. iPhones, Droids, etc.), laptops, tablets, and computer software constitutes acceptance of such monitoring.
- 4) All users are expected and required to conduct themselves in a professional manner consistent with the Company's policies and standards of conduct, both on and off duty.
- 5) Employees must not reveal any confidential, trade secret, privileged, information about the Company, its customers, its administration or its employees. Employees must be particularly careful to protect against the inadvertent disclosure of Confidential Information, as defined herein. Employees shall seek prior-approval before referencing any of the above-referenced information on any personal Social Media.
- 6) Employees must not threaten or harass the Company or any of its employees, regardless of the time, place, form, or manner in which the information is posted or transmitted. Examples of such conduct includes offensive postings meant to intentionally harm someone's reputation or posts that could contribute to a hostile work environment on the basis of race, sex, disability, religion or any other status protected by law or company policy. Online postings that harass or threaten any other employees are expressly prohibited. Harassing or discriminatory comments may be

deemed inappropriate in violation of this policy even if the Company's name or the names of any of its employees are not posted in the comment.

- 7) Employees are prohibited from mentioning or posting on Social Media sites the personal information of other employees (e.g., medical information or personal/sensitive family information) obtained as a result of their employment.
- 8) Any online postings or transmissions that constitute "Endorsements" or "Testimonials" attributable to the Company or any of its employees or services must be accompanied by a disclaimer stating that: (1) the author is an employee of the Company and his/her position; (2) the author is not authorized as a spokesperson of the Company; and (3) any expressed views or opinions belong exclusively to the author and do not necessarily reflect those of the Company.
- 9) Employees may not anonymously post or transmit any content to circumvent the requirements of this policy.
- 10) For postings that are not expressly authorized by the Company, Employees should not represent themselves as a spokesperson for the Company. If the Company is a subject of the content created by an employee, the employee should be clear and open about the fact that he/she is an employee of the Company and should make it clear that his/her views do not represent those of the Company, fellow employees, customers, suppliers, vendors, or any other agent of the Company. Employees who publish blogs or other online posts related to the work they do or subjects associated with the Company, and such blogs or posts are not expressly authorized by the Company, must make clear that they are not speaking on behalf of the Company.
- 11) Employees are expressly prohibited from using Social Media to engage in any activity or conduct that violates federal, state, or local law (e.g., software or data piracy, child pornography, etc.).
- 12) Employees are prohibited from using social media to engage in any activity that creates a conflict of interest for the Company.
- 13) Supervisors, Managers, and department heads are expressly prohibited from using any review or recommendation feature or system on a Social Media site (e.g., LinkedIn) to post reviews or other comments about subordinate employees.

- C. Misuse and Discipline. The Company encourages anyone who uses social media in contravention of this policy to be honest and admit the error as soon as it occurs. Although errors cannot always be erased, prompt notification can make a significant difference in the Company's ability to correct or remedy the issue.

Should any employee of the Company receive or become aware of a violation of this policy, including, but not limited to: harassing, threatening or intimidating communication via a social media site, from another employee of the Company, the recipient employee should report the violation to your Human Resources Representative or any other member of management. Any individual who violates this policy, including

failing to report violations by others, shall be subject to appropriate discipline, up to and including termination of employment.

Anyone who is unsure whether a particular posting or contribution to online Social Media violates this policy is encouraged to ask your Human Resources Representative. As a general rule, if a person is hesitating to post something, it probably should not be posted, but questions and concerns are nevertheless welcomed and encouraged.

### **Software Integrity And Licensing**

To protect each of us as individuals and the Company as a business organization and to comply with licensing regulations, all software on any computer in the Company is to be the property of the Company and must be approved and loaded by the Company's IT Department.

All software must be licensed to the Company, unless it is demo software.

Before loading software on to any of the Company's systems or computers, the Company's IT Department will review the software to verify that it not only is properly licensed but also to insure that it will not interfere with the integrity of the network.

Any employee who wishes to have software installed on a computer is to contact the IT Department.

Due to the expanding market of available software packages, including pirated and black market copies, and the concern with viruses, these policies must be followed and failure to do so may result in disciplinary action up to discharge.

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## **Acknowledgment**

I acknowledge that I have received a copy of the Cold Chain Technologies, LLC (“Cold Chain” or “the Company”) Employee Handbook, and I understand that I am responsible for reading the personnel policies and procedures described within it.

I understand that the Company has the right to revise, modify, change, disregard, suspend, add to or cancel at any time, without written or verbal notice, all or any part of the Handbook’s contents as it deems appropriate, and that this Handbook replaces any and all prior handbooks, policies and procedures of the Company.

I understand that the Handbook is for information and guidance only and is not to be construed as a contract or promise between me and the Company.

I understand that, as an employee-at-will, both the Company and I have the right to terminate my employment at any time, with or without cause, and with or without notice.

If I have questions regarding the content or interpretation of these policy statements, I will bring them to the attention of my Human Resources Representative.

\_\_\_\_\_  
Name (please print)

\_\_\_\_\_  
Signature of Employee

\_\_\_\_\_  
Date

