

Employee Handbook



MEDIAVINE

April 2021

**DISCLAIMER OF EXPRESS OR IMPLIED CONTRACT OF
EMPLOYMENT**

**THIS EMPLOYEE HANDBOOK IS PROVIDED AS A GUIDE AND DOES NOT CREATE
EITHER AN EXPRESS OR IMPLIED CONTRACT OF EMPLOYMENT OF ANY SPECIFIC
DURATION.**

**YOU UNDERSTAND THAT EMPLOYMENT AT-WILL MEANS THAT EITHER THE
COMPANY OR YOU HAVE THE RIGHT TO TERMINATE MY EMPLOYMENT AT ANY
TIME AND FOR ANY REASON NOT OTHERWISE PROHIBITED BY LAW.**

Employee Signature

Date

Name Printed

(Note: This page is to remain in the Employee Handbook.)

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WELCOME!

Welcome to Mediavine!

We are excited to have you as part of our team. You were hired because we believe you can contribute to the success of our business and share our commitment to achieving our goals.

Mediavine is committed to quality and unparalleled customer service in all aspects of our business. As part of the team, we hope you will discover that the pursuit of excellence is a rewarding aspect of your career here.

We hope that your experience with us will be challenging, enjoyable and rewarding.

Again, welcome!

People Operations Team

INTRODUCTION

INTRODUCTION TO HANDBOOK

This handbook was developed to provide you with guidelines to our company policies and to outline programs and benefits available to you. You should familiarize yourself with the contents as soon as possible so you will know what is expected of you and what you can expect from our organization.

This Employee Handbook replaces all previous Mediavine, Inc. handbooks, policies and memoranda. Failure to follow any of the policies in this handbook may result in disciplinary action, up to and including, termination of employment.

Mediavine, Inc. and Insperity are in a co-employment work relationship. This means that Mediavine, Inc. handles the day-to-day activities related to its core business. Insperity handles the administrative responsibilities, such as payroll processing and benefits, and supports the company in many human resources issues.

You should have already signed an Employment Agreement outlining your employment relationship with Insperity. Contact your supervisor or an Insperity payroll or human resource specialist if you have any questions.

We hope that your experience with us will be challenging, enjoyable and rewarding. Again, welcome!

EMPLOYMENT

ACCOMMODATION OF DISABILITIES

Mediavine, Inc. is committed to making every reasonable effort to accommodate an employee's disability. A reasonable accommodation may be provided as long as the employee can perform the essential duties of the job, and it does not create an undue hardship for the company. A reasonable accommodation may include changes in the work environment or in the way a job is performed. Reasonable accommodations depend upon the employee's job duties and the specific facts and circumstances of each individual situation.

Under this policy, if you are pregnant and request a reasonable accommodation for the duration of, or any part of your pregnancy, Mediavine, Inc. will explore ways of providing the reasonable accommodation including, but is not limited to, the following:

- More frequent or longer bathroom breaks;
- Breaks for increased water intake;
- Breaks for periodic rest;
- Seating;
- Assistance with manual labor;
- Light duty;
- Temporary transfer to a less strenuous or hazardous position;
- Acquisition or modification of equipment;
- Changing the employee's job duties;
- Changing the employee's work hours;
- Relocating the employee's work area; or
- Providing leave necessitated by pregnancy, childbirth, or medical or common conditions relating to pregnancy or childbirth.
- Private, non-bathroom space for expressing breast milk.

Accommodations depend upon the employee's job qualifications and the specific facts and circumstances of each individual situation.

Please inform your supervisor if you require an accommodation, so the company can have an interactive discussion with you. Your supervisor will work with you to determine if there is a need for an adjustment or change at work to accommodate your disability.

AT-WILL EMPLOYMENT

Your employment with Mediavine, Inc. is at-will which means that you or Mediavine, Inc. may terminate your employment at any time for any lawful reason unless a written employment agreement exists with Mediavine, Inc. that provides otherwise. Your employment with Insperity is at-will regardless of whether you have a written employment agreement with Mediavine, Inc.

Mediavine, Inc. has the right to transfer, demote, or otherwise discipline an employee at any time for any lawful reason. Insperity does not have the authority to change your at-will status with Mediavine, Inc., enter into any agreement for employment for any specified period or make any promises or commitments to the contrary. Likewise, Mediavine, Inc. does not have the authority to change your at-will status with Insperity, enter into any agreements on behalf of Insperity for employment for any specified period or make any promises or commitments to the contrary. Mediavine, Inc. however, maintains the ability to enter into employment agreements, independent of Insperity, which is not binding on Insperity and does not alter the at-will nature of your employment with Insperity. For an employment agreement with Mediavine, Inc. to be considered valid, it must be signed by the Vice President.

This handbook is not a contract guaranteeing employment for any specific duration. As provided in the Handbook Acknowledgment, nothing in this handbook creates or is intended to create a promise or representation of continued employment. This handbook replaces any and all prior handbooks, written documents (with the exception of authorized employment agreements) or oral or implied representations that might otherwise contradict the at-will nature of your employment.

CHANGE IN POLICY

The company may change, revoke or supplement the policies in this handbook at any time without notice. The company will determine the effective date of any changes and every effort will be made to notify you in advance. However, failure to give advance notice will not void any policy's application in the workplace.

Supervisors do not have the authority to change the policies in this handbook on their own. If you are uncertain about any policy or procedure, contact your supervisor for clarification.

EMPLOYMENT REFERENCES

Requests for employment verifications for current or former employees, should be directed to Insperity's Contact Center at 866-715-3552, option 5. Insperity will only release your last title and dates of employment, unless you have authorized in writing certain additional information to be provided.

EQUAL EMPLOYMENT OPPORTUNITY

Mediavine, Inc. and Insperity provide equal employment opportunities to all employees and applicants in all company facilities without regard to race (including hair texture and hairstyles), color, religious creed, sex, national origin, ancestry, citizenship status, pregnancy, childbirth, (or related medical conditions, including, but not limited to lactation), physical disability, mental and/or intellectual disability, age, military status or status as a Vietnam-era or special disabled veteran, marital status, registered domestic partner or civil union status, gender (including sex stereotyping and gender identity or expression), medical condition (including, but not limited to, cancer related or HIV/AIDS related), genetic information, or sexual orientation in accordance with applicable federal, state and 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.

PERSONNEL FILES

Mediavine, Inc. and Insperty each maintain a personnel file on each employee. Contact your supervisor to request a review of your company personnel file or contact your Insperty payroll or human resource specialist to view your Insperty personnel file.

To ensure that your personnel file is up-to-date at all times, notify your supervisor or your payroll specialist of any changes in your name, telephone number, home address, withholding instructions, number of dependents, beneficiary designations, or the individuals to notify in case of an emergency. Additionally, complete and forward an Employee Change of Personal Information form to your Insperty payroll specialist or you may update your file through the Insperty Premier™ at <http://portal.insperty.com>. Assistance may also be provided through the Insperty Contact Center at 866-715-3552, 7AM-7PM CT Monday-Friday.

EMPLOYMENT OF RELATIVES

Mediavine, Inc. allows the employment of qualified relatives of employees provided that the working relationship does not create an actual or perceived conflict of interest. Additionally, related employees may not share the same supervisor nor have a direct reporting or supervisory/management relationship.

For purposes of this policy, "relative" is defined as a spouse, child, parent, sibling, grandparent, grandchild, aunt, uncle, first cousin, or corresponding in-law or "step" relation. This policy applies to all categories of employment at the company, including regular, temporary and part-time positions.

JOB POSTINGS

The goal of the job posting policy is to ensure that employees are made aware of and have the opportunity to apply for open positions either before or concurrent with the Mediavine, Inc.'s consideration of external candidates for employment. *Business conditions permitting*, all regular part-time and full-time positions below the level of Vice President are to be posted when an opening occurs.

While it is the Mediavine, Inc.'s philosophy to promote from within whenever possible, there are business conditions that could cause a position to be filled without posting or that could cause a position to be posted while simultaneously recruiting from the outside. Such business conditions could include but are not limited to: organizational restructuring; position requirements that include skills, education, and/or experience that are not known to match any existing employee; or critical operational needs.

SEPARATION FROM EMPLOYMENT

An employee may be separated from employment either voluntarily or involuntarily by resignation, retirement, lack of work, poor performance or other reasons.

Exit Interviews

Management may conduct an exit interview to discuss your reasons for leaving and any other impressions that you may have about Mediavine, Inc. During the exit interview, you can provide insights into areas for improvement for the company and your specific position.

Return of Company Property

Any property issued to you by the company such as software, computer equipment, databases, files, cell phone, pager, keys, parking passes, credit card(s) or any other equipment must be returned at the time of termination. You will be responsible for any lost or damaged items.

DIVERSITY, EQUITY AND INCLUSION

Mediavine, Inc. is committed to fostering, cultivating, and preserving a culture of diversity, equity and inclusion. We value our employees for their unique talents and abilities. We embrace and encourage our employee's differences in backgrounds, experiences, race, color, religious creed, sex, national origin, ancestry, citizenship status, family or marital status, physical, mental and/or intellectual abilities, age, military or veteran status, registered domestic partner or civil union status, gender and gender identity, sexual orientation, political affiliation, and socio economic status. All employees are valued for their individual differences and the unique contributions that help us achieve our business goals.

Through our diversity, equity, and inclusion policy, Mediavine, Inc. seeks to create a positive work environment where all employees can reach their full potential and maximize their contributions. We are committed to our employees' dignity and well-being and make every effort to provide all employees with a safe and professional work environment.

Mediavine, Inc. strives to treat its employees fairly, with respect, and to maintain a workplace that is free from discrimination, harassment, and other offensive or unprofessional behavior, as stated in the company's anti-harassment policy. Employees are always expected to treat others with dignity and respect while in the workplace, at company-sponsored events, at all work-related functions, and any public settings where the employee's association with the Mediavine, Inc. is known, such as social media platforms.

To ensure a respectful and dignified workplace, and to foster diversity, equity, and inclusion, Mediavine, Inc. supports the following practices:

Diversity, Equity, and Inclusion Training: Employees will be required to attend annual training to promote a greater understanding and enhance employee knowledge in Mediavine, Inc.'s diversity, equity and inclusion initiatives.

Teamwork: Mediavine, Inc. encourages employee participation, respectful communication, and collaboration between all employees that permits the representation of all employee perspectives. We also support open communication and freedom of expression in a respectful manner to allow employees to feel safe to voice their concerns and opinions.

Race, Gender and Age: Mediavine, Inc. acknowledges that employees have different backgrounds and experiences, and that each one brings a unique perspective to any interaction within our company. Therefore, the company empowers all employees to not just listen, but to embrace diverse viewpoints that we can all learn from. Employees will be provided with growth and advancement opportunities based on their contributions and performance, rather than any other factor. We will ensure all areas of employment are objective and will take steps to reduce unconscious bias to ensure equal treatment of all employees.

Religious Diversity: Mediavine, Inc. acknowledges that employees have different religious practices and beliefs. Tolerance and acceptance of religious views is vital and beneficial to a diverse workforce.

National Origin: Mediavine, Inc. appreciates and values the diversity of its workforce and understands that English may not be a native language for all employees. The company will encourage employees to communicate in the language they feel most comfortable with and, if necessary, will provide translation services so that everyone can understand what is being said and feels included.

Work/Life Balance: Mediavine, Inc. supports flexible work practices and policies that support employees and their changing needs (e.g., family responsibilities). Mediavine, Inc. recognizes that providing flexible work practices allows employees to use working arrangements that meet their need to balance their work and family lives.

Accessibility: Mediavine, Inc. seeks to ensure that employees of all abilities are able to access the information and resources they need to perform their jobs. We will provide a reasonable accommodation for any employee's disability so that the employee can perform the essential duties of the job in question.

Names and Pronouns: An employee has the right to be addressed by the name and pronoun of the employee's choice. No documentation is required, except for payroll and insurance records that must match the employee's legal name. An employee's coworkers are expected to be respectful of the employee's choice and to use name and pronouns requested by the employee. Intentional use of the employee's former name and/or pronoun is a violation of this policy and may constitute unlawful harassment. Employees who are unsure of what pronoun a coworker prefers, should politely ask that coworker how they would like to be addressed.

E-mail Signature: The company values self-expression and self-identification. You may voluntarily include your gender pronouns (i.e., she/her/hers or they/them/their) in e-mail signatures and other bios. Including gender pronouns in e-mail signatures is not required. The pronoun an employee indicates is not necessarily indicative of their gender identity.

Restrooms/Locker Rooms: Employees shall have access to the restroom and/or locker room that corresponds to their gender identity. For example, a person who identifies as a man should use the men's restroom, and a person who identifies as a woman should use the women's restroom.

If there is a desire for increased privacy, the company will work with the employee for alternative options.

This Diversity, Equity, and Inclusion policy applies in all aspects of employment. Every effort is made to ensure that our policies regarding hiring, compensation, promotion, and transfer are based solely on job requirements, job performance, and job-related criteria. In addition, we strive to administer our employment policies and practices, including those relating to compensation, benefits, transfer, retention, termination, training, career development opportunities, as well as social and recreational programs, in compliance with applicable federal, state, and local fair employment laws.

EMPLOYEE CONDUCT

ABSENTEEISM AND TARDINESS

Regular attendance is important to the smooth operation of Mediavine, Inc. If you are late or absent, it places a burden on other employees and may impact productivity, customer satisfaction and team morale.

You are expected to be reliable and punctual by reporting to work on time and as scheduled. If you know that you will be absent or late arriving for work, notify your supervisor directly as soon as possible. In most circumstances, you should notify your supervisor within the first 30 minutes of your work shift each day of your absence, unless you have been granted a leave of absence. In the event of a sickness or accident while performing your duties, notify your supervisor immediately.

If you are absent for three or more consecutive workdays due to personal illness, you may be required to provide a statement from your healthcare provider, unless state or local law provides otherwise, before you will be permitted to return to work. Failure to properly report your absences may be considered a voluntary resignation of your position.

ANTI-HARASSMENT

Mediavine, Inc. and Insperty are committed to a work environment in which all individuals are treated with respect and dignity and are free from all forms of harassment and discrimination. Any form of harassment, even when not unlawful or directed at a protected category, is prohibited and will not be tolerated. All employees, including supervisors, co-workers, vendors, contractors, customers or other third parties, are expected to adhere to this policy.

Reported or suspected occurrences of harassment or discrimination will be promptly and thoroughly investigated. Following an investigation, Mediavine, Inc. and Insperty will promptly take any necessary and appropriate disciplinary action.

Mediavine, Inc. and Insperty will not permit or condone any acts of retaliation against anyone who files or cooperates in the investigation of harassment or discrimination complaints.

1. The term “harassment” includes harassment based on any category protected by federal, state or local law, which may include, but is not limited to, unwelcome slurs, jokes, or verbal, graphic or physical conduct relating to an individual's race, color, religious creed, sex, national origin, ancestry, citizenship status, pregnancy, childbirth, physical disability, mental and/or intellectual disability, age, military status or status as a Vietnam-era or special disabled veteran, marital status, registered domestic partner or civil union status, familial status, gender (including sex stereotyping and gender identity or expression), medical condition (including, but not limited to, cancer related or HIV/AIDS related), genetic information, or sexual orientation.
2. Sexual harassment consists of unwelcome sexual advances, requests for sexual favors, or other verbal or physical conduct of a sexual nature where:

- a. Submission to such conduct is an explicit or implicit term or condition of employment;
- b. Employment decisions are based on an employee's submission to or rejection of such conduct; or
- c. Such conduct unreasonably interferes with an individual's work performance or creates an intimidating, hostile or offensive working environment.

Complaint Procedure

Mediavine, Inc. and Insperty provide you with a convenient and reliable method for reporting incidents of alleged harassment, including sexual harassment, and discrimination. Any employee who feels harassed or discriminated against is encouraged to immediately inform the alleged offender that the behavior is unwelcome. In many instances, the person is unaware his or her conduct is offensive and this action alone may often resolve the problem. If the informal discussion with the alleged offender is unsuccessful in remedying the problem, or if you do not feel comfortable with such an approach, you should immediately report the conduct to your immediate supervisor, manager or company owner and the Insperty Anti-Harassment Hotline number at 844-677-3030. We cannot resolve a harassment or discrimination problem, unless we know about it. Therefore, it is your responsibility to bring those kinds of problems to our attention so we can take the necessary steps to correct any problems. The report should include all facts available to you regarding the alleged harassment, sexual harassment, or discrimination.

When you call the Insperty Anti-Harassment Hotline, please be sure to leave your name, Insperty employee identification number or the last four digits of your social security number, and the name of the client company for which you work. If you wish to make an anonymous complaint, you may do so. However, the scope of our investigation may be limited based on the information you provide.

Confidentiality

All reports of alleged harassment, sexual harassment, or discrimination will be treated seriously. Confidentiality will be maintained to the extent possible. However, to conduct a thorough investigation, certain information may need to be disclosed to other individuals, including the alleged offender. Consequently, absolute confidentiality cannot be promised and cannot be guaranteed.

Investigative Procedure

Once a complaint of alleged harassment, sexual harassment, or discrimination is received, we will begin a prompt and thorough investigation. The investigation may include interviews with all involved employees, including the alleged harasser, and any employees who are aware of facts or incidents alleged to have occurred.

Following an investigation, Mediavine, Inc. and Insperty will promptly take any necessary and appropriate disciplinary action. Disciplinary action will be taken if the investigation reveals that an employee has acted in a manner that is not in alignment with the goals of this policy. Mediavine, Inc. and Insperty may address any workplace issue discovered during an investigation. This may include some or all of the following steps:

1. Restore any lost terms, conditions, or benefits of employment to the complaining employee.
2. Discipline the alleged harasser. This discipline may include written disciplinary warnings, transfer, demotion, suspension and/or termination of employment.

If the alleged harassment, sexual harassment, or discrimination is from a vendor, contractor, customer or other third party, Mediavine, Inc. and Insperty will take appropriate action to stop the conduct.

If you have made a complaint but feel that the action taken in response has not remedied the situation, you should make an additional complaint following the complaint procedure outlined in this policy.

Duties of Employees and Supervisors

All employees of the company, both management and non-management, are responsible for assuring that a workplace free of harassment, sexual harassment, and discrimination is maintained. Any employee may file a complaint regarding incidents experienced personally or incidents observed in the workplace. The company strives to maintain a pleasant work environment where all employees are able to effectively perform their work without interference of any type and requests the assistance of all employees in this effort.

All managers and supervisors are responsible for doing all they can to prevent and discourage harassment, sexual harassment, and discrimination from occurring. If a complaint of harassment, sexual harassment or discrimination is raised, the individual to whom the complaint is made (i.e., supervisor, manager, company owner) should act promptly to notify the Insperty Anti-Harassment hotline number so an investigation may promptly proceed. The company and Insperty may discipline any managers or supervisors who fail to follow this policy, which discipline, may include termination.

CALIFORNIA EMPLOYEES ONLY Read the DFEH-185 Brochure: https://portal.insperty.com/cs/nsp/Document/Forms_Policy/Client_Pol_Ack/the_facts_about_sexual_harassment_ca_/1428419803417/DFEH-185P-EG_12_2017.pdf. The California Department of Fair Employment and Housing and/or the U.S. Equal Employment Opportunity Commission may also investigate and process complaints of harassment and discrimination.

MAINE EMPLOYEES ONLY Read the MHRC Brochure: https://www.maine.gov/mhrc/sites/maine.gov/mhrc/files/inline-files/sexual_harassment_brochure.pdf Read the Maine Notice: https://www.maine.gov/mhrc/sites/maine.gov/mhrc/files/inline-files/sexual_harassment_poster_0.pdf The Maine Commission Against Discrimination and/or the U.S. Equal Employment Opportunity Commission may also investigate and process complaints of harassment or discrimination. The Maine Human Rights Commission is located at 51 State House Station, Augusta, ME 04333-0051. It can also be reached via phone at 207-624-6290, fax at 207-624-8729 and TTY: MAINE RELAY 711.

DRUG-FREE WORKPLACE

Mediavine, Inc. is committed to protecting the safety, health and well-being of all employees, customers, clients, and vendors in our workplace. “Workplace” includes company property, any company-sponsored activity or any other site where you are performing work or representing the company.

The term “drug” as used in this policy includes alcoholic beverages and prescription drugs, as well as illegal inhalants and illegal drugs and/or controlled substances including, but not limited to, marijuana, opiates (e.g., heroin, morphine), cocaine, phencyclidine (PCP), and amphetamines.

All employees are expected to contribute to maintaining a drug-free workplace. Prohibited activities under this policy include the possession, use, sale, attempted sale, distribution, manufacture, purchase, attempted purchase, transfer or cultivation of drugs in the workplace. Employees are also prohibited from being at the workplace with a detectable amount of drugs in their system. However, the use and/or possession of prescription drugs, when taken as directed and obtained with a valid prescription under federal law, is not a violation of this policy.

As a condition of continued employment, all employees must comply with this policy. An employee who engages in an activity prohibited by this policy shall be subject to disciplinary action, up to and including immediate termination of employment.

Contact the Employee Assistance Program (EAP) for information about the availability of treatment programs such as assistance provided by Insperity’s health care plan coverage or drug and alcohol abuse rehabilitation and education programs.

This policy is not intended to replace or otherwise alter applicable U.S. Department of Transportation obligations or any other federal, state or local agency drug testing regulations related to a particular industry.

POLITICAL ACTIVITIES

The purpose of this policy is to set out restrictions on employees' political activities during working hours. Although Mediavine, Inc. encourages employees to participate in the political process and vote in elections, Mediavine, Inc. normally considers the workplace unsuitable for political action and campaign activities.

Politics in the Workplace Policy

The purpose of this policy is to maintain a collaborative, positive workplace where employees do not feel intimidated, harassed or otherwise pressured to support one particular candidate or party over another.

1. Employees are prohibited from harassing coworkers, vendors and customers for their political beliefs.
2. Employees are encouraged to use discretion when sharing social media posts that may be construed as overtly political or damaging to the public’s perception of Mediavine as a company that welcomes various points of view.

3. Employees may not wear work-related paraphernalia to political rallies or functions that may imply the Company's support for that candidate and/or party.
4. Any political discussion or actions that causes an employee to feel discriminated against, retaliated against or bullied is strictly prohibited and may be subject to disciplinary action.

Employees are prohibited from engaging in political activities that interfere with or disrupt Mediavine's business. Accordingly, the following practices are forbidden when employees working at Mediavine Inc. during work hours:

- soliciting monetary political contributions from any officer or employee;
- soliciting any contribution of services or resources for political purposes from any company officer or another employee;
- taking any personnel action or making any promise or threat of action with regard to any employee because that person has given or withheld a political contribution or service; and engaging in solicitation or politically motivated behavior that is harassing or discriminatory.

Federal and state lobbying and campaign funding laws restrict Mediavine from engaging in certain types of political activities. To guard against any inadvertent violations, employees are subject to the following restrictions:

- Political communications. Employees are not allowed to use Mediavine's name, letterhead, or facilities (see below for details) in connection with any partisan political communications.
- Use of Mediavine's facilities. The use of Mediavine's resources in connection with partisan political activities can constitute an illegal contribution by Mediavine to a political party or candidate. Therefore, employees are not permitted to spend scheduled work time on campaign activities. Employees also are prohibited from using Mediavine facilities in connection with campaigns or other political activities. Mediavine facilities include telephones, e-mail, fax machines, interoffice mail, voice mail, photocopiers, and general office supplies.
- Contact with government officials. Any employee whose regular duties do not include contact with federal or state regulatory agencies or other government officials should consult with Mediavine's General Counsel before responding to any inquiry from government officials. Employees also should contact the General Counsel before initiating contact with a government agency regarding any nonroutine or nontrivial compliance matter.

Employees must disclose their intention to run for public office to their supervisor and the People Operations Department and must agree in writing to the following requirements:

- Employees running for office can disclose their current or prior affiliation with Mediavine in the course of their election campaign. Employees cannot use Mediavine's name in a way that suggests Mediavine's endorsement of the employee's candidacy, unless the employee has EMPLOYER's explicit written permission.
- Employees running for, or elected to, public office can retain their jobs only if they can continue to provide full attention to their work duties. Employees who seek election to a full-time office must resign or request a leave of absence without pay. Employees who are on leave without pay because they are running for, or have been

elected to, public office are not guaranteed reinstatement to their prior position or any position at Mediavine.

- Employees elected to public office are required to resolve to Mediavine's satisfaction any conflicts of interest that set the employee's loyalty to Mediavine conflict with the employee's duties in public office. Minor conflicts can be resolved if employees disclose the conflict and remove themselves from decision making with respect to the particular matter. Major conflicts of interest might require employees to transfer to a new position in the company or to resign from Mediavine.

Employees who violate this policy are subject to immediate discipline, up to and including termination.

GUIDELINES FOR APPROPRIATE CONDUCT

In order to conduct the operations of Mediavine, Inc. efficiently and professionally, all employees are to follow the rules of conduct that will protect the interests and safety of all employees and the company. All employees are expected to act in a professional manner with customers, and the general public.

Although it is not possible to list all forms of inappropriate behavior and conduct, the following are examples that are considered inappropriate and may result in disciplinary action up to and including termination of employment:

- Falsifying employment or other company records;
- Violating the Anti-Harassment policy;
- Violating certain state, federal or local laws and regulations;
- Violating security or safety rules or failing to observe safety rules or safety practices; failing to wear required safety equipment; tampering with equipment or safety equipment;
- Soliciting gratuities from customers or clients;
- Displaying excessive or unexcused absenteeism or tardiness;
- Possessing firearms, weapons or explosives on company property without authorization, in violation of policy or while on duty;
- Using the company's property and supplies, particularly for personal purposes in an excessive, unnecessary or unauthorized way;
- Negligent damage of property;
- Violating the Violence in the Workplace policy;
- Violating the Drug-Free Workplace policy;
- Committing theft or unauthorized possession of company property or the property of fellow employees; possessing or removing any company property, including documents, from the premises without prior permission from management; using company equipment or property for personal reasons without proper authorization; using company equipment for profit;
- Giving confidential or proprietary information to competitors; working for a competing business while an employee of the company; breaking confidentiality of information such as, Social Security Numbers, including any part of Social Security Numbers. Personal information also includes driver's license numbers, state-issued identification card numbers, date of birth, credit or debit or other account numbers, passport numbers, alien registration numbers or health insurance identification numbers. ;

- Engaging in abusive conduct, or bullying, such as using obscene, abusive or threatening language or gestures or other verbal or physical conduct a reasonable person would find threatening, intimidating, or humiliating;
- Soliciting, selling, or collecting funds for any purpose while on working time (not including meals and authorized breaks). Employees who are not on working time shall not interfere with the work of employees who are on working time.

Where appropriate, supervisors will follow a process of progressive employee discipline. Before or during application of any discipline, employees may be given an opportunity to relate their version of the incident or problem and provide an explanation. Examples of progressive employee discipline include:

- Verbal Counseling - A conversation with an employee explaining that the employee's conduct or poor performance is unacceptable, and repeated or continued unacceptable conduct or performance will result in more severe disciplinary action. A record of the notice of the verbal counseling may be made and retained in the employee's personnel file.
- Written Counseling - A written document or memo that describes the unacceptable conduct or performance of the employee and specifies needed changes or improvements. A copy of the written counseling generally will be retained in the employee's personnel file.
- Termination - If an employee fails to follow acceptable conduct or performance standards, the company may terminate the employee's employment.

Depending on the specific circumstances, the company may suspend or terminate an employee without prior discipline, or without following a particular order of discipline.

ETHICS

Mediavine, Inc. is committed to providing a work environment governed by the highest ethical and legal standards. In all situations you are expected to conduct your activities with integrity, ethically and in accordance with applicable laws and regulations.

Part of maintaining an ethical workplace is providing employees the opportunity to provide honest feedback. The company will not tolerate retaliation of any kind against an employee who reports in good faith a violation of law or of this policy.

Mediavine, Inc. encourages you to report any actual or potential violations of applicable laws or regulations and any unethical, dishonest or improper conduct to your supervisor, the president/CEO or Mediavine, Inc.'s Human Resources Department. If you are uncertain as to whether there are any laws or regulations that may impact your work, you are responsible for requesting guidance from your supervisor or Mediavine, Inc.'s Human Resources Department.

VIOLENCE IN THE WORKPLACE

Mediavine, Inc. and Insperity are committed to providing a safe workplace for employees, customers, vendors, volunteers, independent contractors and others with whom we do business. The company has zero tolerance for violent acts or threats of violence.

You are expected to conduct yourself in a non-threatening, non-abusive manner at all times. Any direct, conditional or veiled threat of harm to any employee, guest or company property will be considered unacceptable behavior. Acts of violence, intimidation or bullying of others will not be tolerated.

All employees share the responsibility in identifying and alleviating threatening or violent behaviors. Anyone who is subjected to or threatened with violence, or who is aware of another individual who has been subjected to or threatened with violence, is to immediately report this information to his/her supervisor, a management member or Insperity. You must assume that any threat is serious. The company will carefully investigate reports and maintain employee confidentiality to the fullest extent possible.

Mediavine, Inc. will take disciplinary action, up to and including termination, and/or legal action as appropriate, against any employee who commits or threatens to commit a violent act against any person while on company premises or while engaged in company business off the premises.

WEAPONS

Mediavine, Inc. strives to provide a safe and secure workplace for employees, clients, customers and visitors. The company has zero tolerance for, and forbids the possession of any type of weapon, firearm, explosive and/or ammunition while on company property or conducting company business. For purposes of this policy, company property includes, but is not limited to, all company facilities, company-provided vehicles and equipment that are either leased or owned by the company or a company client.

Possession of firearms or other weapons may be cause for discipline, including, but not limited to, immediate termination of employment. In enforcing this policy, Mediavine, Inc. reserves the right to request inspections of any employee and their personal effects while on company property, to the extent allowable under applicable law. Any employee who refuses to allow an inspection will be subject to the same disciplinary action as having been found in possession of firearms or other weapons.

In the event an employee lawfully possesses a firearm, the employee can store the firearm in the employee's personal vehicle while on company-provided parking areas; however, the firearm must be stored in the employee's locked vehicle, or locked to the vehicle, and hidden from plain view.

Employees share the responsibility of identifying violators of this policy. If you either witness or suspect another individual of violating this policy you should immediately report this information to their onsite supervisor.

CONFIDENTIALITY OF BUSINESS INFORMATION

Mediavine, Inc. is committed to protecting the confidentiality of information that we handle for our clients or customers. The general business affairs of our customers and clients should not be discussed with anyone outside the organization except as required in the normal course of business. Confidential information regarding our business includes, but is not limited to, inventions, discoveries, improvements, processes, formulas, software, apparatus, equipment, methods, trade secrets, research, client data and information or cost or purchases of Client's products or services should not be disclosed to any party without the appropriate consent of the Mediavine, Inc..

If you receive an inquiry requesting verification of employment for current or former employees, refer the caller to Inspirity's Employment Verification hotline number at 866-715-3552, option 5.

CONFIDENTIALITY OF SOCIAL SECURITY NUMBERS AND OTHER CONFIDENTIAL EMPLOYEE INFORMATION

Mediavine, Inc. is committed to protecting the confidential information of all employees and clients or customers. Employees are required to maintain the confidentiality of all employee or customer or client information including but not limited to, Social Security Numbers, including any part of Social Security Numbers, driver's license numbers, state-issued identification card numbers, date of birth, credit or debit or other account numbers, passport numbers, alien registration numbers, health insurance identification numbers or health information.

If you have access to employee personal information you must safeguard it by keeping the information, whether in paper or electronic format, in a secure location and only access the data for authorized business purposes. Employee personal information should only be shared with co-workers who need it as part of their job requirements.

You should only include a portion or complete Social Security Number or other employee personal information in internal e-mails if required by a specific business need. If you have an authorized business need to send any type of personal information outside the company, either in an email or in an attachment to an email, you must use approved encryption technology to encrypt the email prior to sending it. Employees are expected to comply with applicable state laws that restrict the use of a full or partial Social Security Number.

Always use company shred machines or shred receptacles to dispose of paper documents that contain employee personal information. Destroy computer media or files containing employee personal information in a manner ensuring confidentiality.

Consult with your supervisor if you have any questions about this policy or on the process to destroy items which cannot be shredded, such as computer disks or files.

CONFLICT OF INTEREST

In all situations, you are expected to conduct your activities with integrity, ethically and in accordance with applicable laws and regulations. Employees should not engage in any work activity, practice or conduct which is or appears to be a conflict of interest for the company, its customers, suppliers, contractors, competitors or any person doing or seeking to do business with Mediavine, Inc., as described below.

You are to act in the best interests of the company, regardless of personal preference, and must not create the perception of personal advantage. An actual or potential conflict of interest occurs when an employee is in a position to influence a decision that may result in a personal gain for that employee or for a relative (related by blood or marriage, or a similar relationship).

The mere existence of a relationship with outside firms does not necessarily create a conflict of interest. However, if you have any influence on transactions involving purchases, contracts or leases, you must disclose the existence of the relationship to your supervisor as soon as possible.

Employees should not solicit or accept a promise of future employment based on any gift, loan, gratuity, reward or anything else of monetary value that might appear to influence your judgment or create a conflict in the performance of your job. You may accept occasional unsolicited courtesy gifts or favors (such as business lunches, tickets to sporting events or cultural events, holiday baskets, flowers, etc.) so long as the gifts or favors have a market value under \$100, are customary in the industry, and do not influence or appear to influence your judgment or conduct. Contact your supervisor for guidance as needed prior to the acceptance of any gift or favor.

OUTSIDE EMPLOYMENT

You may hold outside employment so long as you meet the performance standards of your job with Mediavine, Inc. You will be evaluated by the same performance standards and will be subject to scheduling demands, regardless of any existing outside work requirements.

Any outside employment that appears to conflict with or compromises the interests of the company is not permitted. Employees also may not receive any income or material gain from individuals outside the company for materials produced or services rendered while performing their jobs with the company.

EMPLOYEE POLICY REGARDING PERSONAL RELATIONSHIPS

Objective

Mediavine strongly believes that a work environment where employees maintain clear professional boundaries is necessary for effective business operations. Although this policy does not prevent the development of friendships or romantic relationships between co-workers, it does establish boundaries as to how relationships are conducted during working hours and within the working environment.

Individuals in supervisory or managerial positions, and with authority over others' terms and conditions of employment, are subject to more stringent requirements under this policy due to their leadership roles, their access to sensitive information, and their ability to affect the employment of individuals in subordinate positions.

This policy does not preclude or interfere with the rights of employees protected by the National Labor Relations Act or any other applicable statute concerning the employment relationship.

Procedures

1. During working time and in working areas, employees are expected to conduct themselves in an appropriate workplace manner that does not interfere with others or with overall productivity.
2. During non-working time, employees engaging in personal exchanges in non-work areas should observe an appropriate workplace manner to avoid putting others in an uncomfortable position.
3. Employees are strictly prohibited from engaging in physical contact that would in any way be deemed inappropriate in the workplace by a reasonable person, during working hours or non-working hours.
4. Employees who allow personal relationships with co-workers to adversely affect the work environment will be subject to Mediavine's disciplinary policy. Failure to change behavior and maintain expected work responsibilities will be viewed as a serious disciplinary matter.
5. Employee off-duty conduct is generally regarded as private, as long as such conduct does not create problems within the workplace. An exception to this principle, however, is romantic or sexual relationships between supervisors and subordinates.
6. Any supervisor, manager, executive or other company official in a sensitive or influential position with Mediavine must disclose the existence of a romantic or sexual relationship with another co-worker. Disclosure may be made to the Director of People Operations. Mediavine will review the circumstances to determine whether any conflict of interest exists.
7. When a conflict of interest or potential risk is identified due to a company official's relationship with a co-worker, Mediavine will work with the parties involved to consider options for resolving the problem. The initial solution may be to make sure the parties no longer work together on matters where one is able to influence the other or take action for the other. Matters such as hiring, termination, evaluation, performance management, compensation and financial transactions are examples of situations that may require reallocation of duties to avoid any actual or perceived reward or disadvantage. In some cases, other measures may be necessary, such as transfer of one or both parties to other positions or departments. If one or both parties refuse to accept a reasonable solution, such refusal will be deemed a voluntary resignation.
8. Failure to cooperate with Mediavine to resolve a conflict or problem caused by a romantic or sexual relationship between co-workers or among managers, supervisors or others in positions of authority in a mutually agreeable fashion may be deemed insubordination and result in disciplinary action up to and including termination.
9. The provisions of this policy apply regardless of the sexual orientation of the parties involved.
10. If doubts exist as to the specific meaning of the terms used above, employees should make judgments based on the overall spirit and intent of this policy.

11. Any concerns about the administration of this policy should be addressed to the Director of People Operations.

ROMANTIC RELATIONSHIPS

Mediavine, Inc. strongly believes that an environment where employees maintain clear boundaries between employee personal and business interactions is most effective for conducting business. Romantic relationships may cause misunderstandings, conflicts of interest, complaints of favoritism, negative employee morale, and has the potential for sexual harassment claims if the relationship ends.

All employees are strongly discouraged from becoming romantically involved with co-workers, especially in relationships where employees are in a supervisor-subordinate relationship. Employees are expected to behave in a professional manner in the workplace and must follow the company's policy against unlawful harassment of any kind, including sexual harassment.

An employee who is romantically involved with a supervisor or co-worker should immediately and fully disclose the relevant circumstances to their supervisor or another management member so that a determination can be made as to whether the relationship presents an actual or potential conflict of interest. If so, the company may take appropriate action according to the circumstances, up to and including transfer or termination of employment.

TOBACCO-FREE WORKPLACE

Mediavine, Inc. is committed to providing all employees with a safe and healthy work environment. All company premises are smoke-free, unless clearly marked otherwise. Smoking a cigarette, cigar, e-cigarette, or pipe or any other form of tobacco, as well as the chewing of tobacco, is not allowed. For your convenience, designated smoking areas are clearly marked. Employees are expected to use the waste disposal receptacles for smoking products.

RETALIATION

Mediavine, Inc. prohibits retaliation in the workplace. All employees should feel secure when reporting, in good faith, claims to management for workplace harassment, discrimination, bullying or unethical actions or behaviors. Employees have a responsibility to report harmful and unethical behavior and conduct. Likewise, Mediavine, Inc. has a duty to keep the workplace a safe environment for all employees.

Upon receipt of receiving a complaint or allegation of inappropriate behavior or conduct, a member of management or an outside party will take prompt action to investigate the claim, which includes interviewing employees who are aware of facts or alleged incident, interviewing the employee named in the alleged claim, and any necessary follow up.

During this process, all information will be kept as confidential as possible; however, full confidentiality cannot be guaranteed.

Retaliation towards an employee who reports a claim or participates in an investigation is against the law and will not be tolerated. Retaliation will lead to disciplinary action up to and including termination of employment.

HOURS AND COMPENSATION

Additional hours and compensation policies for the states of Arizona, California, Colorado, Connecticut, D.C., Florida, Georgia, Illinois, Kentucky, Maine, Maryland, Michigan, Minnesota, Montana, Nevada, New Jersey, New Mexico, New York, North Carolina, North Dakota, Ohio, Oklahoma, Oregon, Pennsylvania, Tennessee, Texas, Virginia, Washington, Wisconsin, see addendum.

HOURS OF OPERATION

Normal operating hours for Mediavine, Inc. are from 8:00 AM EST to 5:00 PM EST, Monday through Friday. These hours may vary depending upon your position and work requirements. If applicable, your supervisor will provide direction for lunch and rest breaks in order to facilitate the smooth flow of business and to maintain an adequate number of staff.

Give your supervisor as much advance notice as possible for any schedule changes.

ERROR IN PAY

Mediavine, Inc. and Insperty make every effort to ensure that you receive the correct amount of pay in each paycheck and that you are paid on the scheduled payday.

You should review your paycheck when received and, if you believe an error has been made, contact your supervisor and Insperty human resource specialist immediately. All necessary steps will be taken to research the problem and to assure that any necessary correction is promptly made.

EXEMPT EMPLOYEE REDUCTION OF SALARY

Exempt employees are paid on a salary basis and, in general, must be paid their full salary for any week they perform work. Their weekly salary may be reduced only in the following circumstances:

- Employees who are absent for at least a full day because of personal reasons, sickness or disability will not be paid for that day unless they have accrued paid time off under the Mediavine, Inc. paid time off, vacation, sickness or disability policy and the absence qualifies for pay under the policy. Their salary will not be reduced for less than a full day because of personal reasons, sickness or disability.
- Employees who are absent from work for jury duty, attendance as a witness or military leave may have their salary reduced by the amount of payment they receive in the form of jury fees, witness fees or military pay. Their salary will not be reduced by the number of hours or days they are absent unless they perform no work during a given week.
- Employees who work less than 40 hours during their first and/or last week of employment will be paid a proportionate part of their full salary for the time actually worked.

- Employees who take leave under the Family and Medical Leave Act will not be paid for that time unless they have accrued paid time off under the company paid time off, vacation, sickness or disability policy, if any. Their salary will be reduced by the hours missed, even if it is for less than a full day.
- Employees who violate a safety rule of major significance, may have their salary reduced in an amount to be determined by the company as a penalty for that violation.
- Employees may be suspended without pay for other types of workplace misconduct, but only in full day increments. This refers to suspensions imposed according to a written policy applicable to all employees regarding serious misconduct, including, but not limited to, workplace harassment, violence, drug and alcohol violations, legal violations, etc. The possibility of unpaid suspensions is included into all similar policies.

This policy is subject to applicable state law regarding reduction of exempt employees' salaries if the state law is more favorable to employees.

Prohibited Reductions/Complaint Procedure

Any salaried exempt employee whose salary is reduced in violation of this policy will be reimbursed. If you feel your salary has been improperly reduced, please notify your Insperty human resource specialist. No employee will be penalized in any way for making a complaint.

This policy is intended solely to implement Fair Labor Standards Act (FLSA) regulatory requirements, and applicable state law will be applied and modified as necessary in accordance with the requirements, and is not to be considered any type of contract.

OVERTIME FOR NONEXEMPT EMPLOYEES

Depending on the company work needs, employees will be required to work overtime when requested to do so. Nonexempt employees will be paid overtime premiums at the applicable federal or state wage rate, whichever is higher. You are responsible for clearly noting all hours worked, including any overtime hours, on your timesheet.

It is our policy that no overtime can be worked without the advance approval of your supervisor. Failure to obtain approval in advance of working the overtime is a violation of company policy and you may be subject to disciplinary action.

If, during a workweek, you are away from the job because of an injury, paid holiday, jury or witness duty, sick day or vacation day, those hours not worked will not be counted as hours worked for the purpose of computing overtime pay, even if you receive pay such as sick or vacation pay for such time missed.

Prohibited "Off the Clock" Work

Employees are not to work "off the clock" and are required to ensure that all time worked is properly recorded. If you are given directions to perform work "off the clock," you should promptly notify your supervisor. If your supervisor has given you directions to work "off the clock" and/or has told you not to properly record all hours worked, notify your Insperty human resource specialist. You will not be penalized in any way for making such a complaint.

PAY PRACTICES

For overtime calculations and salary administration, the fixed 7-day "workweek" for Mediavine, Inc. is the period beginning at 12:01 a.m., Monday and ending at 11:59 p.m., Sunday. All employees will be paid bi-weekly on every other Monday. For paydays falling on a weekend or holiday, you will be paid the prior business day.

If you are absent on payday and someone else is to pick up your check, it will not be released without a signed note from you authorizing the named person to pick it up. The person designated to pick up your check will be asked to produce satisfactory identification; otherwise, your check will not be released.

If your employment ends, you will be paid your final wages in accordance with applicable state law.

WORKING REMOTELY

Working remotely may be a viable alternative work arrangement in cases where individual, job and supervisor characteristics are best suited to this arrangement. Such arrangements allows an employee to work at home, on the road, or in a satellite location for all or part of the regular workweek. It is a voluntary work alternative that may be appropriate for some employees and some jobs. It does not change the terms and conditions of employment with Mediavine, Inc.

Employees requesting to work remotely must have a minimum of (6 months or 12 months, or other service requirement) of continued employment.

Employees who request arrangements to work remotely usually must have exhibited acceptable performance in accordance with the company's performance management process. The decision to approve an arrangement to work remotely will be based on factors such as:

- Position and job duties;
- Performance history;
- Related work skills; and
- Impact on the organization

You or your supervisor may suggest working remotely as a possible work arrangement. If you are interested in working remotely, submit a written request to your supervisor. The request should include the number of days per week you would like to work remotely and any changes to your regular work processes you feel would be necessary for the arrangement.

Arrangements to work remotely may be discontinued at any time by the Company or if mutually agreed upon. Your schedule will be set by your supervisor in advance. Any changes to your schedule must be reviewed and approved by your supervisor.

Mediavine, Inc. will determine, with information supplied by you and your supervisor, the appropriate equipment needs, including hardware, software, and phone. Equipment supplied by Mediavine, Inc. remains company property and will be maintained by the company. Equipment supplied by Mediavine, Inc. is to be used in accordance with company policy and such use is limited exclusively to authorized persons. The company will maintain the equipment it supplies.

Company supplied equipment is to be used for business purposes only. Employees who work remotely should sign an inventory of all company property and are responsible for taking appropriate action to protect the item(s) from damage or theft. Employees are required to use all approved and updated firewalls and anti-virus software provided by Mediavine, Inc. Installing and/or downloading any software without a supervisor's written approval is prohibited. In the event equipment necessary to perform your job duties fails or malfunctions, you must immediately notify . In the event repair or replacement of the company equipment prevents you from performing your job duties, Mediavine, Inc. may require you to report to your regularly assigned work location.

Upon termination of employment or upon request, all company property will be returned to the company. The company accepts no responsibility for damage or repairs to employee-owned equipment.

Before the arrangement to work remotely begins, employees who do so are responsible for establishing an appropriate work environment for work purposes. The company will not be responsible for costs associated with initial setup of an employee's home office such as furniture, lighting and repairs or modifications to the home office space. If requested, employees will be offered appropriate assistance in setting up a safe and ergonomically correct workstation.

Injuries sustained by an employee while at a home work location and in conjunction with regular work duties are normally covered by the company's workers' compensation policy. Employees who work remotely are responsible for notifying Mediavine, Inc. of such injuries in accordance with the company's workers' compensation procedures. However, the company assumes no responsibility for injuries occurring in the employee's at-home work space outside the agreed-upon work hours. Employees who work remotely are to maintain safe work conditions in their at-home work space and are to practice the same safety habits as those followed on company premises. The employee's home location is mainly for the employee and should not be used for meeting with customers, vendors or other company-related guests.

Mediavine, Inc. will also reimburse employees who work remotely for all other reasonable business-related expenses such as phone calls, shipping costs, etc. that are reasonably incurred and documented in accordance with job responsibilities and the company's expense reimbursement policy and procedures.

Employees who work remotely must be accessible by phone, e-mail or voice mail during the agreed-upon work schedule. Employees who work remotely may be required to come to the office as needed.

Employees who work remotely who are not exempt from the overtime requirements of the FLSA are required to record all hours worked and adhere to rest and meal break requirements. In accordance with state and federal requirements, hours worked in excess of those specified per day and per workweek will require advance supervisor approval.

The focus of the arrangement to work remotely must remain on the performance of job duties and meeting business demands. It is the employee's obligation to have a quiet and appropriate work environment during the employee's workday. Working remote is not intended to be used as an alternative means of caregiver responsibilities.

Confidentiality of Information

Consistent with the company's expectations of information security, for employees working at the office full-time, employees who work remotely will be expected to ensure the protection of proprietary company and customer information accessible from their home office. Steps include, but are not limited to, the use of locked file cabinets, computers and desks; the regular maintenance of passwords; and any other steps appropriate for the job and the environment.

Temporary Remote Work Arrangements

Temporary remote work arrangements may be approved for circumstances such as inclement weather, states of emergency, national disasters, special projects, or business travel at the sole discretion of Mediavine, Inc. These arrangements are approved on an as-needed basis only with no expectation of ongoing continuance.

All temporary remote work arrangements are determined on a case-by-case basis and are dependent upon the operational requirements of the organization.

BUSINESS EXPENSE AND TRAVEL

Mediavine, Inc. will reimburse all actual and reasonable business-related expenses incurred by employees in performing their job duties according to the following guidelines:

Documentation Requirements

You are required to provide a daily record of expenses, which shows the date, business location (city and state) and business purpose. Receipts must be attached for amounts exceeding \$5.00 for individual meals, entertainment, lodging, auto rental, cab fare and commercial travel.

Travel Time

Nonexempt employees will be compensated for time spent traveling if that travel is part of the employee's daily work activity, including travel from one job site to another or travel from a designated meeting place to a job site. Travel by a nonexempt employee who will be away from home overnight is work time only during those periods the employee is engaged in company business, which typically will coincide with the employee's regular working hours. Such time counts as hours worked even if it occurs on a non-working day. If an employee uses his or her own car rather than available public transportation for travel away from home, the employee can count as hours worked either the time spent driving or the time that would have been spent on public transportation during regular working hours.

Lodging

In certain cities and locales, Mediavine, Inc. may have negotiated discounted room rates with specific hotels. You should make every effort to utilize lodging in locations where these arrangements exist. When a guaranteed reservation must be changed, every reasonable effort should be made to cancel the reservation on a timely basis to avoid additional fees.

Transportation

Every effort should be made to use the lowest priced transportation available. Reimbursement will be made for the following modes of transportation:

- Commercial airline travel will only be reimbursed for economy class unless approved by management.
- Negotiated discount rates for auto rental may be available. You should utilize these arrangements where possible. Additional insurance should not be purchased.
- Personal auto used for business will be reimbursed at the current IRS mileage rate; however, the total amount for mileage must not exceed the economy class airfare for the same trip. The mileage reimbursement rate covers all vehicle expenses including gas, insurance and depreciation.
- Local commuting costs between an employee's residence and work location are not allowable business expenses. If the distance between your residence and place of departure is further than the distance between your residence and work location, the excess mileage is an allowed expense.

Meals

Reimbursement will be made for the actual cost of meals up to \$75.00 per day, including reasonable gratuities when away from home on company business or for approved business meetings.

Parking and Highway Tolls

All parking expenses and highway tolls related to business travel will be reimbursed.

Miscellaneous Expenses

Miscellaneous business expenses not described above (such as telephone, postage, service gratuities, small supplies on an emergency basis, etc.) will be reimbursed. Laundry and valet expenses are allowed when an employee is requested to extend scheduled trips or when away from home from more than five days.

While away on business, a reasonable expense for personal telephone calls will be allowed. Purchases of miscellaneous supplies, software or computer hardware should be purchased through the appropriate department and obtained under circumstances on an expense report.

Business Entertainment

Reimbursement is allowed for ordinary and necessary business meal and entertainment expenses for employees who have an influence on Mediavine, Inc. business. Expenses must be directly related to the business and obtained under circumstances related to a business discussion.

When reporting expenditures for entertainment, provide the following:

- Date;
- Name and address or location of restaurant or other facility;

- Name, title and company of the person(s) involved;
- Business reason; and
- Amount of each separate expense.

Business Gifts

Gifts in excess of \$1.00 to any individual are not reimbursable unless approved in advance by management. Employees are to supply all required information to the accounting department related to all gifts.

Professional or Technical Organizations Dues

Dues paid for approved memberships in professional or technical organizations are reimbursable with the proper documentation.

Training, Conferences and Seminars

Registration fees or similar expenses for approved training courses, conferences, seminars and conventions are reimbursable if approved by your manager.

Donations or Contributions

Donations or contributions are not reimbursable expense items.

Expense Advances

Mediavine, Inc. does not provide cash advances for employee travel. Employees traveling regularly on business are encouraged to personally obtain a widely accepted credit card. Any interest charges incurred are considered personal expenses and will not be reimbursed.

DIRECT PAYROLL DEPOSIT

Mediavine, Inc. offers direct payroll deposit and/or direct deposit debit cards to all employees. Direct payroll deposit is the automatic deposit of your pay into the financial institution account(s) of your choice. It promotes safe, confidential, convenient and fast payments and reimbursements. You have the freedom to change your deposit selections at any time.

The direct deposit debit card is a convenient alternative to traditional checking accounts. Should you choose this option, you can have your entire paycheck or a portion of it automatically deposited into a debit card account each pay period.

LACTATION BREAK

Mediavine, Inc. will provide a reasonable amount of break time, or amount of time required by state law, to accommodate a female employee's need to express breast milk for the employee's infant child for up to one year following the child's birth, or as required by law. The break time should, if possible, be taken concurrently with other break periods already provided. Employees should clock out for time taken for 30 minutes or more that does not run concurrently with normally scheduled break periods.

Mediavine, Inc. will provide the employee with the use of a room or other location in close proximity to the employee's work area, other than a restroom, where the employee may express milk in private. Speak with your supervisor should arrangements for a refrigerator be required.

You should notify your immediate supervisor if you are requesting time to express breast milk under this policy.

OPERATIONS

WORKPLACE ACCIDENTS AND WORKERS' COMPENSATION INSURANCE

All accidents, injuries, potential safety hazards, safety suggestions and health and safety related issues must be reported immediately to your supervisor and/or Human Resources or Insperity. If you or another employee is seriously injured, contact outside emergency response agencies. No matter how insignificant an injury may seem at the time of occurrence, you are to notify a supervisor or Mediavine, Inc.'s Human Resources Department or Insperity immediately of any workplace accident or injury.

The federal law, Occupational Safety and Health Administration (OSHA) requires that we keep records of all illnesses and accidents, which occur during the workday. Employees are required to report any workplace illness or injury, no matter how slight. OSHA also provides for your right to know about any health hazards that might be present on the job. Should you have any questions or concerns, contact your supervisor or Mediavine, Inc.'s Human Resources Department and/or Insperity for more information.

Workers' compensation insurance coverage is provided by Insperity's worker's compensation carrier in most states, with the exception of Washington, Wyoming, and North Dakota where coverage is provided by a state fund. Questions regarding workers' compensation insurance coverage should be directed to your supervisor or the Insperity Workers' Compensation Department at 800-242-8893, ext. 4244.

COMPANY PROPERTY INSPECTION

In an effort to maintain the safety and welfare of employees and visitors, Mediavine, Inc. may conduct searches or inspections on reasonable suspicion that a company policy was violated. Areas which may be searched include, but are not limited to, employee's work area, desks and any other property located on company premises or worksites. Entry on company premises or worksites constitutes consent for the company to conduct a search or inspection when there is a reasonable suspicion that a company policy was violated.

CUSTOMER RELATIONS

One of our highest priorities is to help any customer or potential customer with outstanding service. In order to realize our commitment to excellent customer service, we expect you to:

- Provide courteous service in a prompt and efficient manner.
- Establish and maintain positive relationships with customers by gaining their trust and respect through professional, honest interaction.
- Handle complaints quickly and professionally; never argue with a customer. If you are unable to resolve the complaint to the customer's satisfaction, review the situation with your supervisor.
- Communicate with customers in a professional manner whether in person, over the phone or via e-mail.

Always conduct yourself with professionalism and respect for others. Your conduct is a direct reflection on yourself and the organization.

EMPLOYEE REFERRAL PROGRAM

Mediavine, Inc.'s Employee Referral Program provides opportunity for current employees to assist the company in attracting qualified applicants for job openings. Mediavine, Inc. recognizes the importance of involving employees in the hiring process and growth of the company. The Employee Referral Program allows employees an opportunity to gain a referral bonus and will generate applicants who do not see or respond to other sourcing methods. The program is available to all full-time employees.

Mediavine, Inc. is an equal opportunity employer and hires individuals solely upon the basis of their qualifications for the job for which they have applied. Every effort is made to hire employees for positions which make the best use of their abilities and in which they will be able to achieve personal satisfaction. In no event shall the hiring of an employee be considered as creating a contractual relationship between the employee and the company, and, unless otherwise provided in writing, employment shall be at will, so that either party may terminate the relationship at any time with and without notice for any lawful reason.

All referrals must be submitted to Human Resources. Referrals will be kept confidential until the recruiting effort has been completed.

GIFTS AND FAVORS

Employees should not solicit or accept a promise of future employment based on any gift, loan, gratuity, reward or anything else of monetary value that might appear to influence your judgment or create a conflict in the performance of your job.

You may accept occasional unsolicited courtesy gifts or favors (such as business lunches, tickets to sporting events or cultural events, holiday baskets, flowers, etc.) so long as the gifts or favors have a market value under \$100, are customary in the industry, and do not influence or appear to influence your judgment or conduct. Contact your supervisor for guidance as needed.

JOB PERFORMANCE EVALUATIONS

Mediavine, Inc. is committed to attracting and retaining a qualified and competent workforce. Employees typically will receive an annual written performance review and may receive additional performance evaluations at other intervals. Written performance reviews will be based on your overall performance in relation to your job responsibilities, your achievements and work behavior. Informal performance discussions typically occur throughout the year and encourage open supervisor-employee communication.

A positive performance review does not guarantee either an increase in compensation or continued employment. Raises, if given, may be based on a number of factors, such as the company's performance and profitability, department or group performance and individual performance.

MEDIA CONTACT

Events may occur that draw attention from the media. You are to refer all requests directed to the company for information, interviews, photographs, or videos by the news media to the President/CEO. Only employees, consultants and other business associates that are designated by the President/CEO may speak on behalf of the company.

SOLICITATIONS AND DISTRIBUTION OF LITERATURE

Mediavine, Inc. strives to maintain a proper business environment and prevent unnecessary interference with work.

Therefore, the following guidelines apply throughout the company:

- No employee may, during working time, engage in any solicitation of other employees for any purpose. Working time does not include the employee's meal break or other authorized breaks. No employee who is not on working time may solicit any other employee who is on working time. No employee may distribute non-company materials in working areas of the company at any time. Employees must have management approval to post information on the company's bulletin board.
- Non-employees are prohibited at all times from trespassing, soliciting or distributing literature on company premises.

USE OF COMPANY PROPERTY

Employees may use company property, equipment and reference materials for business purposes. Company equipment (including, but not limited to, computers, printers, fax machines, etc.) assigned to employees is the property of the company and may not be removed from the building without first obtaining written permission from your supervisor. You are expected to take proper precautions concerning the equipment, reference material and/or property you are assigned to use. Any equipment that is malfunctioning should be reported immediately to your supervisor.

INFECTIOUS DISEASE CONTROL

Mediavine, Inc. will take proactive steps to protect the workplace in the event of an infectious disease outbreak, national or local epidemic, or pandemic. It is the goal of Mediavine, Inc. during any such time period to strive to operate effectively and ensure that all essential services are continuously provided and that employees are safe within the workplace.

Preventing the Spread of Infection in the Workplace

Mediavine, Inc. will make efforts to ensure a clean workplace, including the regular cleaning of objects and areas that are frequently used, such as bathrooms, breakrooms, conference rooms, door handles and railings. Management will monitor and coordinate events around an infectious disease outbreak, as well as to create work rules to promote safety through infection control.

Employees are expected to cooperate in this effort by taking steps to reduce the transmission of infectious disease in the workplace. The best strategy remains the most obvious - frequent hand washing with warm, soapy water; covering your mouth whenever you sneeze or cough; and discarding used tissues in wastebaskets. Mediavine, Inc. may provide alcohol-based hand sanitizers throughout the workplace and in common areas, as available.

Unless otherwise notified, Mediavine, Inc.'s standard attendance and leave policies remain in effect. Individuals who believe they may face particular challenges reporting to work during an infectious disease outbreak should take steps to develop any necessary contingency plans. For example, employees might consider arranging alternative sources of childcare should schools close and/or speak with supervisors about the potential to work from home temporarily or on an alternative work schedule. Employees are encouraged to contact the Employee Assistance Program (EAP) for childcare and dependent care resources. All contact between an employee and the EAP is confidential and designed to safeguard the participant's privacy rights. The EAP's telephone number is 1-866-402-0003.

Limiting Travel

All nonessential travel should be avoided until otherwise notified. Employees who travel as an essential part of their job should consult with management on appropriate actions. Business-related travel outside the United States will not be authorized until further notice. Mediavine, Inc. will follow any official national or local state and health guidance.

Employees should avoid crowded public transportation when possible. Alternative scheduling options, ride-share resources and/or parking assistance may be considered on a case-by-case basis. Contact your supervisor for more information.

Telecommuting

Requests to work remote will be handled on a case-by-case basis. While not all positions will be eligible, all requests for temporary remote work should be submitted to your supervisor for consideration.

Staying Home When Ill

Many times, with the best of intentions, employees report to work even though they feel ill. Mediavine, Inc. provides Paid Sick Time to compensate employees who are unable to work due to illness. Employees should refer to the company's Paid Sick Time policies for additional information, or you may contact your Insperity Human Resource Specialist.

During an infectious disease outbreak, it is critical that employees do not report to work while they are ill and/or experiencing the following symptoms: Fever, cough, sore throat, runny or stuffy nose, body aches, headache, chills and fatigue. Currently, the Centers for Disease Control and Prevention recommends that people with an infectious illness such as the flu and or other contagious communicable illnesses and diseases remain at home until at least 24 hours after they are free of fever (100 degrees F or 37.8 degrees C) or signs of a fever without the use of fever-reducing medications. Employees who report to work ill may be sent home in accordance with these health guidelines.

Requests for Medical Information and/or Documentation

If you are out sick or show symptoms of being ill, it may become necessary to request information from you and/or your health care provider. In general, we may request medical information to confirm your need to be absent, to show whether and how an absence relates to the infection, and to know that it is appropriate for you to return to work. We expect and appreciate your cooperation if and when medical information is requested. Medical certification may also be requested in accordance with any applicable leave of absence policies that may apply.

Confidentiality of Medical Information

Mediavine, Inc. treats any medical information as a confidential medical record. All reasonable precautions will be taken to prevent inappropriate disclosure of medical information according to applicable laws.

Social Distancing Guidelines for Workplace Infectious Disease Outbreaks

In the event of an infectious disease outbreak, Mediavine, Inc. may implement these social distancing guidelines to minimize the spread of the disease among employees in the workplace.

In the workplace, employees are requested to:

- Avoid meeting people face-to-face. Employees are encouraged to use the telephone, online conferencing, e-mail or instant messaging to conduct business as much as possible, even when participants are in the same building.
- If a face-to-face meeting is unavoidable, minimize the meeting time, choose a large meeting room and sit at least one yard from each other if possible; avoid person-to-person contact such as shaking hands.
- Avoid any unnecessary travel and cancel or postpone nonessential meetings, gatherings, workshops and training sessions.
- Limit congregating in work rooms, pantries, copier rooms or other areas where people socialize.
- Bring lunch and eat at your desk or away from others (avoid lunchrooms and crowded restaurants).
- Encourage members and others to request information and orders via phone and e-mail in order to minimize person-to-person contact. Have the orders, materials and information ready for fast pick-up or delivery.

Outside activities

For the safety and well-being of our employees, employees may be encouraged to the extent possible to use good judgment outside of work. For example:

- Avoid public transportation (walk, cycle, drive a car) or travel to destinations either early or late to avoid rush-hour crowding on public transportation.
- Avoid recreational or other leisure classes, meetings, activities, etc., where employees might come into contact with contagious people.

COMMUNICATIONS

COMPLAINT RESOLUTION PROCEDURE

Mediavine, Inc. is committed to providing a comfortable and productive work environment for employees. It is important that your concerns are resolved in a timely manner in an atmosphere of open communication and mutual respect. You are encouraged to follow the process below for bringing concerns to management for resolution. Employees will not be penalized for taking advantage of this procedure.

First, discuss the problem with your supervisor. If you do not believe a discussion with your supervisor is appropriate, request a meeting with an Insperity human resource specialist. In an effort to resolve the problem, the Insperity human resource specialist will consider the facts and may conduct an investigation.

Additionally, the Anti-Harassment Policy in this handbook outlines procedures for employees to report complaints of harassment and discrimination.

INTERNET CODE OF CONDUCT

Access to the internet has been provided to employees primarily for the benefit of the organization. The following guidelines have been established for using the Internet.

Acceptable Use of the Internet

You should use the Internet in an effective, ethical and lawful manner. You may use the Instant Messaging Systems and Internet Forums primarily to conduct official company business or to gain technical or analytical advice. Databases may be accessed for information as needed.

Unacceptable Use of the Internet

You should not use the internet during working time for non-productive reasons. Nonworking time includes the time before and after your scheduled shift, and the time when you are on a rest or lunch break. Use of the Internet while on company time must not interfere with your productivity or disrupt the operations of the company network or the network of other users.

Communications

You are responsible for the content of all text, audio or images that you place or send over the Internet including, but not limited to, any Web-based sites or programs utilized through the company. Employees should avoid posting statements, photographs, video or audio that reasonably could be viewed as malicious, obscene, and threatening or intimidating; that disparage clients, or vendors; or that might constitute harassment or bullying. Examples of this conduct might include offensive 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.

Except to the extent that you are discussing your wages, hours or terms and conditions of employment, the following guidelines apply: All messages communicated on the Internet should have your name attached to them if they mention or refer to Mediavine, Inc. in any way. No messages regarding or relating to the company are to be transmitted under an assumed name. Employees may not transmit messages or other communication by means that either mask or hide their identity or indicate that they are sent by someone else if it contains information regarding the company's business.

Software and Copyright Issues

Mediavine, Inc. intends to prevent computer viruses and unauthorized use of copyrighted materials belonging to entities other than the company. You should obtain prior approval before downloading any software. Users are not permitted to copy, transfer, rename, add or delete information or programs belonging to other users unless given express permission to do so by the owner. Failure to observe copyright or license agreements may result in disciplinary action from the company, up to and including immediate termination or legal action by the copyright owner.

Confidentiality and Passwords

While our systems may accommodate the use of passwords for company security, you should not expect confidentiality of your files at work. Mediavine, Inc. reserves the right to access your Internet use and messages at any time, without notice.

Never disclose personal or system passwords to anyone other than authorized company representatives. You are not to attempt to gain access to another employee's system, including email or voice mail messages.

Security

All messages created, sent or retrieved over the Internet are the property of the company and are not private. The company may access and monitor all messages and files on the computer system at any time. All communications, including text and images, can be disclosed to law enforcement or other third parties without prior consent of the sender or the receiver.

Harassment

Harassment of any kind is prohibited. Messages with derogatory or inflammatory remarks about an individual or group's race, color, religious creed, sex, national origin, ancestry, citizenship status, pregnancy, childbirth, physical disability, mental and/or intellectual disability, age, military status or status as a Vietnam-era or special disabled veteran, marital status, registered domestic partner or civil union status, gender (including sex stereotyping and gender identity or expression), medical condition (including but not limited to, cancer related or HIV/AIDS related), genetic information or sexual orientation will not be permitted.

Violations

Violations of any guidelines listed in this policy may result in disciplinary action, up to and including immediate termination. If necessary, the company will advise appropriate legal officials of any illegal violations.

WIRELESS COMMUNICATION DEVICE USE GUIDELINES

Mediavine, Inc. may provide wireless communication devices, including hands-free devices, to employees who have a job-related need for them. These devices are the property of Mediavine, Inc. The following guidelines must be followed:

- Employees are expected to carry wireless communications devices as directed by their supervisor.
- Employees are responsible for lost or stolen wireless communications devices and must report such losses immediately.
- Upon termination of employment for any reason, the employee must return all company-issued property.

Safety Concerns

The company values its employees and the safety of others and expects employees to put safety first while driving. Employees are prohibited from using wireless communication devices while driving unless using a hands-free device. Texting (including composing, sending, or reading) while driving is strictly prohibited. You are strongly encouraged to pull off to the side of the road and park the vehicle in a safe location before placing or accepting a call or before reading or writing e-mail or text messages. You should take special care in situations where there is heavy traffic, inclement weather or you are driving in an unfamiliar area.

You are expected to know and follow all local and state laws related to using communication devices while driving. Employees are responsible for all traffic violations and consequences resulting from the use of communication devices while driving.

Use of Camera Phone

Use of the camera feature on cellular phones or other communication devices presents risks to the company, potentially compromising customer information, trade secrets, or the privacy of others. Use of this feature to capture images or video is prohibited unless authorized in advance by management.

BRING YOUR OWN DEVICE

You may be allowed to use your personal device(s) for work purposes. Personal electronic devices include, but are not limited, to personally owned cell phones, tablets, laptops and computers.

Mediavine, Inc. must ensure the security of company information; therefore, any approved device is required to have an anti-virus, mobile device management (MDM) and “remote wipe” software installed. This MDM software will store all company-related information, including calendars, emails and other company-related applications in one area that is password-protected and secure. The IT department must approve any personal device and install all required software prior to the device being used for work-related activities.

If you choose to connect personal devices to the company's computing and communication systems, you should be aware that the company may remotely "wipe" all information on any device that has been configured to access the company's systems without any notice. If the company chooses to exercise this option, all information on the device—including any personal information—will be remotely deleted and reset to its factory settings without notice. This could occur if the device is lost, when your employment ends, or at other times during your employment. You may not receive any advance notice of the company's decision to execute a remote wipe command. Consequently, if you store personal information on any device that has been configured to access the company's communication systems, you should maintain copies of this information on non-company equipment that has not been configured to access the company's computing and communication systems. Mediavine, Inc. will not be responsible for loss or damage of personal applications or data resulting from the use of company applications or the wiping of company information. You must notify IT immediately in the event an authorized personal device is lost or stolen.

Cloud-based applications or backup that allows company-related data to be transferred to unsecure parties are prohibited. Additionally, personal devices may not be synchronized to other devices that have not been authorized. Making any modifications to the device hardware or software beyond authorized and routine installation updates is prohibited unless approved by IT. You may not use unsecure Internet sites.

Non-exempt employees may not use their personal devices for work purposes outside of their normal work schedule without authorization in advance from management. Additionally, any employee who is on unpaid leave may not use a personal device for work without authorization from management. Mediavine, Inc. reserves the right to deactivate the company's application and access on the employee's personal device during periods of leave.

While at work, you are expected to exercise the same discretion in using your personal device(s) as is expected for the use of company devices. Company policies pertaining to harassment, discrimination, retaliation, trade secrets, confidential information and ethics apply to the use of personal devices for work-related activities. Audio and/or video recording anywhere on company property during working time at any time is prohibited unless authorized in advance by management.

You should have no expectation of privacy in any correspondence, message or information located or sent across the Company's computing and communication systems. Regardless of the content or purpose, or if the device is personal or company-provided, as indicated above, the company may remotely "wipe" all information on any device that has been configured to access the company's systems for any reason, and without any notice to the employee. This includes email, social media sites, text messages, chat messages, internet searches and stored documents.

The company may access, monitor, copy, capture, disclose, delete, and use any communication, information or data, whether personal or business related, that is created on, stored on (permanently or temporarily), viewed on, downloaded or uploaded to, accessed by, printed from, or communicated across the Company's computing and communication systems with or without notice to the employee. All messages, regardless of content or the intent of the sender, are a form of company correspondence, and are subject to the same internal and external security and scrutiny as any other company correspondence.

You are expected to follow applicable state or federal laws or regulations regarding the use of electronic devices at all times. Upon resignation or termination of employment, or at any time upon request, you may be asked to produce your personal device(s) for inspection. All company data on personal devices will be removed by IT upon termination of employment.

Failure to follow policies and procedures may result in disciplinary action up to and including termination of employment.

SOCIAL MEDIA

Social media refers to sites including, but not limited to, Facebook, Instagram, LinkedIn, Twitter, YouTube, etc., as well as blog postings. Social media can include written information, photos, drawings, videos, other graphic or audio content, Internet message boards, chat rooms, web pages or any similar form of communication.

Mediavine, Inc. embraces the use of social media for business purposes. You are encouraged to sign up for social media networks and to share information that helps to present the organization in a positive light. The appropriate use of social media provides a useful tool for beneficial communications purposes.

All employees are expected to follow these guidelines when using social media:

- Maintain the confidentiality of Mediavine, Inc.'s trade secrets and private, proprietary or confidential information. Trade secrets may include information regarding the development of systems, processes, products, know-how and technology. Do not post internal reports, policies, procedures or other internal business-related confidential communications.
- Do not make any reference to the company's clients, partners or customers without their express written consent.
- Civility in the workplace is a priority of the company. Comments that are rude, condescending, or disparaging about the company's employees are prohibited.
- Misrepresenting the company's products or services or its employees is prohibited.
- You are not authorized to represent the company in online communications unless assigned as part of your responsibilities or given express permission in writing by an officer of the company. Do not use any company logo, trademark, or graphic without prior written approval.
- Do not post things such as, discriminatory remarks, harassment and threats of violence, bullying, retaliation or similar inappropriate or unlawful conduct. The company's Equal Employment and Anti-Harassment policies apply to all social media communication.

If you use social media outside of the work environment, we suggest the following guidelines:

- Respect copyright laws and reference or cite sources appropriately. Plagiarism applies online, as well. If you are unsure about whether a message would violate company policy, speak with your manager or supervisor before posting it.
- If Mediavine, Inc. is a subject of the content you are creating, clearly and conspicuously disclose your relationship with the company and clarify that you are not authorized to make statements on behalf of the company.

- Respect defamation laws. Make sure you are always honest and accurate when posting information or news pertaining to the company. If you make a mistake, correct it quickly. Never post any information or rumors that may be false about the company, co-workers, or customers.
- Do not use Mediavine, Inc.'s email addresses to register on social networks, blogs or other online tools utilized for personal use. The company requires all employees who participate in such activities to comply with all company guidelines and policies, including, but not limited to the Anti-Harassment policy.
- Avoid use of any company logo, trademark, or graphic for any reason.

While on work time or while using company-provided equipment, only use social media for work-related activities as authorized by your manager or consistent with the Internet Code of Conduct policy and the Use of Communication Systems policy.

Nothing in this policy or in any other company guideline and/or policy is intended to prohibit any employee from receiving a communication or engaging in activities that are protected by law. Examples include, but are not limited to, communications between employees related to wages, hours and other terms and conditions of employment.

SUGGESTIONS

As an employee of Mediavine, Inc., you have the opportunity to contribute to our future success and growth by submitting suggestions for reducing costs, improving operations or procedures, enhancing customer service, increased productivity or enhanced efficiencies.

All suggestions are reviewed and valued. When a suggestion from an employee has particular merit, we provide for special recognition of the individual(s) who submitted the idea.

USE OF COMMUNICATION SYSTEMS

Mediavine, Inc. provides the communication systems necessary for you to conduct business. You are expected to adhere to proper use of all communication systems. These include, but are not limited to, the telephone, email, wireless communication devices, iPads, tablets, facsimile, Internet access and other external network connections, network file share and storage systems, wide area network, company intranet, voicemail, computers, modems, systems, audio/visual equipment, and other software and equipment.

The Company's computing and communications systems are to be used in a productive manner primarily for the company business.

No Privacy Expectations

You should have no expectation of privacy of any correspondence, messages or information located or sent across in the company's computing and communication systems, regardless of the content or purpose. This includes email, social media sites, text messages, chat messages, internet searches and stored documents.

The company may access, monitor, copy, capture, disclose, delete, and use any communication, information or data, whether personal or business related, that is created on, stored on (permanently or temporarily), viewed on, downloaded or uploaded to, accessed by, printed from, or communicated across the company's computing and communication systems with or without notice to the employee. This includes instances where employees transmit or receive text or instant messages on company devices. All messages, regardless of content or the intent of the sender, are a form of company correspondence, and are subject to the same internal and external regulation, security and scrutiny as any other company correspondence.

Email communications must be written following customary business communication practices as is used in correspondence. Email communications are official internal company communications, which may be subject to summons in legal proceedings. Work-related messages should be directed to the specific employee(s) rather than sending a global message to all employees. It is the employee's obligation to notify any third parties affected by this policy of the company's policies regarding monitoring employee communications.

Communication systems shall not be used as a forum to promote religious or political causes, or an illegal activity. Offensive or improper messages or opinions, transmission or postings of sexually explicit images or other images or materials inappropriate for the workplace, messages, cartoons, or other such items, or messages that may be construed as harassment or disparagement of others based on race, color, religious creed, sex, national origin, ancestry, citizenship status, pregnancy, childbirth, physical disability, mental/intellectual disability, age, military status or status as a Vietnam-era or special disabled veteran, marital status, registered domestic partner or civil union status, gender (including sex stereotyping and gender identity or expression), medical condition (including, but not limited to, cancer related or HIV/AIDS related), genetic information or sexual orientation are also prohibited.

Unless authorized by personnel with the authority to grant such authorization, any attempt to gain access to another employee's personal communications system and messages is prohibited.

EMPLOYEE BENEFITS

HOLIDAYS

Full-time employees are eligible for paid holidays during each calendar year. A paid holiday does not count as a day worked in calculating overtime for the week.

Mediavine, Inc. observes the following holidays each year:

New Year's Day	Thanksgiving Day
Memorial Day	Day after Thanksgiving
Independence Day	Day before Christmas
Labor Day	Christmas Day
	Day after Christmas

A recognized holiday that falls on a Saturday will be observed on the preceding Friday and a recognized Sunday holiday will be observed on the following Monday.

INSPERITY ONLINE SERVICES

Visit Insperty online to access training, secure personal information and work tools. Go to <http://portal.insperity.com> and click CREATE ACCOUNT. Follow the steps below to log in and begin using the Insperty Premier™:

Step 1: Enter your last name and date of birth

Step 2: Enter one of the following to identify yourself:

- Your Social Security Number
- Your Individual Taxpayer Identification
- Your Insperty ID (this can be found on your paystub)

Step 3: Enter a username and password of your choice. Then follow the remaining prompts to create the account.

Your personal information is accessible only to you through multiple layers of security and industry-standard data encryption. Since payroll information and other sensitive data are accessible through your account, it is important you do not share your username and password with others.

Contact Insperty's Contact Center toll free at 866-715-3552, Monday through Friday from 7:00 a.m. to 7:00 p.m. Central time for questions about the Insperty Premier™ and your Insperty benefits.

BENEFITS

A benefits package is provided to eligible employees through Mediavine, Inc.'s co-employment relationship with Insperty. Details describing these benefits, including eligibility information, can be found in the Benefits Book provided to each employee when hired. Additionally, you can call the Insperty Contact Center at 1-866-715-3552, 7:00 a.m. – 7:00 p.m. CT, Monday through Friday for more information on the benefits available to you from Insperty.

EMPLOYEE ASSISTANCE PROGRAM OVERVIEW

We care about our employees' health and well-being and recognize that employees may be faced with personal challenges. The Employee Assistance Program (EAP) provides confidential support, counseling, as well as customized resources and referrals to help employees and their immediate families with work-life services, health information lines, and legal and financial services referrals. All contact between an employee and the EAP is confidential and designed to safeguard the participant's privacy rights. The EAP's telephone number is 1-866-402-0003" />.

The company reserves the right to amend, suspend, or terminate any of the benefits plans it sponsors at any time.

PAID VACATION TIME

Mediavine offers full-time employees with unlimited vacation. Instead of accruing and tracking vacation, you will plan the PTO you would like to take off with your supervisor and team.

Vacation is approved on a first-come, first-served basis. Having several teammates out during the same week would be difficult if there were a known critical client event or deliverable on which a vacationing teammate plays a key role. Managers approve vacation according to business needs and in the order in which the PTO requests were received. PTO requests should be submitted to your manager at least 2 weeks in advanced. Time off lasting more than 3 weeks must be approved 1 month in advance. As always, planning time off in advance helps your team prepare for your absence.

Mediavine encourages you to schedule for times that won't cause significant disruption to client services or team operations. Employees will not "accrue" vacation days under this policy, therefore you will not receive compensation for "unused" vacation time when you leave Mediavine.

Time off due to illness and/or injury or leaves of absence such as those covered State Paid Sick Leave and Paid Sick Leave are handled separately. Unlimited vacation cannot be used for these types of absences. Please refer to Mediavine's policies regarding Paid Sick Leave or contact your manager you have questions pertaining to other types of leaves. Unlimited vacation is intended to build bonds of trust in working relationships. Mediavine reserves the right to adjust this policy if company feels it is being abused or an employee's performance declines significantly.

Mediavine reserves the right to review the employee's use of this policy and determine if discipline or termination is appropriate.

SICK DAYS

The company recognizes that employees will occasionally need time off from work to address their own or their family's medical needs. For this reason, regular full-time employees may use sick leave for their family members' or their own illness, injury or medical condition.

Eligible employees accrue sick time at the rate of 1.538 per pay period up to a maximum of 40 hours per calendar year. Unused sick time may not be carried over from one calendar year to the next, and no payments will be made for accrued but unused sick time at the end of any calendar year or in the event of termination. Sick time will not be used in the calculation of overtime.

*Refer to the state addendums for state specific paid sick leave policies.

Familiarize yourself with the absenteeism and tardiness policy for the proper procedures to follow when an absence has or will occur.

LEAVE OF ABSENCE

Additional leave of absence policies for the states of Arizona, California, Colorado, Connecticut, D.C., Florida, Georgia, Illinois, Kentucky, Maine, Maryland, Michigan, Minnesota, Montana, Nevada, New Jersey, New Mexico, New York, North Carolina, North Dakota, Ohio, Oklahoma, Oregon, Pennsylvania, Tennessee, Texas, Virginia, Washington, Wisconsin, see addendum.

FMLA

This Policy is in effect only where the client company is a covered employer under applicable federal law.

In accordance with the Family and Medical Leave Act (“FMLA”), the client company provides unpaid family and medical leaves of absence to eligible employees.

Eligible Employee

To be eligible for family and medical leave, qualifying exigency leave, or covered service member leave, the employee must meet the following requirements at the time the employee gives notice of the need for leave:

1. **Employer Headcount** – The employee must work at a client company where 50 or more employees have been on payroll for 20 or more calendar workweeks, either in the current year or the preceding year.
2. **Employee Worksite** – The employee’s worksite must have 50 or more employees who work within a 75-mile radius of the worksite. **Note:** *Remote employees should be factored into the headcount as well, if there are remote employees who report into the same worksite or receive work assignments from the same worksite as the employee going on leave.*
3. **Tenure** – The employee must have been employed by the client company for at least 12 months in the preceding 7 years, including assignments worked through a temporary agency; and
4. **Hours Worked** – The employee must have worked 1,250 hours during the 12-month period immediately before the beginning of the leave.

Approved Reasons for Leave

FMLA leave may be taken for the following reasons:

1. Birth of an employee’s child or care for the newborn child;
2. Placement of a child with the employee for adoption or state-approved foster care;
3. Employee’s own serious health condition or the care of family member who has a serious health condition;
4. Employee’s care of a “covered service member” who has sustained a serious injury or illness during active duty (“covered service member leave,” also known as “military caregiver leave”);

5. Employee’s response to a “qualifying exigency,” arising out of a military member’s active duty or notification of an impending call or order to active duty.

Definitions

Subject Matter	Definition
Covered Service Member	<p>The employee’s spouse, son, daughter, parent, or next of kin who meets one of the following definitions:</p> <ul style="list-style-type: none"> • Member of the Armed Forces, National Guard, or Reserves, who is undergoing medical treatment, recuperation or therapy, is in out-patient status, or is on the temporary disability retired list for serious injury or illness; or • Covered veteran who was discharged or released within five years preceding the date on which the veteran undergoes medical treatment, recuperation or therapy for a serious injury or illness.
Family Member	The employee’s spouse, child, or parent
Military Member	The employee’s spouse, son, daughter, or parent, who is a member of the Armed Forces, National Guard or Reserves in a foreign country
Qualifying Exigency	Short-notice deployment; military events and related activities; childcare and school activities; financial and legal arrangements; counseling of eligible individuals; rest and recuperation for purposes of spending up to 15 days with a covered military member who is on leave; post-deployment activities; parental care and other activities related to the military member agreed upon between the employee and the client company.
Serious Health Condition	<p>Illness, injury, impairment or physical or mental condition that involves either inpatient care or continuing treatment by a health care provider.</p> <p>Example: Disability due to pregnancy or prenatal care</p>

Workers' Compensation and Family and Medical Leave

If an employee is eligible for FMLA and is on leave due to a workers' compensation injury that meets the definition of “serious health condition,” the absence will count toward the FMLA leave entitlement.

Length of Family and Medical Leave and Qualifying Exigency Leave

An eligible employee is entitled to a combined total of 12 workweeks of unpaid leave within a 12-month period for family and medical and qualifying exigency leave. The amount of leave available to an eligible employee will be calculated by looking backward at the amount of leave taken within

the 12-month period immediately prior to the first date of leave. Family and medical leave and qualifying exigency leave may run concurrent with other federal, state and local leave laws.

Leave taken for the care of a newborn child or placement for adoption or foster care must be taken within 12 months of the birth or placement of the child. If both parents are employed by the same client company, and are eligible for leave, both may take a combined total of 12 weeks, except for leave due to the serious health condition of a covered family member.

Length of Covered Service Member Leave

An eligible employee is entitled to a combined total of 26 workweeks of unpaid leave within a single 12-month period for covered service member and other qualifying FMLA leave. If both spouses are employed by the same client company and are eligible for covered service member leave, both may take a combined total of 26 weeks. Covered service member leave may run concurrent with other leave entitlements provided under federal, state and local law.

Intermittent Leave

Leaves may be taken as an intermittent/reduced schedule leave in the following situations:

- a. For the employee's serious health condition or the serious health condition of a family member when medically necessary or when best accommodated through such scheduling.
- b. For covered service member leave when medically necessary or when best accommodated through such scheduling.
- c. For a qualifying exigency leave.

An employee requesting intermittent/reduced schedule leave may be transferred temporarily to an available alternative position or to a part-time position with an equivalent rate and benefits, if such a position better accommodates the need for intermittent/reduced schedule leave.

Substitution of Regular Pay

If family and medical leave is taken due to the employee's serious health condition, all accrued paid time, including accrued and unused sick leave, paid vacation, paid personal time, paid time off and, if applicable, short-term salary continuation should be exhausted before continuing leave on an unpaid basis.

When receiving disability benefits under a disability benefit plan, the substitution of regular pay is not required.

If the employee takes leave under this policy for reasons other than the employee's serious health, all accrued paid leave should be used before continuing on an unpaid basis. Any family and medical leave, qualifying exigency leave, military caregiver leave, whether paid, unpaid or a combination thereof, will be counted toward the 12-week or 26-week leave entitlement, as applicable.

Notification Requirements

If an employee expects to take family and medical leave, qualifying exigency leave or covered service member leave, the employee must notify the authorized client representative and Insperty Leave Administration at least 30 days in advance of the expected leave. Such notification should be provided by submitting a Leave of Absence Request Form.

If the leave is not foreseeable, the employee must provide notification as soon as practical. In addition, the employee must comply with the client company's established absenteeism and tardiness policies.

Medical Certification

Within 15 calendar days of the request, an employee who takes leave for his or her own or a family member's serious health condition, or to care for a covered service member, must submit medical certification to Insperty Leave Administration. Such certification should include the following:

1. Health Care Provide name, address, contact information and signature;
2. Statement of facts sufficient to support the need for leave;
3. Estimated dates of when the condition began and will end, including the anticipated return-to-work date;
4. Estimated frequency and duration of incapacity for intermittent or episodic conditions; and
5. Work restrictions, if applicable.

If the employee fails to do so, the client company may delay the start of the requested leave, withdraw any designation of the requested leave as FMLA leave, or deny the requested leave, and consider time taken off subject to the client company's established absenteeism and tardiness policies.

If the medical certification is incomplete and/or insufficient, Insperty may notify the employee in writing as to what is incomplete and/or insufficient. The employee will then have seven calendar days to resubmit the medical certification. Failure to provide a complete and sufficient certification by the date required may result in the denial of the requested FMLA leave.

When an employee returns to work after being on a medical leave of absence (including pregnancy-related conditions and work-related injuries), the employee will be required to provide a medical release from the health care provider.

"Qualifying Exigency" Leave Certification

Within 15 calendar days of a request for qualifying exigency leave, the employee must submit written certification detailing the reason(s) for leave and providing appropriate supporting documentation to Insperty Leave Administration.

Job Restoration

When returning from an authorized leave, an employee will generally be returned to the same or an equivalent position, with no loss of benefits accrued prior to leave. Absences due to leave will not be counted as time worked for the purpose of seniority or computing paid time off for vacation, sick leave or personal days. In the event that the employee's position is affected by a decision or event not related to the leave of absence (e.g., job elimination or layoff), the employee will be affected to the same extent as if not on leave.

Certain "key employees" as defined under the FMLA may not be eligible to be restored to the same or an equivalent position after leave if doing so would cause substantial and grievous economic injury to the operations of the company. If applicable, the client company will notify "key employees" in writing of their status and the conditions under which job restoration will be denied.

Continuation of Benefits

All active, full-time employees covered by the Insperty Group Health Plan or the Insperty Health Care Flexible Spending Account (FSA) Plan may continue plan coverage for up to 12 weeks during an approved leave of absence, or for any longer period, as required by federal or state leave law.

While on leave, the employee must continue to pay any required employee contribution for health coverage, as well as make payments for any other applicable benefits which would otherwise be automatically deducted from the employee's wages (e.g., supplemental life insurance, credit union loans, and 401(k) loans). Failure to pay any required employee contributions does not relieve the employee of the obligation to pay such contributions.

If an employee does not return to work upon expiration of the applicable 12 week period (or such longer period as required by federal or state leave law), coverage will terminate and the employee may have the opportunity to continue coverage for a limited period of time under COBRA in accordance with applicable law.

Questions about Family and Medical Leave

For questions regarding rights or responsibilities under this policy, please call the Insperty Contact Center toll free at 866-715-3552 (select "Benefits"), weekdays between 7 a.m. and 7 p.m. Central time.

For questions regarding 401(k) loan payments, contact Insperty Retirement Services at 888-401-5273.

View the Department of Labor Notice to Employees of Rights Under FMLA document located at 45db5358-182e-4993-9eba-f975560bc665<http://www.dol.gov/whd/regs/compliance/posters/fmlaen.pdf>45db5358-182e-4993-9eba-f975560bc665.

BEREAVEMENT LEAVE

Full-time and part-time regular employees may take up to 5 days off work for the death of a spouse, registered domestic partner, civil union relationship, child, parent, sibling or comparable step-relation, and up to 3 days off work for the death of a grandparent, father-in-law, mother-in-law, son-in-law or daughter-in-law. You may take off one day of bereavement leave for the death of a relative who is not a member of your immediate family. The eligible time off will be paid. Contact your supervisor as soon as reasonable to request time off for bereavement leave.

CONTINUATION OF BENEFITS

All active, full-time employees covered by the Insperity Group Health Plan or the Insperity Health Care Flexible Spending Account (FSA) Plan may continue plan coverage for up to 12 weeks during an approved leave of absence, or for any longer period, as required by law.

While on leave, you must continue to pay any required contribution for health coverage, as well as make payments for any other applicable benefits which would otherwise be automatically deducted from your wages (e.g., supplemental life insurance, credit union loans, and 401(K) loans). Your failure to pay any required employee contributions does not relieve you of your obligation to pay such contributions. Contact the Insperity Contact Center at 866-715-3552 for details regarding employee contributions. For questions regarding 401(K) loan payments, contact Insperity Retirement Services at 888-401-5273.

If you do not return to work upon expiration of the applicable 12-week period (or such longer period as required by law), coverage will terminate and you will have the opportunity to continue coverage for a limited period of time under COBRA in accordance with applicable law.

PERSONAL LEAVE OF ABSENCE

You may be granted a leave of absence to attend to personal matters in situations in which the company determines that an extended period of time away from the job will be in your and the company's best interest.

Requests for a leave of absence or any extension of a leave should be submitted in writing to your supervisor at least 30 days prior to commencement of the leave period or as soon as is practicable. Your supervisor will forward the request to the appropriate manager recommending approval or denial. Management will make the final decision concerning the request. While on approved leave, you are expected to report any change of status in your need for leave or your intention to return to work.

You may be required to use all accrued paid time off while on leave before going on unpaid leave. For information on health care coverage during a leave of absence, refer to the Continuation of Benefits policy. Benefits that accrue according to length of service, such as paid time off, holiday, and sick days, do not accrue during periods of leave.

Upon return from a personal leave due to an illness or injury, you must provide a release to return to work. Any restrictions must be noted on the release. The company will consider modifications or adjustments to help facilitate your return to work.

A personal leave of absence may not provide a guarantee of reinstatement to the same or similar position.

VOTING LEAVE

Employees are encouraged to fulfill their civic responsibility by voting in local, state and national elections. If you are unable to reach your polling place outside of work hours, you may take up to 2 hours of unpaid time off to vote. You are required to provide reasonable notice to your supervisor, and evidence of voting may be required.

JURY DUTY AND WITNESS LEAVE

If you are summoned to jury duty or to appear in court as a witness, Mediavine, Inc. will continue your pay in accordance with FLSA and applicable law. If you are summoned to jury duty, Mediavine, Inc. will continue your pay for 5 days of jury service per calendar year. If you are required to serve more than 5 working days of jury service in a calendar year, you will be allowed additional time off without pay to complete the jury service. Mediavine, Inc. will continue to pay for this extended period of service in accordance with FLSA and applicable law. You must notify your supervisor as soon as it is known your jury duty will be extended.

To qualify for either jury or witness duty leave, you must submit a copy of the summons to your supervisor as soon as it is received. In addition, you must also submit to your supervisor a related proof of service when the period of jury or witness duty is completed. No adverse employment action will be taken against employees due to their service as either a juror or witness in state or federal courts.

MILITARY LEAVE OF ABSENCE

A leave of absence without pay for military or reserve duty or National Guard training will be granted to employees. The employee should submit copies of military orders to his or her supervisor as soon as possible. The employee may use any accrued but unused vacation time or paid time off. Exempt employees who perform any work in a week in which they also have military duty will be paid their full salary minus an offset for the military pay for the week. Eligibility for reinstatement following a military leave of absence will be determined in accordance with applicable federal and state laws.

PARENTAL LEAVE

Paid Family Leave is for time to bond with your child who has entered your life via birth, adoption or foster placement.

- Up to 12 paid weeks of PTO for employees with 12+ months of service
- Up to 4 paid weeks of PTO for employees with less than 12 months of service.

How It Works

Documentation and a minimum of 30 days' notice may be required prior to paid leave approval, exempt under exceptional circumstances. Please contact our Director of People Operations for further details.

ARIZONA SPECIFIC POLICIES

PAID SICK TIME

The Company recognizes that the inability to work because of illness or injury may cause economic hardship. For this reason, Mediavine, Inc. provides up to 40 hours of paid sick time to all employees who work in Arizona. Sick time may be used for your own or your family member's health needs or for purposes relating to you or your family member being a victim of domestic violence, sexual assault or stalking, as intended to comply with Arizona's Fair Wages and Healthy Families Act. Paid sick time may also be used for purposes related to your worksite or your child's school or care facility being closed by a public official for public health or safety reasons.

Employees begin to accrue sick time upon hire and are eligible to use the time upon the 90th calendar day after starting employment or sooner. Sick time accrues at the rate of at least one hour for each 30 hours worked per pay cycle and unused sick time up to 40 hours will carry over into the following year.

Suspected abuse of sick time may lead to disciplinary action. Indications of possible abuse include, but are not limited to: repeated usage of sick time to extend regularly scheduled days off, including weekends, holidays (before or after a holiday), excessive absenteeism on Mondays and Fridays, and usage of sick time on days previously requested and denied as vacation. Please familiarize yourself with the Absenteeism and Tardiness Policy for the proper procedures to follow when an absence has or will occur.

Employees classified as exempt may take sick time in 1-hour increments. Nonexempt employees should record their absences in exact time increments to the quarter hour. Unused sick hours are not paid in the event of separation from employment, however, unused sick time will be reinstated if reemployed by Mediavine, Inc. within 9 months of separation. While sick time is paid through Insperity, sick time is solely a Mediavine, Inc. policy.

VOTING LEAVE

Employees are encouraged to fulfill their civic responsibility by voting in local, state and national elections. If you are unable to reach your polling place outside of work hours, you may take up to 3 hours, less the time the polls are open before or after work, of paid, unless the polls are open at least 3 hours outside of working hours, time off to vote. You are required to provide reasonable notice to your supervisor, and evidence of voting may be required.

CALIFORNIA SPECIFIC POLICIES

ANTI-BULLYING

Mediavine, Inc. and Insperity are committed to a work environment in which all individuals are treated with respect and dignity and are free from all forms of abusive conduct. Abusive conduct, or “bullying,” is conduct of an employer or employee in the workplace, with malice, that a reasonable person would find hostile, offensive, and unrelated to an employer’s legitimate business interests.

It includes unwelcome or unacceptable behavior including repeated infliction of verbal abuse, such as derogatory remarks, insults, epithets, verbal or physical conduct that a reasonable person would find threatening, intimidating, or humiliating, or the gratuitous sabotage or undermining of a person’s work performance and may be directed at an individual or a group. Bullying behavior is often persistent and part of a pattern, but it can also occur as a single incident if it is especially severe and egregious. It is usually carried out by an individual but can also be an aspect of group behavior. Some examples of bullying behavior are:

- Excessive supervision;
- Belittling or disregarding opinions or suggestions;
- Manipulating the ability of someone to do their work (e.g., overloading, underloading, withholding information, setting meaningless tasks, setting deadlines that cannot be met, giving deliberately ambiguous instructions);
- Unfairly blaming for mistakes;
- Trivializing of work and achievements;
- Abusive and offensive language;
- Insults;
- Teasing;
- Public humiliation in any form;
- Spreading rumor and innuendo;
- Unreasonable criticism;
- Isolating people from normal work interaction;
- Deliberate exclusion;
- Practical jokes;
- Name calling;
- Threats of physical harm or other type of retribution

Bullying may be intentional or unintentional. However, it must be noted that where an allegation of bullying is made, the intent of the alleged bully is irrelevant, and will not be given consideration when disciplining an employee. It is the effect of the behavior upon the individual which is important.

We encourage all employees to report any instance of bullying behavior. Reported or suspected occurrences of bullying will be promptly and thoroughly investigated. Following an investigation, Mediavine, Inc. and Insperity will promptly take any necessary and appropriate disciplinary action.

Mediavine, Inc. and Insperity will not permit or condone any acts of retaliation against anyone who files or cooperates in the investigation of bullying complaints.

To report workplace bullying, discussing the problem with your immediate supervisor is encouraged as a first step. If, however, you do not believe a discussion with your supervisor is appropriate or your problem is not resolved after discussion with your supervisor, you are encouraged to request a meeting with an Insperity human resource specialist. In an effort to resolve the problem, the Insperity human resource specialist will consider the facts and may conduct an investigation.

Additionally, the company provides its employees with a convenient and reliable method for reporting incidents of alleged harassment, including sexual harassment and discrimination. Any employee who feels harassed or discriminated against should follow the complaint procedure as described in the Anti-Harassment policy.

BONE MARROW AND ORGAN DONATION LEAVE

After 90 days of employment, an employee may request up to five days of leave to donate bone marrow or up to 60 days of leave for organ donation in a one-year period.

Employees requesting bone marrow leave must use up to 5 days of accrued sick leave, vacation, or paid time off before additional paid leave is granted. Employees requesting leave for the purpose of organ donation may request 30 days of paid leave, of which an employer may require the substitution of 2-weeks of accrued sick, vacation, or paid time off. If an employee taking leave for organ donation exhausts all accrued sick leave, vacation, or paid time off, the employee may request an additional 30 days of unpaid leave, for a total leave time of 60 days.

Leave for bone marrow or organ donation may be taken intermittently or continuously. Employees who return to work following leave for bone marrow or organ donation will be restored to the same position held by the employee when the leave began, or to an equivalent position. Time taken under this policy is not considered a break in service for purposes of accrued benefits such as salary adjustments, seniority, or accrued time off such as sick leave, vacation, or PTO.

In the event an employee uses time under this policy but does not qualify as a bone marrow donor, the time used prior to that medical determination will not count toward a bone marrow donation leave. Employees may be required to provide a doctor's verification describing the reason and length of leave requested.

Employees should notify your supervisor in writing as soon as possible of the need leave for either bone marrow or organ donation.

CRIME VICTIM LEAVE

An employee who is the victim of or who is family member, a registered domestic partner, or a child of a registered domestic partner who is the victim of a felony, domestic violence, sexual assault, or stalking is eligible to take leave to appear at court or other legal or investigative proceedings associated with the crime or to obtain counseling associated with being a crime victim and/or make their homes more secure or seek new housing.

An employee taking leave must use all accrued paid time off, vacation and/or personal time before continuing leave on an unpaid basis. You must provide documentation supporting your need for leave. Mediavine, Inc. will maintain the confidentiality, to the extent possible, of any written documents or records submitted and the fact that leave has been requested. If disclosure of documentation is required, Mediavine, Inc. will provide an employee with advance notice of the need to disclose such documentation.

EMERGENCY RESPONDER LEAVE

Mediavine, Inc. provides unpaid leave for employees who perform emergency duty as a firefighter, reserve peace officer or emergency rescue personnel, whether a volunteer or paid worker. If you are participating as one of these emergency responders, notify your supervisor so the company may be aware of the fact that you may have to take time off for emergency duty. In the event that you need to take time off for emergency duty, inform your supervisor before doing so, when possible. Upon conclusion of emergency duty, you may be required to provide documentation to support your absence. Mediavine, Inc. will comply with additional requirements under state law.

EXEMPT EMPLOYEE REDUCTION OF SALARY

Exempt employees are paid on a salary basis and, in general, must be paid their full salary for any week they perform work. Their weekly salary may be reduced only in the following circumstances:

- Employees who are absent for at least a full day because of personal reasons, sickness or disability will not be paid for that day unless they have accrued paid time off under the Mediavine, Inc. paid time off, vacation, sickness or disability policy and the absence qualifies for pay under the policy. Their salary will not be reduced for less than a full day because of personal reasons, sickness or disability.
- Employees who are absent from work for jury duty, attendance as a witness or military leave may have their salary reduced by the amount of payment they receive in the form of jury fees, witness fees or military pay. Their salary will not be reduced by the number of hours or days they are absent unless they perform no work during a given week.
- Employees who work less than 40 hours during their first and/or last week of employment will be paid a proportionate part of their full salary for the time actually worked.
- Employees who take leave under the Family and Medical Leave Act will not be paid for that time unless they have accrued paid time off under the company paid time off, vacation, sickness or disability policy, if any. Their salary will be reduced by the hours missed, even if it is for less than a full day.

This policy is subject to applicable state law regarding reduction of exempt employees' salaries if the state law is more favorable to employees.

Prohibited Reductions/Complaint Procedure

Any salaried exempt employee whose salary is reduced in violation of this policy will be reimbursed. If you feel your salary has been improperly reduced, please notify your Insperty human resource specialist. No employee will be penalized in any way for making a complaint.

This policy is intended solely to implement Fair Labor Standards Act (FLSA) regulatory requirements, and applicable state law will be applied and modified as necessary in accordance with the requirements, and is not to be considered any type of contract.

LACTATION BREAK

Mediavine, Inc. will provide a reasonable amount of break time, to accommodate an employee's need to express breast milk for the employee's infant child for up to one year following the child's birth, or as required by law. The break time should, if possible, be taken concurrently with other break periods already provided. Employees should clock out for time taken for 30 minutes or more that does not run concurrently with normally scheduled break periods.

Mediavine, Inc. will provide the employee with the use of a room or other location, other than a restroom, in close proximity to the employee's work area where the employee may express milk in private. Access to a sink with running water and a refrigerator will be provided in close proximity to the employee's workstation.

Employees may exercise their right to request a time and a location to express breast milk by notifying their immediate supervisor of their request under this policy. Mediavine, Inc. will respond to an employee's request within 2-3 business days, and on occasions when the break time and/or location is not able to be accommodated, Mediavine, Inc. will provide the requesting employee with a written response.

Employees may file a complaint with the California Labor Commissioner for any violation they feel has been made under this policy.

MILITARY FAMILY LEAVE

California Military Family Leave provides up to 10 days of unpaid leave to employees who are the spouse or registered domestic partner of a deployed member of the armed forces, including the National Guard and reserves.

Eligible Employee

To qualify to take California Military Family Leave, you must meet the following requirements the date leave is to begin.

1. You are an active employee in California;
2. You work an average of 20 hours per week; and
3. You are the spouse or registered domestic partner of a qualified deployed service member who is on leave from deployment during a period of military conflict

Employees taking military family leave should give advance notice of the need to take leave as soon as practicable. California Military Family Leave and federal Family Military Caregiver Leave under the FMLA will run concurrently, when applicable. At the end of the military family leave, an employee will be restored to the position held when the leave began or to a position of equivalent seniority status, employee benefits, pay and other terms and conditions of employment.

OUTSIDE EMPLOYMENT - CALIFORNIA

You may hold outside employment so long as you meet the performance standards of your job with Mediavine, Inc. You will be evaluated by the same performance standards and will be subject to scheduling demands, regardless of any existing outside work requirements.

If it is determined that an employee's outside employment conflicts or interferes with performance, safety or the ability to meet the requirements of the company as they are modified from time to time, you may be asked to terminate the outside employment if you desire to remain with the company.

Any outside employment that appears to conflict with or compromises the interests of the company is not permitted. Employees also may not receive any income or material gain from individuals outside the company for materials produced or services rendered while performing their jobs with the company.

OVERTIME FOR NONEXEMPT EMPLOYEES

Depending on the company work needs, employees will be required to work overtime when requested to do so. Nonexempt employees will be paid overtime premiums at the applicable federal or state wage rate, whichever is higher. You are responsible for clearly noting all hours worked, including any overtime hours, on your timesheet.

It is our policy that no overtime can be worked without the advance approval of your supervisor. Failure to obtain approval in advance of working the overtime is a violation of company policy and you may be subject to disciplinary action.

If you are a nonexempt employee, you will be eligible to receive overtime pay of 1.5 times your regular hourly wage for hours worked over 8 hours per day or 40 hours in one week, and for the first 8 hours worked on the seventh consecutive day of work in the same workweek. Additionally, nonexempt employees will be paid twice their regular rate of pay for hours worked over 12 in a day and over 8 on the seventh consecutive day of work in the same workweek.

If, during a workweek, you are away from the job because of an injury, paid holiday, jury or witness duty, sick day or vacation day, those hours not worked will not be counted as hours worked for the purpose of computing overtime pay, even if you receive pay such as sick or vacation pay for such time missed.

Prohibited "Off the Clock" Work

Employees are not to work "off the clock" and are required to ensure that all time worked is properly recorded. If you are given directions to perform work "off the clock," you should promptly notify your supervisor. If your supervisor has given you directions to work "off the clock" and/or has told you not to properly record all hours worked, notify your Insperity human resource specialist. You will not be penalized in any way for making such a complaint.

PAID FAMILY LEAVE (PFL)

Employees are eligible for state disability insurance payments for qualifying leaves of absence. In order to receive benefits, employees must file a claim for disability benefits with California's Employment Development Department (EDD).

Under the PFL, employees are eligible to receive up to 8 weeks per any 12-month period of state disability insurance payments for leave taken for the purpose of bonding with a new child, a newly placed adopted or foster child within the first year of birth or placement, to care for a seriously ill family member, or for the military deployment of a spouse, registered domestic partner, parent or child to a foreign country. Paid Family Leave may be taken in hourly, daily or weekly amounts as needed. "Family member" is defined as the employee's:

- Child
- Spouse
- Parent
- Registered Domestic Partner
- Grandparent
- Grandchild
- Sibling
- Parent-In-law

PFL does not create a new or additional right to a leave of absence. Employees may be eligible for leave under state and federal leave laws, including Pregnancy Disability Leave, CFRA and FMLA. Unless an employee works in San Francisco and is seeking San Francisco Paid Parental Leave (SFPPL) benefits, employees are required to use up to two weeks of accrued but unused vacation or paid time off (PTO) prior to collecting benefits under PFL. .

San Francisco Paid Parental Leave (SFPPL) Benefits

Employees receiving Paid Family Leave may be eligible for up to eight weeks of San Francisco Paid Parental Leave (SFPPL) supplemental compensation during the period when they are receiving Paid Family Leave benefits and when they are bonding with a minor child during the first year after the birth of the child or after placement of the child with the employee through foster care or adoption. The Company will not require employees requesting SFPPL benefits to use up to two weeks of unused, accrued vacation prior to receiving California PFL benefits.

Mediavine, Inc. will require employees to apply up to two weeks of accrued, unused vacation or PTO towards the supplemental compensation at the beginning of the PFL period. To be eligible for supplemental compensation, employees must agree to allow Mediavine, Inc. to apply up to two weeks of accrued, unused vacation or PTO. for vacation policies only: Employees may refuse to allow Mediavine, Inc. to apply accrued, unused vacation, however doing so, will invalidate their ability to receive SFPPL benefits. Such refusal, however, will not invalidate the employee's eligibility to receive CA PFL benefits.

Eligible Employee

To qualify for San Francisco Paid Parental Leave, you must meet the following requirements the date leave is to begin:

1. You are an active employee and have been employed for at least 180 days;
2. You perform at least 8 hours of work per week and at least 40% of your total weekly hours within San Francisco;
3. You work for an employer with 20 or more employees;
4. You have been approved to receive paid family leave compensation under the California Paid Family Leave Law for the purpose of bonding with a new child;
5. You have agreed to allow Mediavine, Inc. to apply up to two weeks of accrued, unused vacation or PTO prior to receiving employer-provided supplemental pay; and
6. You have submitted all required paperwork to the Company, including the City of San Francisco Paid Parental Leave Form, the CA EDD Notice of Computation Form (preferred), and the San Francisco Paid Parental Leave Supplemental Compensation Request Form.

SFPPL does not create a right to a leave of absence. Employees may be eligible for leave under state and federal leave laws, including Pregnancy Disability Leave, CFRA and FMLA.

The Company encourages eligible employees to request supplemental compensation under this policy and prohibits interference with any rights under this policy or retaliation against an employee for requesting or receiving supplemental pay under this policy.

PAID SICK TIME

The company recognizes that the inability to work because of illness or injury may cause economic hardship. For this reason, Mediavine, Inc. provides 24 hours/3 days paid sick time upon hire and annually at the beginning of each calendar year to all employees who work in California at least 30 days within a year from hire. Employees are eligible to use the time immediately. Sick time may be used for your own or your family member's health needs. Paid sick time may also be used for purposes relating to an employee being a victim of domestic violence, sexual assault or stalking.

Suspected abuse of sick time may lead to disciplinary action. Indications of possible abuse include, but are not limited to, repeated usage of sick time to extend regularly scheduled days off, including weekends, holidays (before or after a holiday), excessive absenteeism on Mondays and Fridays, and usage of sick time on days previously requested and denied as vacation.

Employees classified as exempt may take sick time in 2-hour increments. Nonexempt employees should record their absences in exact time increments to the quarter hour (e.g., 1.5 hours, 6 hours, 2.75 hours). Unused sick hours do not carry over into the next year and are not paid in the event of separation from employment; however, the unused sick hours will be reinstated if re-employed by Mediavine, Inc. within one year of separation. While sick time is paid through Insperity, sick time is solely a Mediavine, Inc. policy. Please familiarize yourself with the Absenteeism and Tardiness Policy for the proper procedures to follow when an absence has or will occur. This policy is intended to comply with California's Healthy Workplaces, Healthy Families Act of 2014.

PAID SICK TIME - LOS ANGELES

The Company recognizes that the inability to work because of illness or injury may cause economic hardship. For this reason, Mediavine, Inc. provides 48 of paid sick time upon hire and annually at the beginning of each calendar year to all employees who work in the City of Los Angeles at least 2 hours per week for 30 days in a year. You are eligible to use the time immediately and unused sick time 72 hours will carry over into the following year. Sick time may be used for your own health needs and for your family member's health needs, as intended to comply with California's Healthy Workplaces, Healthy Families Act of 2014 and the Los Angeles Paid Sick Time statute. Paid sick time may also be used for purposes relating to an employee being a victim of domestic violence, sexual assault or stalking.

Suspected abuse of sick time may lead to disciplinary action. Indications of possible abuse include, but are not limited to, repeated usage of sick time to extend regularly scheduled days off, including weekends, holidays (before or after a holiday), excessive absenteeism on Mondays and Fridays, and usage of sick time on days previously requested and denied as vacation. Please familiarize yourself with the Absenteeism and Tardiness Policy for the proper procedures to follow when an absence has or will occur.

Employees classified as exempt may take sick time in 2-hour increments. Nonexempt employees should record their absences in exact time increments to the quarter hour. Unused sick time is not paid in the event of separation from employment; however, the unused sick time will be reinstated if re-employed by Mediavine, Inc. within one year of separation. Mediavine, Inc. prohibits retaliation against any employee for requesting or inquiring about safe time. While sick time is paid through Insperity, sick time is solely a Mediavine, Inc. policy.

PAID SICK TIME - SAN DIEGO

The Company recognizes that the inability to work because of illness or injury may cause economic hardship. For this reason, Mediavine, Inc. provides up to 48 of paid sick time to all employees who work in the City of San Diego for at least 2 hours in one week. Sick time may be used for your own health needs and for your family member's health needs, or for purposes relating to you or your family member being a victim of domestic violence, sexual assault or stalking, as intended to comply with California's Healthy Workplaces, Healthy Families Act of 2014 and the City of San Diego Earned Sick Leave and Minimum Wage Ordinance. Sick time may also be used for purposes relating to a public health emergency as ordered under the law.

Employees begin to accrue sick time upon hire and are eligible to use the time immediately. Sick time accrues at the rate of .0334 for each hour worked per pay cycle and unused sick time will carry over into the following year. The maximum "cap" of sick time is 80 and accruals will stop until the balance is again below the cap.

Suspected abuse of sick time may lead to disciplinary action. Indications of possible abuse include, but are not limited to, repeated usage of sick time to extend regularly scheduled days off, including weekends, holidays (before or after a holiday), excessive absenteeism on Mondays and Fridays, and usage of sick time on days previously requested and denied as vacation. If you are absent for more than three consecutive workdays due to personal illness, you may be required to provide a statement from your healthcare provider. Please familiarize yourself with the

Absenteeism and Tardiness Policy for the proper procedures to follow when an absence has or will occur.

Employees classified as exempt may take sick time in 2-hour increments. Nonexempt employees should record their absences in exact time increments to the quarter hour, (e.g., 1.5 hours, 6 hours, 2.75 hours). Unused sick hours are not paid in the event of separation from employment; however, any unused sick hours will be reinstated if re-employed by Mediavine, Inc. within one year of separation. While sick time is paid through Insperity, sick time is solely a Mediavine, Inc. policy.

PAY PRACTICES

For overtime calculations and salary administration, the fixed 7-day "workweek" for Mediavine, Inc. is the period beginning at 12:01 a.m., Monday and ending at midnight, Sunday. All employees will be paid bi-weekly on every other Monday. For payday falling on a weekend or holiday, you will be paid the prior business day.

If you are absent on payday and someone else is to pick up your check, it will not be released without a signed note from you authorizing the named person to pick it up. The person designated to pick up your check will be asked to produce satisfactory identification; otherwise, your check will not be released.

If your employment ends, you will be paid your final wages in accordance with applicable state law. If you resign with at least 72 hours' notice, you will be paid on the date of separation for all wages and any accrued unused vacation at the date of separation. If you resign with less than 72 hours' notice, you will be paid for all wages and accrued unused vacation no later than 72 hours after notice is given. If your employment is terminated, you will be paid on the date of termination for all wages and any accrued unused vacation on the date of termination.

PREGNANCY DISABILITY LEAVE

Under California's Pregnancy Disability Leave law and where Mediavine, Inc. employs five or more regular full or part-time employees, female employees may take a leave of absence of up to four months for disabilities relating to pregnancy, childbirth or other related medical conditions (PDL leave). PDL leave is subject to the guidelines and conditions set forth below, per applicable law. Pregnancy, childbirth or related medical conditions will be treated like any other disability, and an employee on leave will be eligible for temporary disability benefits in the same amount and degree as any other employee on leave.

Any employee seeking PDL leave should advise the Insperity Leave and Disability Group of the intention to take such leave as soon as feasibly possible. The following guidelines and conditions apply to PDL leave:

1. If the need for the leave, a reasonable accommodation, or transfer is foreseeable, employees must provide at least 30 days of reasonable advance notice before the pregnancy disability leave, reasonable accommodation, or transfer is to begin. Employees must consult with their manager regarding the scheduling of any planned medical treatment or supervision so as to minimize disruption to the operations of Mediavine, Inc. Any such scheduling is subject to the approval of the health care provider of the employee. If 30 days of advance notice is not possible, notice must be given as soon as practicable.
2. Employees who need to take PDL leave must provide timely oral or written notice sufficient to notify the company that the employee needs to take a pregnancy disability leave and/or be granted a transfer or other form of reasonable accommodation. The verbal notice should include the anticipated timing and duration of the leave, reasonable accommodation, or transfer request.
3. If requested by the employee and recommended by the employee's health care provider, the employee's work assignment may be changed as required to protect the health and safety of the employee and her child.
4. Requests for temporary transfers of job duties will be reasonably accommodated if the job and seniority rights of others are not breached.
5. PDL leave usually will begin when ordered by the employee's health care provider. If requested, the employee must provide the company with a certification from a health care provider. The certification indicating disability should contain:
 - a. The date on which the employee became disabled due to pregnancy;
 - b. The probable duration of the period or periods of disability; and
 - c. Statement that, due to the disability, the employee is unable to perform one or more of the essential functions of her position without undue risk to herself, the successful completion of her pregnancy, or to other persons.
6. A return from leave will be allowed only when the employee provides a release to the company from her health care provider.
7. An employee will be required to use all accrued sick time, if any is available, during a pregnancy disability leave. An employee will be allowed to use accrued vacation or personal time (if otherwise eligible to take the time) during a PDL disability leave.
8. Duration of the leave will be determined by the advice of the employee's health care provider, but disabled employees may take up to four months. The four months of leave includes any period of time for actual disability caused by the employee's pregnancy, childbirth or related medical condition. This includes, but is not limited to, leave for severe morning sickness, prenatal or postnatal care, post-partum depression or recovery from childbirth, loss or end of pregnancy.
9. When an employee is also eligible for FMLA leave, FMLA leave will run concurrently with PDL leave.

Leave does not need to be taken in one continuous period of time and may be taken intermittently, as needed.

Under most circumstances, upon submission of a medical certification that an employee is able to return to work from PDL leave, an employee will be reinstated to her same position held at the time the leave began or to a comparable position with the same pay rate/salary, if available. An employee returning from a PDL leave has no greater right to reinstatement than if the employee had been continuously employed rather than on leave.

For example, if the employee on PDL leave would have been laid off had she not gone on leave, or if the employee's position has been eliminated due to a reduction in force, and there are no like or comparable positions available, then the employee would not be entitled to reinstatement.

Absences due to PDL leave will not be counted as time worked for the purpose of computing seniority, vacation, sick leave or personal days.

For employees on PDL leave and covered by the Insperity Group Health Plan, plan coverage will continue as is provided for in the Continuation of Benefits policy.

REST AND MEAL BREAKS FOR NONEXEMPT EMPLOYEES

Mediavine, Inc. provides nonexempt employees with the opportunity to take a 10-minute rest period per 4 hours worked. Rest periods are counted as hours worked. You may schedule your rest periods at your discretion, unless instructed otherwise by a supervisor. Rest breaks may not be combined with or added on to meal breaks nor may they be used to come to work 10 minutes late or leave 10 minutes early. An employee may leave the premises during a 10-minute rest period and is responsible for ensuring they promptly return to their work station at the end of the break. Employees are relieved of all duty during rest and meal breaks, which includes not being required to respond to phone calls or electronic messages during these times. An employee should notify management immediately if denied the opportunity to take a full, uninterrupted rest or meal break.

You are also provided a 30-minute meal break. Employees are relieved of all duty during the meal break and should immediately notify management if denied the opportunity to take a full uninterrupted meal break. Record the beginning and ending of all meal periods on your time records. Your supervisor will usually assign your meal period. Your meal period must begin no later than the end of the fifth hour of work, unless the work day is no more than six hours, then your meal period can be waived by mutual consent between you and Mediavine, Inc. A second meal period will be provided to employees who work more than 10 hours per day. If the total work day is no more than 12 hours, and the first meal period was not waived, the second meal period can be waived by mutual consent between the employee and Mediavine, Inc. Nonexempt employees are entitled to one 10 minute rest period per four hours worked (or per a major fraction of 4 hours). The rest period should, to the extent practicable, occur in the middle of the four hour (or major fraction of four hours) work period. If, for any reason, you are unable to take your meal period or rest period in accordance with policy, you should report that to your supervisor.

Breaks and meal periods may be staggered and may change to meet the business needs of Mediavine, Inc.

VOTING LEAVE

Employees are encouraged to fulfill their civic responsibility by voting in local, state and national elections. If you are unable to reach your polling place outside of work hours, you may take up to 2 hours of paid time off to vote. You are required to provide reasonable notice to your supervisor, and evidence of voting may be required.

WIRELESS COMMUNICATION DEVICE USE GUIDELINES

Mediavine, Inc. may provide wireless communication devices, including hands-free devices, to employees who have a job-related need for them. These devices are the property of Mediavine, Inc. The following guidelines must be followed:

- Employees are expected to carry wireless communications devices as directed by their supervisor.
- Employees are responsible for lost or stolen wireless communications devices and must report such losses immediately.
- Upon termination of employment for any reason, the employee must return all company-issued property.

Safety Concerns

The company values its employees and the safety of others, and expects employees to put safety first while driving. Employees are prohibited from using wireless communication devices while driving unless using a hands-free device. Texting (including composing, sending, or reading) while driving is strictly prohibited. You are strongly encouraged to pull off to the side of the road and park the vehicle in a safe location before placing or accepting a call or before reading or writing e-mail or text messages. You should take special care in situations where there is heavy traffic, inclement weather or you are driving in an unfamiliar area.

You are expected to know and follow all local and state laws related to using communication devices while driving. Employees are responsible for all traffic violations and consequences resulting from the use of communication devices while driving.

Use of Camera Phone

Use of the camera feature on cellular phones or other communication devices presents risks to the company, potentially compromising customer information, trade secrets, or the privacy of others. Use of this feature to capture images or video is prohibited unless authorized in advance by management.

COLORADO SPECIFIC POLICIES

CIVIL AIR PATROL LEAVE

Mediavine, Inc. provides up to 15 days per calendar year of unpaid leave time to eligible employees to serve as a member of the Civil Air Patrol on the request of the state or its political subdivisions. You may choose to take accrued paid time off for the leave. You must give as much advance notice as possible and provide certification from the Civil Air Patrol authority in advance, unless you are called for emergency service.

CRIME VICTIM LEAVE

An employee who is the victim of domestic abuse, stalking, sexual assault and any other crime that includes an act of domestic violence is eligible to take leave to appear at court or other legal or investigative proceedings associated with the crime or to obtain counseling associated with being a crime victim. An employee is considered eligible after 12 months of employment to take up to 3 work days of unpaid crime victim leave in any 12-month period.

An employee taking leave must use all accrued paid time off, vacation and/or personal time before continuing leave on an unpaid basis. You must provide documentation supporting your need for leave. Mediavine, Inc. will maintain the confidentiality, to the extent possible, of any written documents or records submitted and the fact that leave has been requested. If disclosure of documentation is required, Mediavine, Inc. will provide an employee with advance notice of the need to disclose such documentation.

EMERGENCY RESPONDER LEAVE

Mediavine, Inc. provides unpaid leave for employees who perform emergency duty as a volunteer firefighter. If you are participating as one of these emergency responders, notify your supervisor so the company may be aware of the fact that you may have to take time off for emergency duty. In the event that you need to take time off for emergency duty, inform your supervisor before doing so, when possible. Upon conclusion of emergency duty, you may be required to provide documentation to support your absence. Mediavine, Inc. will comply with additional requirements under state law.

PAID SICK AND SAFE LEAVE

The Company recognizes that the inability to work because of illness, injury or safety needs may cause economic hardship. For this reason, Mediavine, Inc. provides up to # hours equal to or greater than 48 hours of paid sick and safe leave per regular and consecutive 12-month period to all employees who work in Colorado. Employees are eligible to use sick time as it is accrued.

Sick and safe leave can be used for any of the following reasons as intended to comply with Colorado Healthy Families and Workplaces Act:

- The employee's own, the employee's family member's, or a person for whom the employee is reasonably responsible for providing or arranging health or safety-related care physical or mental illness, injury, or health condition, medical diagnosis, care, or treatment related to illness, injury, health condition, or preventative medical or health care,
- Absences related to circumstances in which an employee or an employee's family member is a victim of domestic violence, sexual assault or harassment, including but not limited to:
 - Seeking medical attention to recover from a mental or physical illness, injury, or health condition caused by domestic abuse, sexual assault, or harassment;
 - Obtaining services from a victim service organization;
 - Obtaining mental health or other counselling;
 - Seeking relocation due to domestic abuse, sexual assault or harassment; or
 - Seeking legal services resulting from domestic abuse, sexual assault, or harassment
- Absences related to a public health emergency, as identified in the Public Health Emergency Leave policy.
 - A public official who orders the closure of an employee's place of business or the school or place of care of an employee's child and the employee needs to care for the child

Employees begin to earn sick and leave upon hire and are eligible to use the time immediately. Sick and safe leave accrues at the rate of one hour for each 30 hours worked for each hour worked per pay cycle and unused sick and safe time up to 48 hours will carry over into the following benefit year. The maximum "cap" of sick time is # greater than or equal to 48 hours and accruals will stop until the balance is again below the cap.

Oral, written, or electronic notification of your need to use paid sick and safe leave is required. When possible, your request must include the duration of your absence. If you are absent for four or more consecutive workdays, you may be required to provide reasonable documentation to support your use of paid sick and safe leave before returning to work. Mediavine, Inc. will not require disclosure of personal health information and will maintain confidentiality of information received for employee use of sick and safe leave.

Suspected abuse of sick and safe leave may lead to disciplinary action. Indications of possible abuse include, but are not limited to, repeated usage of sick and safe time to extend regularly scheduled days off, including weekends, holidays (before or after a holiday), excessive absenteeism on Mondays and Fridays, and usage of sick and safe leave on days previously requested and denied as vacation.

Employees classified as exempt may take sick time in 1-hour increments. Nonexempt employees should record their absences in exact time increments to the [tenth or quarter] hour. Unused sick and safe leave is not paid in the event of separation from employment; however, unused sick and safe leave will be reinstated if re-employed by Mediavine, Inc. within six months of separation. Mediavine, Inc. prohibits retaliation against any employee for requesting or inquiring about paid sick and safe leave. Employees have the right to file a formal complaint with the state if sick and safe leave has been denied or if retaliated against for requesting or using sick and safe leave. While sick and safe leave is paid through Insuperity, sick and safe leave is solely Mediavine, Inc.'s policy.

PUBLIC HEALTH EMERGENCY LEAVE (PHEL)

In the event a federal, state, or public health agency declares a public health emergency (PHE), Mediavine, Inc. will supplement an employee's paid sick and safe leave to ensure the employee can use the following amounts of leave:

- Employees who regularly work 40 hour or more per week – at least 80 hours
- Employees who regularly work fewer than 40 hours per week, at least the greater of either:
 - The amount of time the employee is scheduled to work in a 14-day period, or
 - The amount of time the employee actually works during an average 14-day period

An employee's unused paid sick and safe leave will count toward the PHEL requirements. Unused PHEL is available until 4 weeks following the official termination or suspension of the public health emergency.

PHEL leave can be used when:

- An employee must self-isolate or care for themselves or a family member who is self-isolating due to diagnosis or experiencing symptoms of a communicable illness that is the cause for the PHE.
- An employee seeks or obtains (or is caring for a family member who needs) a medical diagnosis, care, or treatment if experiencing symptoms associated with a communicable illness that is the cause for the PHE.
- An employee's presence on the job or in the community would jeopardize the health of others due to exhibiting symptoms of the communicable illness, regardless of diagnosis, as determined by a local health authorities or employer.
- An employee must care for a child or other family member when, due to a PHE, the care provider is unavailable, or when the child's or family member's school or place of care has been closed by a local, state, or federal public official, or at the discretion of the school or place of care.
 - Including occasions when a school or place of care is physically closed, but providing instruction remotely
- An employee is unable to work because of the employee's health condition that may increase risk of contracting the communicable illness that is the cause of the PHE.

Use of paid sick leave for qualifying reasons during a public health emergency does not require documentation. PHEL is available only once during the entire period of a public health emergency, and once exhausted, no additional PHEL will be provided during the same period of public health emergency.

Oral, written, or electronic notification of your need to use leave under PHEL is required. Employees must provide advance notice when the need for leave is foreseeable, and the employer's place of work is not closed. When possible, your request must include the duration of your absence. Mediavine, Inc. will not require disclosure of personal health information and will maintain confidentiality of information received.

Employees classified as exempt may take PHEL in 1-hour increments. Nonexempt employees should record their absences in exact time increments to the quarter hour. Unused PHEL leave is not paid in the event of separation from employment. Mediavine, Inc. prohibits retaliation against any employee for requesting, inquiring about, or using PHEL. Employees have the right to file a formal complaint with the state if PHEL has been denied or if the employee has been retaliated against for requesting or using PHEL. While PHEL is paid through Insperity, PHEL is solely Mediavine, Inc.'s policy.

REST AND MEAL BREAKS FOR NONEXEMPT EMPLOYEES

Mediavine, Inc. provides nonexempt employees with the opportunity to take a 10-minute rest period per 4 hours worked. Rest periods are counted as hours worked. You may schedule your rest periods at your discretion, unless instructed otherwise by a supervisor. Rest breaks may not be combined with or added on to meal breaks nor may they be used to come to work 10 minutes late or leave 10 minutes early.

You are also provided a 30-minute meal break. Employees are relieved of all duty during the meal break and should immediately notify management if denied the opportunity to take a full uninterrupted meal break. Record the beginning and ending of all meal periods on your time records. Your supervisor will usually assign your meal period.

Breaks and meal periods may be staggered and may change to meet the business needs of Mediavine, Inc.

VOTING LEAVE

Employees are encouraged to fulfill their civic responsibility by voting in local, state and national elections. If you are unable to reach your polling place outside of work hours, you may take up to 2 hours of paid time off to vote. You are required to provide reasonable notice to your supervisor, and evidence of voting may be required.

CONNECTICUT SPECIFIC POLICIES

CONFIDENTIALITY OF SOCIAL SECURITY NUMBERS AND OTHER CONFIDENTIAL EMPLOYEE INFORMATION

Mediavine, Inc. is committed to protecting the confidential information of all employees and clients or customers. Employees are required to maintain the confidentiality of all employee or customer or client information including but not limited to, Social Security Numbers, including any part of Social Security Numbers, driver's license numbers, state-issued identification card numbers, date of birth, credit or debit or other account numbers, passport numbers, alien registration numbers, health insurance identification numbers or health information.

If you have access to confidential information you must safeguard it by keeping the information, whether in paper or electronic format, in a secure location and only access the data for authorized business purposes.

You should only include a portion or complete Social Security Number or other employee confidential information in internal e-mails if required by a specific business need. If you have an authorized business need to send any type of personal information outside the company, either in an email or in an attachment to an email, you must use approved encryption technology to encrypt the email prior to sending it. Employees are expected to comply with applicable state laws that restrict the use of a full or partial Social Security Number.

Always use company shred machines or shred receptacles to dispose of paper documents that contain employee personal information. Destroy computer media or files containing employee confidential information in a manner ensuring confidentiality.

Consult with your supervisor if you have any questions about this policy or on the process to destroy items which cannot be shredded, such as computer disks or files.

FAMILY MILITARY CAREGIVER LEAVE

Connecticut Family Military Caregiver Leave provides up to 26 weeks of unpaid leave over a 12-month period to care for certain family members who are members of the U.S. armed forces, National Guard or Military Reserve ("service member") and are:

1. Undergoing outpatient medical treatment, recuperation or therapy;
2. Otherwise in outpatient status; or
3. On the temporary disability retired list for serious injury or illness incurred in the line of duty.

The 12-month period begins on the first day of family military caregiver leave. Family military caregiver leave may be taken on an intermittent leave or leave on a reduced schedule to care for a service member.

Eligible Employee

To be eligible for Connecticut Family Military Caregiver Leave, you must be related to the service member requiring care in one of the following ways:

1. Spouse;
2. Son or daughter;
3. Parent; or
4. Next of kin.

Next of kin is defined as the service member's nearest blood relative, other than his or her spouse, parent or child, in the following order of priority:

- Blood relatives who have been granted legal custody of their service member by court decree or statutory provisions;
- Siblings;
- Grandparents;
- Aunts and uncles; and
- First cousins.

Employees who do not meet the above relative/next of kin requirement, but have been designated in writing by the service member as the nearest blood relative for purposes of military caregiver leave, are eligible for leave under this policy.

If two spouses work for the same employer, they may be limited to an aggregate total of 26 workweeks of family military caregiver leave during any twelve-month period. Connecticut Family Military Leave and federal Family Military Caregiver Leave under the FMLA will run concurrently, when applicable. Employees taking family military leave must exhaust all accrued unused vacation, personal leave, paid time off (PTO) and any other leave that may be granted to the employee, except sick leave and disability leave, prior to taking unpaid family military leave. At the end of the family military caregiver leave, an employee will be restored to the position held when the leave began or to a position of equivalent seniority status, employee benefits, pay and other terms and conditions of employment.

PREGNANCY DISABILITY LEAVE

Connecticut provides a reasonable leave of absence for disability due to pregnancy.

REST AND MEAL BREAKS FOR NONEXEMPT EMPLOYEES

Mediavine, Inc. provides nonexempt employees with the opportunity to take a 10-minute rest period per 4 hours worked. Rest periods are counted as hours worked. You may schedule your rest periods at your discretion, unless instructed otherwise by a supervisor. Rest breaks may not be combined with or added on to meal breaks nor may they be used to come to work 10 minutes late or leave 10 minutes early.

You are also provided a 30-minute meal break. Employees are relieved of all duty during the meal break and should immediately notify management if denied the opportunity to take a full

uninterrupted meal break. Record the beginning and ending of all meal periods on your time records. Your supervisor will usually assign your meal period.

Breaks and meal periods may be staggered and may change to meet the business needs of Mediavine, Inc.

FLORIDA SPECIFIC POLICIES

CRIME VICTIM LEAVE

An employee who is the victim of or who is the family member of a victim of domestic violence or sexual violence is eligible to take leave to appear at court or other legal or investigative proceedings associated with the crime or to obtain counseling associated with being a crime victim and/or make their homes more secure or seek new housing. An employee is considered eligible after 3 months of employment to take up to 3 workdays of unpaid crime victim leave in any 12 month period.

An employee taking leave must use all accrued paid time off, vacation and/or personal time before continuing leave on an unpaid basis. You must provide documentation supporting your need for leave. Mediavine, Inc. will maintain the confidentiality, to the extent possible, of any written documents or records submitted and the fact that leave has been requested. If disclosure of documentation is required, Mediavine, Inc. will provide an employee with advance notice of the need to disclose such documentation.

GEORGIA SPECIFIC POLICIES

JURY DUTY AND WITNESS LEAVE

If you are summoned to jury duty or to appear in court as a witness, Mediavine, Inc. will continue your pay in accordance with FLSA and applicable law. You must notify your supervisor as soon as it is known you have been summoned.

To qualify for either jury or witness duty leave, you must submit a copy of the summons to your supervisor as soon as it is received. In addition, you must also submit to your supervisor a related proof of service when the period of jury or witness duty is completed. No adverse employment action will be taken against employees due to their service as either a juror or witness in state or federal courts.

LACTATION BREAK

Mediavine, Inc. will provide a reasonable amount of break time to accommodate an employee's need to express breast milk for the employee's infant child. Employees will be paid their normal rate of pay for breaks taken during work hours on company worksites, including employee's homes when working remotely. Employees who require a reasonable break time to express breast milk during work hours when they are not on (Client Name)'s worksite are eligible to take such breaks; however the time will be unpaid. The break time should, if possible, be taken concurrently with other break periods already provided.

Mediavine, Inc. will provide the employee with the use of a room or other location, other than a restroom where the employee may express milk in private.

Employees may exercise their right to request a time and a location to express breast milk by notifying their immediate supervisor of their request under this policy. Mediavine, Inc. will respond to an employee's request within 2-3 business days, and on occasions when the break time and/or location is not able to be accommodated, Mediavine, Inc. will provide the requesting employee with a written response.

WIRELESS COMMUNICATION DEVICE USE GUIDELINES

Mediavine, Inc. may provide wireless communication devices, including hands-free devices, to employees who have a job-related need for them. These devices are the property of Mediavine, Inc. The following guidelines must be followed:

- Employees are expected to carry wireless communications devices as directed by their supervisor.
- Employees are responsible for lost or stolen wireless communications devices and must report such losses immediately.
- Upon termination of employment for any reason, the employee must return all company-issued property.

Safety Concerns

The company values its employees and the safety of others, and expects employees to put safety first while driving. Employees are prohibited from using wireless communication devices while driving unless using a hands-free device. Texting (including composing, sending, or reading) while driving is strictly prohibited. You are strongly encouraged to pull off to the side of the road and park the vehicle in a safe location before placing or accepting a call or before reading or writing e-mail or text messages. You should take special care in situations where there is heavy traffic, inclement weather or you are driving in an unfamiliar area.

You are expected to know and follow all local and state laws related to using communication devices while driving. Employees are responsible for all traffic violations and consequences resulting from the use of communication devices while driving.

Use of Camera Phone

Use of the camera feature on cellular phones or other communication devices presents risks to the company, potentially compromising customer information, trade secrets, or the privacy of others. Use of this feature to capture images or video is prohibited unless authorized in advance by management.

ILLINOIS SPECIFIC POLICIES

BIOMETRIC TIMEKEEPING

This policy applies to all employees of Mediavine, Inc. who, in the course of performing their regular job responsibilities, are involved in the collection, use, handling, safeguarding, storage, retention, and destruction of Biometric Identifiers and Biometric Information (collectively, "Biometric Data").

Mediavine, Inc. offers the convenience of a biometric timekeeping system that can collect images and/or features of your fingerprint to facilitate accurate and efficient time records of your work hours. The collected images and/or features of your fingerprint are referred to as "biometric data."

Upon your consent, your biometric data will be collected, stored and used by the company through your employment with Mediavine, Inc. to: (1) identify you; (2) record your work start and end times; and (3) process your pay. You will be asked to sign a Biometric Collection Consent form upon hire for this purpose. The company will not disclose, sell, lease or trade your biometric data for any other purpose.

The Company will securely store your biometric data in the same manner as it stores other confidential or sensitive company information. The Company prohibits the sale, lease or trade of Biometric Data. The Company prohibits any disclosure of Biometric Data other than as permitted by this policy.

Your biometric data will be permanently destroyed after your employment with the company ends. Biometric Data in electronic form will be destroyed in a manner that renders the information irretrievable. The Company's Human Resources and Information Technology departments shall be responsible for coordinating with the timeclock service provider.

Your consent to the collection, storage and use of Client Company's biometric timekeeping system is voluntary and an alternate method of collecting your work time is available upon your request.

Violations of this policy or its procedures will result in disciplinary action up through and including termination of employment.

CRIME VICTIM LEAVE

An employee who is the victim of or who is the family member or household member of a victim of domestic violence, sexual assault or stalking is eligible to take leave to appear at court or other legal or investigative proceedings associated with the crime or to obtain counseling associated with being a crime victim and/or to seek medical attention, to obtain services from victim services organizations, to participate in safety planning, to temporarily or permanently relocate or take other actions to guard against future incidents and make the employee's home more secure, or to seek new housing. Employees will be granted up to 4 weeks of crime victim leave per calendar year.

An employee taking leave must use all accrued paid time off, vacation and/or personal time before continuing leave on an unpaid basis. You must provide documentation supporting your need for leave. Mediavine, Inc. will maintain the confidentiality, to the extent possible, of any written documents or records submitted and the fact that leave has been requested.

EMERGENCY RESPONDER LEAVE

Mediavine, Inc. provides unpaid leave for employees who perform emergency duty as a certified disaster service volunteer of the American Red Cross, volunteer emergency worker as defined by the Illinois Emergency Management Agency Act, volunteer firefighter, or volunteer emergency worker. If you are participating as one of these emergency responders, notify your supervisor so the company may be aware of the fact that you may have to take time off for emergency duty. In the event that you need to take time off for emergency duty, inform your supervisor before doing so, when possible. Upon conclusion of emergency duty, you may be required to provide documentation to support your absence. Mediavine, Inc. will comply with additional requirements under state law.

IL SERVICEMEMBER EMPLOYMENT AND REEMPLOYMENT RIGHTS ACT (ISERRA)

A leave of absence without pay will be granted to eligible employees who are called to military service, as described below. The employee should submit copies of military orders to his or her supervisor as soon as possible. The employee may use any accrued but unused vacation time or paid time off. Exempt employees who perform any work in a week in which they also have military duty will be paid their full salary minus an offset for the military pay for the week. Eligibility for reinstatement following a military leave of absence will be determined in accordance with applicable federal and state laws.

Covered employees include members of the Armed Forces of the United States, National Guard, or any state or territory, regardless of status, and the State Guard as defined in the State Guard Act. Covered employees also includes those service members absent from employment for medical or dental treatment related to a condition, illness, or injury sustained or aggravated during a period of active service. Covered time includes active or reserve duty, and service in a federally recognized auxiliary of the United States Armed Forces when performing official duties in support of military or civilian authorities as a result of an emergency.

LACTATION BREAK

Mediavine, Inc. will provide a reasonable amount of break time, or amount of time required by state law, to accommodate a female employee's need to express breast milk for the employee's infant child for up to one year following the child's birth, or as required by law. The break time should, if possible, be taken concurrently with other break periods already provided. Employees should clock out for time taken for 30 minutes or more that does not run concurrently with normally scheduled break periods. Mediavine, Inc. will provide the employee with the use of a room or other location in close proximity to the employee's work area, other than a restroom, where the employee may express milk in private. Speak with your supervisor should arrangements for a refrigerator be required.

You should notify your immediate supervisor if you are requesting time to express breast milk under this policy.

REST AND MEAL BREAKS FOR NONEXEMPT EMPLOYEES

Mediavine, Inc. provides nonexempt employees with the opportunity to take a 10-minute rest period per 4 hours worked. Rest periods are counted as hours worked. You may schedule your rest periods at your discretion, unless instructed otherwise by a supervisor. Rest breaks may not be combined with or added on to meal breaks nor may they be used to come to work 10 minutes late or leave 10 minutes early.

You are also provided a 30-minute meal break. Employees are relieved of all duty during the meal break and should immediately notify management if denied the opportunity to take a full uninterrupted meal break. Record the beginning and ending of all meal periods on your time records. Your supervisor will usually assign your meal period.

Breaks and meal periods may be staggered and may change to meet the business needs of Mediavine, Inc.

VOTING LEAVE

Employees are encouraged to fulfill their civic responsibility by voting in local, state and national elections. If you are unable to reach your polling place outside of work hours, you may take up to 2 hours of paid (unless the polls are open at least 2 hours outside of working hours) time off to vote. You are required to provide reasonable notice to your supervisor, and evidence of voting may be required.

KENTUCKY SPECIFIC POLICIES

EMERGENCY RESPONDER LEAVE

Mediavine, Inc. provides unpaid leave for employees who perform emergency duty as a volunteer firefighter, rescue squad member, emergency medical technician, peace officer, or member of an emergency management agency. If you are participating as one of these emergency responders, notify your supervisor so the company may be aware of the fact that you may have to take time off for emergency duty. In the event that you need to take time off for emergency duty, inform your supervisor before doing so, when possible. Upon conclusion of emergency duty, you may be required to provide documentation to support your absence. Mediavine, Inc. will comply with additional requirements under state law.

PARENTAL LEAVE FOR ADOPTION

Kentucky Parental Leave provides up to six weeks of unpaid leave to employees for the adoption of a child under the age of seven. You must notify your supervisor in advance of the time needed and as soon as practical.

REST AND MEAL BREAKS FOR NONEXEMPT EMPLOYEES

Mediavine, Inc. provides nonexempt employees with the opportunity to take a 10-minute rest period per 4 hours worked. Rest periods are counted as hours worked. You may schedule your rest periods at your discretion, unless instructed otherwise by a supervisor. Rest breaks may not be combined with or added on to meal breaks nor may they be used to come to work 10 minutes late or leave 10 minutes early.

You are also provided a 30-minute meal break. Employees are relieved of all duty during the meal break and should immediately notify management if denied the opportunity to take a full uninterrupted meal break. Record the beginning and ending of all meal periods on your time records. Your supervisor will usually assign your meal period.

Breaks and meal periods may be staggered and may change to meet the business needs of Mediavine, Inc.

VOTING LEAVE

Employees are encouraged to fulfill their civic responsibility by voting in local, state and national elections. If you are unable to reach your polling place outside of work hours, you may take up to 4 hours of paid time off to vote. You are required to provide reasonable notice to your supervisor, and evidence of voting may be required.

MAINE SPECIFIC POLICIES

CRIME VICTIM LEAVE

An employee who is the victim of or whose child, parent or spouse, is the victim of a violent crime is eligible to take leave to appear at court or other legal or investigative proceedings associated with the crime or to obtain counseling associated with being a crime victim.

An employee taking leave must use all accrued paid time off, vacation and/or personal time before continuing leave on an unpaid basis. You must provide documentation supporting your need for leave. Mediavine, Inc. will maintain the confidentiality, to the extent possible, of any written documents or records submitted and the fact that leave has been requested. If disclosure of documentation is required, Mediavine, Inc. will provide an employee with advance notice of the need to disclose such documentation.

EMERGENCY RESPONDER LEAVE

Mediavine, Inc. provides unpaid leave for employees who perform emergency duty as a volunteer firefighter. If you are participating as one of these emergency responders, notify your supervisor so the company may be aware of the fact that you may have to take time off for emergency duty. In the event that you need to take time off for emergency duty, inform your supervisor before doing so, when possible. Upon conclusion of emergency duty, you may be required to provide documentation to support your absence. Mediavine, Inc. will comply with additional requirements under state law.

REST AND MEAL BREAKS FOR NONEXEMPT EMPLOYEES

Mediavine, Inc. provides nonexempt employees with the opportunity to take a 10-minute rest period per 4 hours worked. Rest periods are counted as hours worked. You may schedule your rest periods at your discretion, unless instructed otherwise by a supervisor. Rest breaks may not be combined with or added on to meal breaks nor may they be used to come to work 10 minutes late or leave 10 minutes early.

You are also provided a 30-minute meal break. Employees are relieved of all duty during the meal break and should immediately notify management if denied the opportunity to take a full uninterrupted meal break. Record the beginning and ending of all meal periods on your time records. Your supervisor will usually assign your meal period.

Breaks and meal periods may be staggered and may change to meet the business needs of Mediavine, Inc.

MARYLAND SPECIFIC POLICIES

EMERGENCY RESPONDER LEAVE

Mediavine, Inc. provides unpaid leave for employees who perform emergency duty as a member of a volunteer fire department or volunteer rescue squad if the activity is in response to an emergency declared by the governor. If you are participating as one of these emergency responders, notify your supervisor so the company may be aware of the fact that you may have to take time off for emergency duty. In the event that you need to take time off for emergency duty, inform your supervisor before doing so, when possible. Upon conclusion of emergency duty, you may be required to provide documentation to support your absence. Mediavine, Inc. will comply with additional requirements under state law.

PAID SICK AND SAFE TIME

The Company recognizes that the inability to work because of illness, injury or safety needs may cause economic hardship. For this reason, Mediavine, Inc. provides # hours equal to or greater than 40 hours paid sick and safe time to all employees who work in Maryland. Sick and safe time may be used for your own or your family member's health needs or for purposes relating to you or your family member being a victim of domestic violence, sexual assault or stalking; and for maternity and paternity leave as intended to comply with Maryland Healthy Working Families Act.

Employees begin to accrue sick and safe time upon hire and are eligible to use the time immediately. Sick and safe time accrues at the rate of one hour for each 30 hours worked per pay cycle and unused sick and safe time up to # greater than or equal to 40 hours will carry over into the following year, up to a maximum of 64 hours.

Suspected abuse of sick and safe time may lead to disciplinary action. Indications of possible abuse include, but are not limited to, repeated usage of sick and safe time to extend regularly scheduled days off, including weekends, holidays (before or after a holiday), excessive absenteeism on Mondays and Fridays, and usage of sick and safe time on days previously requested and denied as vacation. If you are absent for more than two consecutive schedules due to personal illness, or other reasons as covered under the Act, you may be required to provide supporting documentation, such as a statement from your healthcare provider. Please familiarize yourself with the Absenteeism and Tardiness Policy for the proper procedures to follow when an absence has or will occur.

Employees classified as exempt may take sick and safe time in 4-hour increments. Nonexempt employees should record their absences in exact time increments to the quarter hour. Unused sick and safe hours are not paid in the event of separation from employment, however, unused sick and safe hours will be reinstated if reemployed by Mediavine, Inc. within 37 weeks of separation. Mediavine, Inc. prohibits retaliation against any employee for requesting or inquiring about paid sick and safe time. While sick and safe time is paid through Insperity, sick and safe time is solely Mediavine, Inc.'s policy.

VOTING LEAVE

Employees are encouraged to fulfill their civic responsibility by voting in local, state and national elections. If you are unable to reach your polling place outside of work hours, you may take up to 2 hours of paid time off to vote. You are required to provide reasonable notice to your supervisor, and evidence of voting may be required.

MICHIGAN SPECIFIC POLICIES

CONFIDENTIALITY OF SOCIAL SECURITY NUMBERS AND OTHER CONFIDENTIAL EMPLOYEE INFORMATION

Mediavine, Inc. is committed to protecting the confidential information of all employees and clients or customers. Employees are required to maintain the confidentiality of all employee or customer or client information including but not limited to, Social Security Numbers, including any part of Social Security Numbers, driver's license numbers, state-issued identification card numbers, date of birth, credit or debit or other account numbers, passport numbers, alien registration numbers, health insurance identification numbers or health information.

If you have access to confidential information you must safeguard it by keeping the information, whether in paper or electronic format, in a secure location and only access the data for authorized business purposes.

You should only include a portion or complete Social Security Number or other employee confidential information in internal e-mails if required by a specific business need. If you have an authorized business need to send any type of personal information outside the company, either in an email or in an attachment to an email, you must use approved encryption technology to encrypt the email prior to sending it. Employees are expected to comply with applicable state laws that restrict the use of a full or partial Social Security Number.

Always use company shred machines or shred receptacles to dispose of paper documents that contain employee personal information. Destroy computer media or files containing employee confidential information in a manner ensuring confidentiality.

Consult with your supervisor if you have any questions about this policy or on the process to destroy items which cannot be shredded, such as computer disks or files.

CRIME VICTIM LEAVE

An employee who is the victim of a crime is eligible to take leave to appear at court or other legal or investigative proceedings associated with the crime or to obtain counseling associated with being a crime victim.

An employee taking leave must use all accrued paid time off, vacation and/or personal time before continuing leave on an unpaid basis. You must provide documentation supporting your need for leave. Mediavine, Inc. will maintain the confidentiality, to the extent possible, of any written documents or records submitted and the fact that leave has been requested. If disclosure of documentation is required, Mediavine, Inc. will provide an employee with advance notice of the need to disclose such documentation.

PAID SICK TIME

The Company recognizes that the inability to work because of illness, injury or safety needs may cause economic hardship. For this reason Mediavine, Inc. provides up to # of hours equal to or greater than 40 hours of paid sick time. Paid sick time may be used for your own, or your family member's mental or physical illnesses, injuries, preventative, health condition, for when your primary workplace is closed by order of public official or to care for a child whose school or place of care is closed by order of a public official, for you or a family member when health authorities or a health care provider has determined that you would jeopardize the health of others because of exposure to a communicable disease, or for purposes relating to you or a family member being a victim of domestic violence, sexual assault or stalking, as intended to comply with Michigan Earned Sick Time Act.

Employees begin to accrue medical leave upon hire and are eligible to use the time immediately. Paid sick time accrues at the rate of one hour per 35 hours worked per pay cycle and unused sick time up to # greater than or equal to 40 hours will carry over in the following year.

Suspected abuse of sick time may lead to disciplinary action. Indications of possible abuse include, but are not limited to, repeated usage of sick time to extend regularly scheduled days off, including weekends, holidays (before or after a holiday), excessive absenteeism on Mondays and Fridays, and usage of sick time on days previously requested and denied as vacation. If you are absent for more than three consecutive workdays due to personal illness, or other reasons as covered under the Act, you may be required to provide reasonable documentation, such as a statement from your health care provider. Please familiarize yourself with the Absenteeism and Tardiness Policy for the proper procedures to follow when an absence has or will occur.

Employees classified as exempt may take sick time in 1-hour increments. Nonexempt employees should record their absences in exact time increments to the quarter hour. Unused hours are not paid in the event of separation from employment and will not be reinstated if reemployed. [Client name] prohibits retaliation against any employee for requesting or inquiring about medical leave. While medical leave time is paid through Insperity, the medical leave is solely a Mediavine, Inc. policy.

MINNESOTA SPECIFIC POLICIES

CRIME VICTIM LEAVE

An employee who is the victim of a crime is eligible to take leave to appear at court or other legal or investigative proceedings associated with the crime or to obtain counseling associated with being a crime victim.

An employee taking leave must use all accrued paid time off, vacation and/or personal time before continuing leave on an unpaid basis. You must provide documentation supporting your need for leave. Mediavine, Inc. will maintain the confidentiality, to the extent possible, of any written documents or records submitted and the fact that leave has been requested. If disclosure of documentation is required, Mediavine, Inc. will provide an employee with advance notice of the need to disclose such documentation.

FAMILY MILITARY LEAVE

Minnesota Family Military Leave provides up to 10 days of unpaid leave to immediate family members of a service member who is injured or killed while engaged in active military service. Immediate family members include:

1. Spouse;
2. Parent;
3. Child;
4. Sibling; or
5. Grandparent

Additionally, Minnesota Family Military Leave provides one day per calendar year of unpaid leave to certain family members of a service member ordered to or returning from active duty to attend send-off or homecoming ceremonies. Eligible family members include those listed above and the service member's:

1. Legal guardian;
2. Grandchild;
3. Fiancé; or
4. Fiancée

Minnesota Family Military Leave and federal Family Military Caregiver Leave under the FMLA, will run concurrently, when applicable. Employees taking family military leave have the option to use accrued unused vacation, personal leave, paid time off (PTO) and any other leave that may be granted to the employee, except sick leave and disability leave, prior to taking unpaid family military leave. At the end of the family military leave, an employee will be restored to the position held when the leave began or to a position of equivalent seniority status, employee benefits, pay and other terms and conditions of employment.

MINNESOTA WAGE DISCLOSURE PROTECTION

Under the Minnesota's Women's Economic Security Act, employees are free to voluntarily discuss, inquire about, or disclose their compensation to any other employee, without fear of adverse consequences. No employee will be penalized in any way for engaging in such discussions.

Employees may not however, disclose proprietary information, trade secret information, or information that is otherwise subject to a legal privilege or protected by law without the written consent of the employer. Employees are also prohibited from discussing wage information of other employees to any Mediavine, Inc. competitors.

PAID SICK AND SAFE TIME - MINNEAPOLIS

The Company recognizes that the inability to work because of illness, injury or safety needs may cause economic hardship. For this reason, Mediavine, Inc. provides up to 48 hours or greater per year of paid sick and safe time to all employees. Sick and safe time may be used for your own, your family member's or your household member's health needs, or for purposes relating to being a victim of domestic violence, sexual assault or stalking, as intended to comply with Minneapolis Sick and Safe Time Ordinance. Additionally sick and safe time may be used for purposes relating to a business closure due to a public health emergency or to caring for a family or household member during an emergency, or an unexpected closure of their school or place of care, including due to inclement weather.

Employees begin to accrue sick time upon hire and are eligible to use the time immediately. Sick time accrues at the rate of amount of time not less than the equivalent of .0334 for each hour worked per pay cycle and unused time will carry over into the following year. The maximum "cap" of sick time is # greater than or equal to 80 hours and accruals will stop until the balance is again below the cap.

Suspected abuse of sick time may lead to disciplinary action. Indications of possible abuse include, but are not limited to, repeated usage of sick time to extend regularly scheduled days off, including weekends, holidays (before or after a holiday), excessive absenteeism on Mondays and Fridays, and usage of sick time on days previously requested and denied as vacation. If you are absent for more than three consecutive workdays due to personal illness, you may be required to provide a statement from your healthcare provider. Please familiarize yourself with the Absenteeism and Tardiness Policy for the proper procedures to follow when an absence has or will occur.

Employees classified as exempt may take sick time in 4-hour increments. Nonexempt employees should record their absences in exact time increments to the quarter hour, (e.g., 1.5 hours, 6 hours, 2.75 hours). Unused sick hours are not paid in the event of separation from employment; however, any unused sick hours will be reinstated if re-employed by Mediavine, Inc. within 90 days of separation. While sick time is paid through Insuperity, sick time is solely a Mediavine, Inc. policy.

Mediavine, Inc. and Insperity will not permit or condone any acts of discrimination or retaliation against anyone who exercises his or her rights under the Minneapolis Sick and Safe Time Ordinance. Such rights include, but are not limited to, requesting and using accrued sick and safe time, informing any person about a violation of the Minneapolis Sick and Safe Time Ordinance, making a complaint or filing an action to enforce a right to accrued sick and safe time.

SCHOOL ACTIVITIES LEAVE

Since school events sometimes occur during working hours, Mediavine, Inc. recognizes the challenge for working parents, legal guardians or custodians to fully participate in their children's education and school activities. Therefore, you are permitted to take time off work up to a total of 16 hours per year to:

- Attend parent teacher conferences;
- Attend school-related activities;
- Volunteer or otherwise be involved;
- Attend school sponsored events; or
- Respond to an emergency involving the child.

Where possible, you should give written notice at least 5 school days in advance. You may be required to provide written documentation from the school indicating your participation in the school event.

If you are a nonexempt employee taking school activity leave, you may choose to use accrued vacation or paid time off (PTO). However, if no paid leave is available, you may take the time without pay.

VOTING LEAVE

Employees are encouraged to fulfill their civic responsibility by voting in local, state and national elections. If you are unable to reach your polling place outside of work hours, you may take the time necessary to appear at the employee's polling place, cast a ballot, and return to work of paid time off to vote. Time may be taken at any time on Election Day. You are required to provide reasonable notice to your supervisor, and evidence of voting may be required.

MONTANA SPECIFIC POLICIES

PREGNANCY DISABILITY LEAVE

Montana provides a reasonable leave of absence for disability due to pregnancy.

NEVADA SPECIFIC POLICIES

DOMESTIC VIOLENCE LEAVE

Nevada Domestic Violence Leave provides up to 160 hours of unpaid leave to eligible active employees who have been employed by Mediavine, Inc. for 90 days and who are the victim of an act of domestic violence, or who have a family or household member that is a victim of an act of domestic violence. Family and household members include:

- Spouse;
- Domestic Partner;
- Minor Child;
- Parent or other adult person 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 of domestic violence

Length of Leave

An eligible employee is entitled to 160 hours of unpaid leave in a 12-month period. The leave must be taken within the 12 months immediately following the date on which the domestic violence occurred.

Approved Reasons for Leave

Nevada Domestic Violence Leave may be taken for the following reasons:

1. For the diagnosis, care or treatment of the employee's health condition related to the domestic violence;
2. To obtain counseling or assistance related to the domestic violence;
3. To participate in any court proceedings related to an act of domestic violence; or
4. To establish a safety plan, to increase the safety of the employee or the employee's family or household from future acts which constitutes domestic violence.

Reasonable Accommodation

Mediavine, Inc. will make reasonable accommodations for an employee who is a victim of domestic violence or whose family or household member is a victim of domestic violence which may include, but not is limited to:

- Transfer or reassignment;
- Modified schedule;
- New telephone number for work; or
- Any other reasonable accommodation which will not create an undue hardship deemed necessary to ensure the safety of the employee, the workplace, the employer or other employees.

Employee Notification and Certification

After initially taking leave because of domestic violence, an employee must give at least 48 hours' advance notice of the need to use additional hours of leave.

Employees taking Nevada Domestic Violence Leave may be required to provide certification that confirms or supports the reason the employee provided for requesting leave. Such documentation may include, without limitation:

- A police report;
- A copy of an application for an order for protection;
- An affidavit from an organization, which provides services to victims of domestic violence;
or
- Documentation from a physician.

Job Restoration

When returning from an authorized leave, an employee will normally be returned to the same or an equivalent position, with no loss of benefits accrued prior to leave. Absences due to leave will not be counted as time worked for the purpose of seniority or computing paid time off for vacation, sick leave or personal days. In the event your position is affected by a decision or event not related to your leave of absence (e.g., job elimination or layoff), you will be affected to the same extent as if not on leave.

Substitution of Paid Leave

If you are taking Domestic Violence Leave, you should substitute all accrued paid leave, including accrued and unused sick leave, paid vacation, paid personal time, paid time off and, if applicable, short-term salary continuation, before continuing leave on an unpaid basis. When receiving disability benefits under a disability benefit plan, the substitution of your accrued paid leave is not required. Any Domestic Violence leave, whether paid, unpaid or a combination, will be counted toward the leave entitlement, as applicable.

Questions About Domestic Violence Leave

If you have any questions about your rights or responsibilities under this policy, contact the Insuperity Contact Center toll free at 866-715-3552 (select "Benefits"), weekdays between 7 a.m. and 7 p.m. Central time. Mediavine, Inc. and Insuperity will comply with all applicable federal, state and local laws in administering this policy.

SCHOOL ACTIVITIES LEAVE

Since school events sometimes occur during working hours, Mediavine, Inc. recognizes the challenge for working parents, legal guardians or custodians to fully participate in their children's education and school activities. Therefore, you are permitted to take time off work up to a total of 4 hours per child per year to:

- Attend parent teacher conferences;
- Attend school-related activities;

- Volunteer or otherwise be involved;
- Attend school sponsored events; or
- Respond to an emergency involving the child.

Where possible, you should give written notice at least 5 school days in advance. You may be required to provide written documentation from the school indicating your participation in the school event.

If you are a nonexempt employee taking school activity leave, you may choose to use accrued vacation or paid time off (PTO). However, if no paid leave is available, you may take the time without pay.

NEW JERSEY SPECIFIC POLICIES

BENEFITS

In accordance with applicable state law, employees who have entered into a civil union or a domestic partnership recognized in the jurisdiction under which the civil union or partnership was created have access to equal benefits as provided to employees with a spouse, when extended benefits are provided. This could include, but is not necessarily limited to, health insurance, leaves of absence and company discounts, if provided.

EMERGENCY RESPONDER LEAVE

Mediavine, Inc. provides unpaid leave for employees who perform emergency duty as a voluntary emergency responder defined as an active member in good standing of a volunteer fire company, a volunteer member of a duly incorporated first aid, rescue or ambulance squad, or a member of any county or municipal volunteer Office of Emergency Management. If you are participating as one of these emergency responders, notify your supervisor so the company may be aware of the fact that you may have to take time off for emergency duty. In the event that you need to take time off for emergency duty, inform your supervisor before doing so, when possible. Upon conclusion of emergency duty, you may be required to provide documentation to support your absence. Mediavine, Inc. will comply with additional requirements under state law.

FAMILY LEAVE

This policy is in effect only where Mediavine, Inc. is a covered employer under New Jersey Family Leave law and employs 30 or more employees, whether employed in New Jersey or not. If you are eligible for an approved FMLA reason, this policy provides no greater benefits. If you are not eligible for FMLA, you may be eligible for 12 weeks of New Jersey Family Leave within a 24-month period, if you meet the following requirements.

Eligible Employee

To qualify to take New Jersey Family Leave, you must meet the following requirements the date leave is to begin:

1. You are an active employee and have been employed for at least 12 consecutive months; and
2. You have worked a minimum of 1,000 hours in the 12 months preceding the leave; and
3. You work in the state of New Jersey.

Approved Reasons for Leave

New Jersey Family Leave may be taken for the following reasons:

1. The birth of an employee's or civil union partner's child or to care for the newborn child, including a child conceived through a gestational carrier agreement;
2. The placement of a child with either the employee or the employee's civil union partner for adoption or state-approved foster care; and
3. The care of an employee's family member, including a spouse, civil union partner, child (of any age), or parent (including parent-in-law, resource family parent, step-parent or legal guardian), sibling, grandparent, grandchild, any individual related by blood, or any other individual with a close association equivalent to a family relationship who has a serious health condition.
4. To address certain nonmedical needs arising from domestic or sexual violence, also known as "safe time."

Notice and Request for Leave

Employees who wish to take leave under this policy must make submit a request at least 30 days prior to the initiation of the leave, if foreseeable. If not foreseeable, the employee must provide notice for the need for leave as soon as practicable.

Bonding leave must be taken in the first year following the birth or placement of the child. This leave must be taken in either full-day or full-week increments, and notice must be provided at least 15 days prior to the initiation of intermittent leave.

If two spouses work for the same employer, there are limits on how much leave employees can take for certain reasons. New Jersey Family Leave and federal family medical leave will run concurrently, when applicable.

The same provisions under FMLA regarding Substitution of Paid Leave, Job Restoration, and Medical Certification will apply to leave under this policy.

NEW JERSEY SECURITY AND FINANCIAL EMPOWERMENT ACT ("NJ SAFE ACT")

The New Jersey Security and Financial Empowerment Act ("NJ SAFE Act"), provides eligible employees with up to 20 days of unpaid leave in a 12-month period, for reasons resulting from domestic violence or a sexually violent offense.

"Eligible employee" is defined as an employee who has worked at least 1,000 hours during the immediately preceding 12-month period.

Leave may be taken if an employee, or the employee's child, parent, parent-in-law, spouse, domestic or civil union partner, sibling, grandparent, grandchild, any individual related by blood, or any other individual with a close association equivalent of a family relationship, is a victim of domestic violence or a sexually violent offense.

Leave under the NJ SAFE Act may be taken to:

- (1) Seek medical attention for, or to recover from, physical or psychological injuries caused by domestic or sexual violence;

- (2) Obtain services from a victim services organization;
- (3) Obtain psychological or other counseling resulting from a domestic violence or a sexually violent offense;
- (4) Participate in safety planning, temporary or permanent relocation, or other actions to increase safety from future domestic violence or sexual violence or to ensure economic security;
- (5) Seek legal assistance or remedy to ensure the health and safety of the employee or the employee's family member, including preparation for, or participation in, a civil or criminal legal proceeding related to, or derived from, domestic violence or sexual violence; or
- (6) Attend, participate in, or prepare for a criminal or civil court proceeding relating to an incident of domestic or sexual violence.

Leave must be used in the 12-month period immediately following an instance of domestic violence or a sexually violent offense. The unpaid leave may be taken intermittently in intervals of no less than one day. The unpaid leave shall run concurrently with any vacation time, PTO, or paid medical or sick leave that the employee elects to use.

Employees must provide written notice as far in advance as reasonable and practicable under the circumstances, and should provide documentation to support the request. Mediavine, Inc. will maintain the confidentiality, to the extent possible, of any written documents or records submitted and the fact that leave has been requested. Employees taking New Jersey SAFE leave are eligible to apply for New Jersey Family Leave Insurance benefits.

PAID SICK TIME

The Company recognizes that the inability to work because of illness, injury or safety needs may cause economic hardship. For this reason, Mediavine, Inc. provides up to # hours equal to or greater than 40 hours paid sick time per calendar year to all employees who work in New Jersey.

Sick time may be used for:

- your own or your family member's health needs,
- purposes relating to being a victim of domestic violence, sexual assault, or stalking,
- for purposes related to when your worksite or your child's school or care facility is closed by order of public official due to an epidemic or a public health emergency, or state of emergency declared by the Governor,
- a state of emergency declaration or health care provider, public health official or state Commissioner determination that the presence of an employee, or a family member being cared for by the employee, in public could impact the health of others,
- an isolation or quarantine recommendation or order of a health care provider, public official or state Commissioner for an employee, or a quarantined family member being cared for an employee, as a result of suspected exposure to a communicable disease, or upon recommendation by a health care professional or local authority than an employee or the employee's family member may jeopardize the health of others, or

- to attend a school-related conference or event requested by or required by a school administrator, teacher or other professional staff member, as intended to comply with the New Jersey Paid Sick Leave Act.

Employees begin to earn sick and safe time upon hire and are eligible to use the time immediately. Sick time accrues at the rate of one hour for each 30 hours worked per pay cycle and unused sick time up to # greater than or equal to 40 hours will carry over into the following year.

Suspected abuse of sick time may lead to disciplinary action. Indications of possible abuse include, but are not limited to, repeated usage of sick time to extend regularly scheduled days off, including weekends, holidays (before or after a holiday), excessive absenteeism on Mondays and Fridays, and usage of sick time on days previously requested and denied as vacation. If you are absent for three or more consecutive workdays due to personal illness, or other reasons as covered under the Act, you may be required to provide reasonable documentation, such as a statement from your health care provider. Please familiarize yourself with the Absenteeism and Tardiness Policy for the proper procedures to follow when an absence has or will occur.

Employees classified as exempt may take sick and safe time in 4-hour increments. Nonexempt employees should record their absences in exact time increments to the quarter hour. Unused sick time is not paid in the event of separation from employment; however, unused sick and safe time will be reinstated if reemployed by Mediavine, Inc. within six months of separation. Mediavine, Inc. prohibits retaliation against any employee for requesting or inquiring about sick time. While sick time is paid through Insperity, sick time is solely a Mediavine, Inc. policy.

NEW YORK SPECIFIC POLICIES

ANTI-HARASSMENT

Mediavine, Inc. and Insperity are committed to a work environment in which all individuals are treated with respect and dignity and are free from all forms of harassment and discrimination. Any form of harassment, even when not unlawful or directed at a protected category, is prohibited and will not be tolerated. All employees, including supervisors and co-workers, as well as vendors, contractors, interns (whether paid or unpaid), temporary workers, customers or other third parties, are expected to adhere to this policy.

Reported or suspected occurrences of harassment or discrimination will be promptly and thoroughly investigated. Following an investigation, Mediavine, Inc. and Insperity will promptly take any necessary and appropriate disciplinary action.

Mediavine, Inc. and Insperity will not permit or condone any acts of retaliation against anyone who files or cooperates in the investigation of harassment or discrimination complaints.

1. The term “harassment” includes harassment based on any category protected by federal, state or local law, which may include, but is not limited to, unwelcome slurs, jokes, or verbal, graphic or physical conduct relating to an individual's race, color, religious creed, sex, national origin, ancestry, citizenship status, pregnancy, pregnancy related condition, including but not limited to childbirth and/or lactation, physical disability, mental and/or intellectual disability, age, military status or status as a Vietnam-era or special disabled veteran, marital status, registered domestic partner or civil union status, familial status, gender (including sex stereotyping and gender identity or expression), medical condition (including, but not limited to, cancer related or HIV/AIDS related), genetic information, or sexual orientation.
2. Sexual harassment is a form of workplace discrimination and Mediavine, Inc. and Insperity have a zero-tolerance policy for any form of sexual harassment. Sexual harassment consists of unwelcome sexual advances, requests for sexual favors, or other verbal or physical conduct of a sexual nature where:
 - a. Submission to such conduct is an explicit or implicit term or condition of employment;
 - b. Employment decisions are based on an employee's submission to or rejection of such conduct; or
 - c. Such conduct unreasonably interferes with an individual's work performance or creates an intimidating, hostile or offensive working environment, even if the complaining individual is not the intended target of the sexual harassment
 - d. Examples of acts that may be unlawful sexual harassment include, but are not limited to:
 - Physical assaults of a sexual nature, such as: Touching, pinching, patting, grabbing; rape, sexual battery, molestation or attempts to commit these assaults;
 - Unwanted sexual advances or propositions, such as requests for sexual favors accompanied by implied or overt threats concerning the victim's

- job performance evaluation, a promotion or other job benefits or detriments
- Sexually oriented gestures, noises, remarks, jokes or comments about a person's sexuality or sexual experience, which create a hostile work environment.
 - Sexual or discriminatory displays or publications anywhere in the workplace, such as: Displaying pictures, posters, calendars, graffiti, objects, promotional material, reading materials or other materials that are sexually demeaning or pornographic. This includes such sexual displays on workplace computers or cell phones and sharing such displays while in the workplace.
 - Hostile actions taken against an individual because of that individual's sex, sexual orientation, gender identity and the status of being transgender, such as: Interfering with, destroying or damaging a person's workstation, tools or equipment, or otherwise interfering with the individual's ability to perform the job; Sabotaging an individual's work; Bullying, yelling, name-calling.
3. Harassment and discriminations are forms of employee misconduct that subjects Mediavine, Inc. and Insperty to liability for harm to victims of harassment, including sexual harassment. Harassers may also be individually subject to liability. Any employee, including supervisors and managers, who engage in harassing, including sexual harassing, behavior will be subject to sanctions enforced against them for such behavior.

Internal Complaint Procedure

Mediavine, Inc. and Insperty provide you with a convenient and reliable method for reporting incidents of alleged harassment, including sexual harassment, and discrimination. Any employee who feels harassed or discriminated against, or who is aware of harassment or discrimination occurring in the workplace is encouraged to immediately inform the alleged offender that the behavior is unwelcome. If the informal discussion with the alleged offender is unsuccessful in remedying the problem, or if you do not feel comfortable with such an approach, you should immediately report the conduct to Name of person or position to whom the complaint should be made and the Insperty Anti-Harassment Hotline number at 844-677-3030. A complaint form is available on Insperty Premier™ to report harassment and file complaints. This form may be found on Insperty Premier under ***Company > Forms and Policies > Company Documents***.

We cannot resolve a harassment or discrimination problem, unless we know about it. Managers and supervisors are required to report any complaint they received, or any harassment that they observe. Therefore, it is your responsibility to bring those kinds of problems to our attention so we can take the necessary steps to correct any problems. The report should include all facts available to you regarding the alleged harassment, sexual harassment, or discrimination.

When you call the Insperty Anti-Harassment Hotline, please be sure to leave your name, Insperty employee identification number or the last four digits of your social security number, and the name of the client company for which you work. If you wish to make an anonymous complaint, you may do so. However, the scope of our investigation may be limited based on the information you provide.

External Complaint Procedure

If you believe you have been harassed, including sexual harassment, or discriminated against, you may have rights and remedies under federal, state, and/or local law. If you feel you've reported your complaint internally but have not received a satisfactory response, you may file a complaint with the New York State Division of Human Rights (DHR), the U.S. Equal Opportunity Commission (EEOC), or contact the county, city or town in which you live to see if similar laws exist.

- Contact DHR at (888) 392-3644 or visit dhr.ny.gov/complaint for more information about filing a complaint.
- Contact the EEOC at (800) 669-4000 1-800-669-6820 (TTY)), or visit www.eeoc.gov or via email at info@eeoc.gov
- Contact the NYC Commission on Human Rights by calling 311 or (212) 306-7450 or visit 45db5358-182e-4993-9eba-f975560bc665

Confidentiality

All reports of alleged harassment, sexual harassment, or discrimination will be treated seriously. Confidentiality will be maintained to the extent possible. However, to conduct a thorough investigation, certain information may need to be disclosed to other individuals, including the alleged offender. Consequently, absolute confidentiality cannot be promised and cannot be guaranteed.

Investigative Procedure

Once a complaint of alleged harassment, sexual harassment, or discrimination is received, we will begin a prompt and thorough investigation. All employees are required to cooperate with management during any investigation of harassment, including sexual harassment.

The investigation may include interviews with all involved parties, including the alleged harasser, and any persons who are aware of facts or incidents alleged to have occurred, and review of any information provided by such parties. While confidentiality will be observed in this procedure, complete confidentiality cannot be guaranteed, however only those persons who are necessary to this process will be informed of events, and only to the extent necessary.

Following an investigation, Mediavine, Inc. and Insperty will promptly take any necessary and appropriate disciplinary action. Disciplinary action will be taken if the investigation reveals that an employee has acted in a manner that is not in alignment with the goals of this policy. Mediavine, Inc. and Insperty may address any workplace issue discovered during an investigation. This may include some or all of the following steps:

1. Restore any lost terms, conditions, or benefits of employment to the complaining employee.
2. Discipline the alleged harasser. This discipline may include written disciplinary warnings, transfer, demotion, suspension and/or termination of employment.

If the alleged harassment, sexual harassment, or discrimination is from a vendor, contractor, customer or other third party, Mediavine, Inc. and Insperty will take appropriate action to stop the conduct.

If you have made a complaint but feel that the action taken in response has not remedied the situation, you should make an additional complaint following the complaint procedure outlined in this policy.

Duties of Employees and Supervisors

All employees of the company, both management and non-management, are responsible for assuring that a workplace free of harassment, sexual harassment, and discrimination is maintained. Any employee may file a complaint regarding incidents experienced personally or incidents observed in the workplace. The company strives to maintain a pleasant work environment where all employees are able to effectively perform their work without interference of any type and requests the assistance of all employees in this effort.

All managers and supervisors are responsible for doing all they can to prevent and discourage harassment, sexual harassment, and discrimination from occurring. If a complaint of harassment, sexual harassment or discrimination is raised, the individual to whom the complaint is made (i.e., supervisor, manager, company owner) should act promptly to notify the Insuperity Anti-Harassment hotline number so an investigation may promptly proceed. The company and Insuperity may discipline any managers or supervisors who fail to follow this policy, which discipline, may include termination. .

Retaliation Prohibited

Mediavine, Inc. and Insuperity do not condone retaliation against individuals who file complaints of harassment, sexual harassment, or discrimination. Employees who are found to have retaliated against employees or non-employees (i.e. someone who is a contractor, subcontractor, intern, vendor, temporary worker, consultant or otherwise providing services in the workplace) who have filed complaints of harassment, sexual harassment, discrimination, or who testify or assist in any proceeding under the law is unlawful and will be subject to disciplinary action, up to and including termination.

BIOMETRIC TIMEKEEPING

This policy applies to all employees of Mediavine, Inc. who, in the course of performing their regular job responsibilities, are involved in the collection, use, handling, safeguarding, storage, retention, and destruction of Biometric Identifiers and Biometric Information (collectively, "Biometric Data").

Mediavine, Inc. offers the convenience of a biometric timekeeping system that can collect images and/or features of your fingerprint to facilitate accurate and efficient time records of your work hours. The collected images and/or features of your fingerprint are referred to as "biometric data."

Upon your consent, your biometric data will be collected, stored and used by the company through your employment with Mediavine, Inc. to: (1) identify you; (2) record your work start and end times; and (3) process your pay. You will be asked to sign a Biometric Collection Consent form upon hire for this purpose. The company will not disclose, sell, lease or trade your biometric data for any other purpose.

The Company will securely store your biometric data in the same manner as it stores other confidential or sensitive company information. The Company prohibits the sale, lease or trade of Biometric Data. The Company prohibits any disclosure of Biometric Data other than as permitted by this policy.

Your biometric data will be permanently destroyed after your employment with the company ends. Biometric Data in electronic form will be destroyed in a manner that renders the information irretrievable. The Company's Human Resources and Information Technology departments shall be responsible for coordinating with the timeclock service provider.

Your consent to the collection, storage and use of Client Company's biometric timekeeping system is voluntary and an alternate method of collecting your work time is available upon your request.

Violations of this policy or its procedures will result in disciplinary action up through and including termination of employment.

CONFIDENTIALITY OF SOCIAL SECURITY NUMBERS AND OTHER CONFIDENTIAL EMPLOYEE INFORMATION

Mediavine, Inc. is committed to protecting the confidential information of all employees and clients or customers. Employees are required to maintain the confidentiality of all employee or customer or client information including but not limited to, Social Security Numbers, including any part of Social Security Numbers, driver's license numbers, state-issued identification card numbers, date of birth, credit or debit or other account numbers, passport numbers, alien registration numbers, health insurance identification numbers or health information.

If you have access to confidential information you must safeguard it by keeping the information, whether in paper or electronic format, in a secure location and only access the data for authorized business purposes.

You should only include a portion or complete Social Security Number or other employee confidential information in internal e-mails if required by a specific business need. If you have an authorized business need to send any type of personal information outside the company, either in an email or in an attachment to an email, you must use approved encryption technology to encrypt the email prior to sending it. Employees are expected to comply with applicable state laws that restrict the use of a full or partial Social Security Number.

Always use company shred machines or shred receptacles to dispose of paper documents that contain employee personal information. Destroy computer media or files containing employee confidential information in a manner ensuring confidentiality.

Consult with your supervisor if you have any questions about this policy or on the process to destroy items which cannot be shredded, such as computer disks or files.

DOMESTIC VIOLENCE LEAVE

Mediavine, Inc. will make reasonable accommodations for an employee who is a victim of, or whose child is a victim of, domestic violence, provided the employee requesting leave is not the perpetrator of the domestic violence for which leave is being sought.

Approved Reasons for Leave

Employees may request leave to:

- Seek medical attention for injuries caused by domestic violence,
- Obtain services from a domestic violence shelter, program, or rape crisis center,
- Obtain psychological counseling related to an incident of domestic violence,
- Participate in safety planning or to take any other action to increase safety from future incidents of domestic violence,
- Obtain legal services, assist in the prosecution of the offense, or appear in court related to the incident of domestic violence.

Employee Notification and Certification

Employees seeking leave time must provide advance notice where feasible. If advance notice cannot be provided, employee may be required to provide documentation that confirms or supports the reason the employee provided for requesting leave. Such documentation may include:

- A police report indicating the employee or his or her child was the victim of domestic violence;
- A court order protecting the employee or his or her child from the abusing party;
- Other evidence from the court or prosecuting attorney that the employee appeared in court; or
- Documentation from a medical professional, domestic violence advocate, health care provider, or counselor that the employee or his or her child was undergoing counseling or treatment for physical or mental injuries or abuse resulting from domestic violence.

Job Restoration


When returning from an authorized leave, an employee will generally be returned to the same or an equivalent position, with no loss of benefits. Absences due to leave will not be counted as time worked for the purpose of seniority or computing paid time off for vacation, sick leave or personal days. In the event your position is affected by a decision or event not related to your leave of absence (e.g., job elimination or layoff), you will be affected to the same extent as if not on leave.

Substitution of Paid Leave

If you are taking Domestic Violence Leave, you should substitute all accrued paid leave, including accrued and unused sick leave, paid vacation, paid personal time, paid time off and, if applicable, short-term salary continuation, before continuing leave on an unpaid basis. When receiving disability benefits under a disability benefit plan, the substitution of your accrued paid leave is

not required. Any Domestic Violence leave, whether paid, unpaid or a combination, will be counted toward the leave entitlement, as applicable.

Questions About Domestic Violence Leave

If you have any questions about your rights or responsibilities under this policy, contact the Insuperity Contact Center toll free at 866-715-355245db5358-182e-4993-9eba-f975560bc665  45db5358-182e-4993-9eba-f975560bc665 (select “Benefits”), weekdays between 7 a.m. and 7 p.m. Central time. Mediavine, Inc. and Insuperity will comply with all applicable federal, state and local laws in administering this policy.

JURY DUTY AND WITNESS LEAVE

If you are summoned to jury duty or to appear in court as a witness, Mediavine, Inc. will continue your pay in accordance with FLSA and applicable law. You must notify your supervisor as soon as it is known you have been summoned.

To qualify for either jury or witness duty leave, you must submit a copy of the summons to your supervisor as soon as it is received. In addition, you must also submit to your supervisor a related proof of service when the period of jury or witness duty is completed. No adverse employment action will be taken against employees due to their service as either a juror or witness in state or federal courts.

NEW YORK STATE NOTICE OF RIGHTS TO NON-DISCRIMINATION BASED ON REPRODUCTIVE HEALTH DECISIONS

Employers in the state of New York are prohibited from discriminating against an employee based on that employee's or the employee's dependent's reproductive health decision making.

An employer located in the state of New York is prohibited from:

- Accessing an employee's personal information regarding the employee's or the employee's dependent's reproductive health decision making;
- Discriminating or take any retaliatory action against an employee with respect to compensation, terms, conditions, or privileges of employment because of or on the basis of the employee's or dependent's reproductive health decision making, including, but not limited to, a decision to use or access a particular drug, device or medical service; or
- Requiring an employee to sign a waiver or other document which purports to deny an employee the right to make their own reproductive health care decisions, including use of a particular drug, device, or medical service.

NEW YORK STATE PAID FAMILY LEAVE

Employees may be eligible for New York State Paid Family Leave benefits for qualifying leaves of absence. In order to receive paid family leave benefits, an employee must file a claim with the company's designated paid family leave insurance carrier. You may see your supervisor or call Insuperity Leave Administration at Call: 877-236-7331 for instructions on how to file your New York

Paid Family Leave claim. Or you may contact Insperity Leave Administration by email: leave_administration@insperity.com.

Eligibility

To qualify for Paid Family Leave under this this program, you must meet one of the following requirements the date leave is to begin.

- If you regularly work more than 20 hours per week, you must work at least 26 continuous weeks;
- If you regularly work less than 20 hours per week, you must work at least 175 days.

Reasons for Leave

Under New York State Paid Family Leave, employees may be eligible to receive up to 10 weeks of benefit payments in 2019 and 2020, and up to 12 weeks of benefit payments in 2021 and thereafter for the following reasons:

- To care for a close relative with a serious health condition; a close relative includes spouse, domestic partner, child, parent, parent-in-law, grandparent, and grandchild;
- To bond with a new born child or to bond with a child in connection with the adoption or foster care placement of that child.
- To address important needs related to a family member's military service or an impending call or order of active duty; a close relative includes spouse, domestic partner, child and parent.
- Preparation and recovery from surgery related to organ or tissue donation.

New York State Paid Family Leave and federal family and medical leave (FMLA) will run concurrently, when applicable.

The same provisions under FMLA regarding Employee Notification Requirements, Job Restoration, and leave certification will apply to leave under this policy.

Substitution of Paid Leave

You may use accrued paid leave, including accrued and unused sick leave, paid vacation, paid personal time, and paid time off. Use of accrued paid leave, however, is not required. Any family leave, whether paid, unpaid or a combination thereof, will be counted toward the leave entitlement, as applicable. Employees are not eligible for New York State Paid Family Leave benefits while using accrued paid leave.

PAID SICK AND SAFE TIME

The Company recognizes that the inability to work because of illness, injury or safety needs may cause economic hardship. For this reason, Mediavine, Inc. provides up to 40 hours paid sick and safe time per calendar year to all employees.

Sick and safe leave may be used only for the following purposes:

- The mental or physical illness, injury or health condition of an employee or the employee's family member;
- The diagnosis, care or treatment of a mental or physical illness, injury, or health condition of, or need for diagnosis of, the employee or the employee's family member;
- Preventive care for the employee or the employee's family member;
- Absence from work due to any of the following reasons when the employee or the employee's family member has been the victim of domestic violence, a family offense matter, sexual offense, stalking or human trafficking:
 - to obtain services from a domestic violence shelter, rape crisis center, or other shelter or services program;
 - to participate in safety planning, temporarily or permanently relocate, or take other actions to increase the safety of the employee or employee's family members;
 - to meet with an attorney or other social service provider to obtain information and advice on, and prepare for or participate in any criminal or civil proceeding;
 - to file a complaint or domestic incident report with law enforcement;
 - to meet with a district attorney's office;
 - to enroll children in a new school; or
 - to take other actions necessary to ensure, maintain, improve, or restore the physical, psychological, or economic health or safety of the employee or the employee's family member or to protect those who associate or work with the employee.

Eligible family members include an employee's child, regardless of age (biological, adopted, or foster child; legal ward; child of an employee standing in loco parentis); grandchild; spouse; domestic partner; parent (biological, foster, step, or adoptive parent, or a legal guardian of the employee, or a person who stood in loco parentis when the employee was a minor child); sibling; grandparent; or child or parent of an employee's spouse or domestic partner.

Employees begin to earn sick and safe time upon hire and are eligible to use the time immediately. Sick and safe time accrues at the rate of one hour for each 30 hours worked or an amount of time not less than the equivalent of .0334 hours for each hour worked per pay cycle. Accrued, unused sick and safe time hours will carry over into the following calendar year; however, employees may not use more than 40 hours of sick and safe time in a calendar year.

Time off for sick and safe leave is not included in actual hours worked for the purpose of calculating overtime for the week in which the sick and safe leave is taken. Mediavine, Inc. will not require disclosure of confidential information relating to personal health information of the employee or the employee's family member, or information relating to absence from work due to domestic violence, a sexual offense, stalking or human trafficking. [Client name] will maintain confidentiality of information received for employee use of sick and safe leave.

Suspected abuse of sick and safe time may lead to disciplinary action. Indications of possible abuse include, but are not limited to, repeated usage of sick and safe time to extend regularly scheduled days off, including weekends, holidays (before or after a holiday), excessive absenteeism on Mondays and Fridays, and usage of sick and safe time on days previously requested and denied as vacation.

Employees classified as exempt may take sick and safe time in 4-hour increments. Nonexempt employees should record their absences in exact time increments to the quarter hour. Unused sick and safe hours are not paid in the event of separation from employment. Mediavine, Inc. prohibits retaliation against any employee for requesting or inquiring about sick and safe time. While sick and safe time is paid through Insperity, sick and safe time is solely a Mediavine, Inc. policy.

PAID SICK AND SAFE TIME - NEW YORK CITY

The Company recognizes that the inability to work because of illness, injury or safety needs may cause economic hardship. For this reason, Mediavine, Inc. provides 40 hours paid sick and safe time for use upon hire and annually to all employees. You are eligible to use the time immediately. Sick and safe time may be used for your own or your family member's health or safety needs, for purposes relating to you or your family member being a victim of a family offense matter, sexual assault, stalking or human trafficking, or for purposes related to your worksite or your child's school or care facility being closed by a public official due to a public health emergency as intended to comply with New York City's Earned Safe and Sick Time Act.

If the reason for use is unforeseeable, you must notify your supervisor directly as soon as possible. In most circumstances, you should notify your supervisor within the first 30 minutes of your work shift each day of your absence, unless you have been granted a leave of absence. If you are absent for more than three consecutive workdays due to personal illness, you may be required to provide a statement from your health care provider establishing the need for and duration of sick time or reasonable documentation that safe time was for a permissible purpose. Mediavine, Inc. will not require disclosure of personal health information or the details of the matter for which an employee requests safe leave and will maintain confidentiality of information received for employee use of sick and safe leave. Please familiarize yourself with the Absenteeism and Tardiness Policy for the proper procedures to follow when an absence has or will occur.

Suspected abuse of sick and safe time may lead to disciplinary action. Indications of possible abuse include, but are not limited to, repeated usage of sick and safe time to extend regularly scheduled days off, including weekends, holidays (before or after a holiday), excessive absenteeism on Mondays and Fridays, and usage of sick and safe time on days previously requested and denied as vacation.

Employees classified as exempt may take sick and safe time in 4-hour increments. Nonexempt employees should record their absences in exact time increments to the quarter hour. Unused sick and safe hours do not carry over from one year to the next and are not paid in the event of separation from employment, however, unused sick and safe time will be reinstated if reemployed by Mediavine, Inc. within 6 months of separation. Mediavine, Inc. prohibits retaliation against any employee for requesting or inquiring about safe and sick time. While sick time is paid through Insperity, sick time is solely a Mediavine, Inc. policy.

REST AND MEAL BREAKS FOR NONEXEMPT EMPLOYEES

Mediavine, Inc. provides nonexempt employees with the opportunity to take a 10-minute rest period per 4 hours worked. Rest periods are counted as hours worked. You may schedule your rest periods at your discretion, unless instructed otherwise by a supervisor. Rest breaks may not

be combined with or added on to meal breaks nor may they be used to come to work 10 minutes late or leave 10 minutes early.

You are also provided a 30-minute meal break. Employees are relieved of all duty during the meal break and should immediately notify management if denied the opportunity to take a full uninterrupted meal break. Record the beginning and ending of all meal periods on your time records. Your supervisor will usually assign your meal period. An additional 20 minute break will be provided between 5 p.m. and 7 p.m. for employees on a shift starting before 11 a.m. and continuing after 7 p.m.

Breaks and meal periods may be staggered and may change to meet the business needs of Mediavine, Inc.

VOTING LEAVE

Employees are encouraged to fulfill their civic responsibility by voting in local, state and national elections. If you are unable to reach your polling place outside of work hours, you may take up to 2 hours of paid time off to vote. Generally, this time must be taken at either the start or end of your shift. Please see your manager to make schedule arrangements at least two days before election day if you require time off to vote.

NORTH CAROLINA SPECIFIC POLICIES

SCHOOL ACTIVITIES LEAVE

Since school events sometimes occur during working hours, Mediavine, Inc. recognizes the challenge for working parents, legal guardians or custodians to fully participate in their children's education and school activities. Therefore, you are permitted to take time off work up to a total of 4 hours per year to:

- Attend parent teacher conferences;
- Attend school-related activities;
- Volunteer or otherwise be involved;
- Attend school sponsored events; or
- Respond to an emergency involving the child.

Where possible, you should give written notice at least 5 school days in advance. You may be required to provide written documentation from the school indicating your participation in the school event.

If you are a nonexempt employee taking school activity leave, you may choose to use accrued vacation or paid time off (PTO). However, if no paid leave is available, you may take the time without pay.

OHIO SPECIFIC POLICIES

CRIME VICTIM LEAVE

An employee who is the victim of or who is the family member of the victim of a crime is eligible to take leave to appear at court or other legal or investigative proceedings associated with the crime or to obtain counseling associated with being a crime victim.

An employee taking leave must use all accrued paid time off, vacation and/or personal time before continuing leave on an unpaid basis. You must provide documentation supporting your need for leave. Mediavine, Inc. will maintain the confidentiality, to the extent possible, of any written documents or records submitted and the fact that leave has been requested. If disclosure of documentation is required, Mediavine, Inc. will provide an employee with advance notice of the need to disclose such documentation.

EMERGENCY RESPONDER LEAVE

Mediavine, Inc. provides unpaid leave for employees who perform emergency duty as a member of a volunteer fire department, or volunteer provider of emergency medical services. If you are participating as one of these emergency responders, notify your supervisor so the company may be aware of the fact that you may have to take time off for emergency duty. In the event that you need to take time off for emergency duty, inform your supervisor before doing so, when possible. Upon conclusion of emergency duty, you may be required to provide documentation to support your absence. Mediavine, Inc. will comply with additional requirements under state law.

OKLAHOMA SPECIFIC POLICIES

LACTATION BREAK

Mediavine, Inc. will provide a reasonable amount of break time to accommodate an employee's need to express breast milk for the employee's child. The break time should, if possible, be taken concurrently with other break periods already provided. Employees should clock out for time taken for 30 minutes or more that does not run concurrently with normally scheduled break periods.

Mediavine, Inc. will provide the employee with the use of a room or other location in close proximity to the employee's work area, other than a restroom, where the employee may express milk in private. Speak with your supervisor should arrangements for a refrigerator be required.

You should notify your immediate supervisor if you are requesting time to express breast milk under this policy.

VOTING LEAVE

Employees are encouraged to fulfill their civic responsibility by voting in local, state and national elections. If you are unable to reach your polling place outside of work hours, you may take up to 2 hours, plus travel time, of paid time off to vote. You are required to provide reasonable notice to your supervisor, and evidence of voting may be required.

OREGON SPECIFIC POLICIES

ANTI-HARASSMENT

Mediavine, Inc. and Insperity are committed to a work environment in which all individuals are treated with respect and dignity and are free from all forms of harassment and discrimination. Any form of harassment, even when not unlawful or directed at a protected category, is prohibited and will not be tolerated. All employees, including supervisors and co-workers, as well as vendors, contractors, interns (whether paid or unpaid), temporary workers, customers or other third parties, are expected to adhere to this policy.


Reported or suspected occurrences of harassment or discrimination will be promptly and thoroughly investigated. Following an investigation, Mediavine, Inc. and Insperity will promptly take any necessary and appropriate disciplinary action.

Mediavine, Inc. and Insperity will not permit or condone any acts of retaliation against anyone who files or cooperates in the investigation of harassment or discrimination complaints.

1. The term “harassment” includes harassment based on any category protected by federal, state or local law, which may include, but is not limited to, unwelcome slurs, jokes, or verbal, graphic or physical conduct relating to an individual's race (including hair texture and hair styles), color, religious creed, sex, national origin, ancestry, citizenship status, pregnancy, pregnancy related condition, including, but not limited to childbirth and/or lactation, physical disability, mental and/or intellectual disability, age, military status, veteran status (including protected veterans), marital status, registered domestic partner or civil union status, familial status, gender (including sex stereotyping and gender identity or expression), medical condition (including, but not limited to, cancer related or HIV/AIDS related), genetic information, or sexual orientation.
2. Sexual harassment is a form of workplace discrimination and Mediavine, Inc. and Insperity have a zero-tolerance policy for any form of sexual harassment. Sexual harassment consists of unwelcome sexual advances, requests for sexual favors, or other verbal or physical conduct of a sexual nature where:
 - a. Submission to such conduct is an explicit or implicit term or condition of employment;
 - b. Employment decisions are based on an employee's submission to or rejection of such conduct; or
 - c. Such conduct unreasonably interferes with an individual's work performance or creates an intimidating, hostile or offensive working environment, even if the complaining individual is not the intended target of the sexual harassment
 - d. Examples of acts that may be unlawful sexual harassment include, but are not limited to:
 - Physical assaults of a sexual nature, such as: Touching, pinching, patting, grabbing; rape, sexual battery, molestation or attempts to commit these assaults;
 - Unwanted sexual advances or propositions, such as requests for sexual favors accompanied by implied or overt threats concerning the victim’s

- job performance evaluation, a promotion or other job benefits or detriments
 - Sexually oriented gestures, noises, remarks, jokes or comments about a person's sexuality or sexual experience, which create a hostile work environment.
 - Sexual or discriminatory displays or publications anywhere in the workplace, such as: Displaying pictures, posters, calendars, graffiti, objects, promotional material, reading materials or other materials that are sexually demeaning or pornographic. This includes such sexual displays on workplace computers or cell phones and sharing such displays while in the workplace.
 - Hostile actions taken against an individual because of that individual's sex, sexual orientation, gender identity and the status of being transgender, such as: Interfering with, destroying or damaging a person's workstation, tools or equipment, or otherwise interfering with the individual's ability to perform the job; Sabotaging an individual's work; Bullying, yelling, name-calling.
3. Harassment and discrimination are forms of employee misconduct that subjects Mediavine, Inc. and Insperty to liability for harm to victims of harassment, including sexual harassment. Harassers may also be individually subject to liability. Any employee, including supervisors and managers, who engage in harassing, including sexual harassing, behavior will be subject to sanctions enforced against them for such behavior.

Internal Complaint Procedure

Mediavine, Inc. and Insperty provide you with a convenient and reliable method for reporting incidents of alleged harassment, including sexual harassment, and discrimination. Any employee who feels harassed or discriminated against, or who is aware of harassment or discrimination occurring in the workplace is encouraged to immediately inform the alleged offender that the behavior is unwelcome. If the informal discussion with the alleged offender is unsuccessful in remedying the problem, or if you do not feel comfortable with such an approach, you should immediately report the conduct to client contact #1. If client contact #1 is not available, you may bring your complaint to client contact #2, your immediate supervisor, manager or company owner and the Insperty Anti-Harassment Hotline number at 844-677-303045db5358-182e-4993-9eba-f975560bc665  45db5358-182e-4993-9eba-f975560bc665.

We cannot resolve a harassment or discrimination problem, unless we know about it. Managers and supervisors are required to report any complaint they received, or any harassment that they observe. Therefore, it is your responsibility to bring those kinds of problems to our attention so we can take the necessary steps to correct any problems. The report should include all facts available to you regarding the alleged harassment, sexual harassment, or discrimination.

When you call the Insperty Anti-Harassment Hotline, please be sure to leave your name, Insperty employee identification number or the last four digits of your social security number, and the name of the client company for which you work. If you wish to make an anonymous complaint, you may do so. However, the scope of our investigation may be limited based on the information you provide.

External Complaint Procedure and Time Limits

Nothing in this policy precludes any person from filing a formal grievance in accordance with a collective bargaining agreement (if applicable), the Bureau of Labor and Industries' Civil Rights Division or the Equal Employment Opportunity Commission. Note that Oregon state law requires that any legal action taken on alleged discriminatory conduct commence no later than five years after the occurrence of the violation. Other applicable laws may have a shorter time limitation on filing.

Confidentiality

All reports of alleged harassment, sexual harassment, or discrimination will be treated seriously. Confidentiality will be maintained to the extent possible. However, to conduct a thorough investigation, certain information may need to be disclosed to other individuals, including the alleged offender. Consequently, absolute confidentiality cannot be promised and cannot be guaranteed.

Investigative Procedure

Once a complaint of alleged harassment, sexual harassment, or discrimination is received, we will begin a prompt and thorough investigation. All employees are required to cooperate with management during any investigation of harassment, including sexual harassment.

The investigation may include interviews with all involved parties, including the alleged harasser, and any persons who are aware of facts or incidents alleged to have occurred, and review of any information provided by such parties. While confidentiality will be observed in this procedure, complete confidentiality cannot be guaranteed, however only those persons who are necessary to this process will be informed of events, and only to the extent necessary.

Following an investigation, Mediavine, Inc. and Insperity will promptly take any necessary and appropriate disciplinary action. Disciplinary action will be taken if the investigation reveals that an employee has acted in a manner that is not in alignment with the goals of this policy. Mediavine, Inc. and Insperity may address any workplace issue discovered during an investigation. This may include some or all of the following steps:

1. Restore any lost terms, conditions, or benefits of employment to the complaining employee.
2. Discipline the alleged harasser. This discipline may include written disciplinary warnings, transfer, demotion, suspension and/or termination of employment.

If the alleged harassment, sexual harassment, or discrimination is from a vendor, contractor, customer or other third party, Mediavine, Inc. and Insperity will take appropriate action to stop the conduct.

If you have made a complaint but feel that the action taken in response has not remedied the situation, you should make an additional complaint following the complaint procedure outlined in this policy.

Duties of Employees and Supervisors

All employees of the company, both management and non-management, are responsible for assuring that a workplace free of harassment, sexual harassment, and discrimination is maintained. Any employee may file a complaint regarding incidents experienced personally or incidents observed in the workplace. Employees and managers should document incidents of prohibited conduct, as described in this policy. Mediavine, Inc. strives to maintain a pleasant work environment where all employees are able to effectively perform their work without interference of any type and requests the assistance of all employees in this effort.

All managers and supervisors are responsible for doing all they can to prevent and discourage harassment, sexual harassment, and discrimination from occurring. If a complaint of harassment, sexual harassment or discrimination is raised, the individual to whom the complaint is made (i.e., supervisor, manager, company owner) should act promptly to notify the Insperty Anti-Harassment hotline number so an investigation may promptly proceed. The company and Insperty may discipline any managers or supervisors who fail to follow this policy, which discipline, may include termination.

Nondisclosure or Nondisparagement Agreements

Under this policy, a nondisclosure agreement is any agreement by which one or more parties agree not to discuss or disclose information regarding any complaint of work-related harassment, discrimination, or sexual assault.

A nondisparagement agreement is any agreement by which one or more parties agree not to discredit or make negative or disparaging written or oral statements about any other party or the company.

A no-rehire provision is an agreement that prohibits an employee from seeking reemployment with the company and allows a company to not rehire that individual in the future.

The company will not require an employee to enter into any agreement if the purpose or effect of the agreement prevents the employee from disclosing or discussing conduct constituting discrimination, harassment, or sexual assault.

An employee claiming to be aggrieved by discrimination, harassment, or sexual assault may, however, voluntarily request to enter into a settlement, separation, or severance agreement which contains a nondisclosure, nondisparagement, or no-rehire provision and will have at least seven days to revoke any such agreement.

Retaliation Prohibited

Mediavine, Inc. and Insperty do not condone retaliation against individuals who file complaints of harassment, sexual harassment, or discrimination. Employees who are found to have retaliated against employees or non-employees (i.e. someone who is a contractor, subcontractor, intern, vendor, temporary worker, consultant or otherwise providing services in the workplace) who have filed complaints of harassment, sexual harassment, discrimination, or who testify or assist in any proceeding under the law is unlawful and will be subject to disciplinary action, up to and including termination.

BEREAVEMENT LEAVE - OREGON

Full-time and part-time regular employees may take up to 5 days off work for the death of a spouse, registered domestic partner, civil union relationship, child, parent, sibling or comparable step-relation, and up to 3 days off work for the death of a grandparent, father-in-law, mother-in-law, son-in-law or daughter-in-law. You may take off one day of bereavement leave for the death of a relative who is not a member of your immediate family. The eligible time off will be paid. Employees are eligible to use available time under the Oregon paid sick leave law. Contact your supervisor as soon as reasonable to request time off for bereavement leave.

PAID SICK TIME

The Company recognizes that the inability to work because of illness or injury may cause economic hardship. For this reason, Mediavine, Inc. provides up to # hours equal to or greater than 40 hours paid sick time per year to all employees. Sick time may be used for your or your family member's health or safety needs, as intended to comply with Oregon's sick leave law and for reasons covered under Oregon's Family Leave Act. Sick time may also be used for purposes relating to a public health emergency as ordered under the law.

Employees begin to earn sick time upon hire and are eligible to use the time immediately. Sick time earns at the rate of amount of time not less than the equivalent of .0334 for each hour worked per hour and unused sick time up to 40 hours will carry over into the following year. The maximum amount ("cap") of sick time is # greater than or equal to 80 hours and accruals will stop until the balance is again below the cap.

Suspected abuse of sick leave may lead to disciplinary action. Indications of possible abuse include, but are not limited to, repeated usage of sick leave to extend regularly scheduled days off, including weekends, holidays (before or after a holiday), excessive absenteeism on Mondays and Fridays, and usage of sick leave on days previously requested and denied as vacation.

Employees classified as exempt may take sick time in 1-hour increments. Nonexempt employees should record their absences in exact time increments to the quarter hour, (e.g., 1.5 hours, 6 hours, 2.75 hours). Unused sick time is not paid in the event of separation from employment, however, unused sick time will be reinstated if reemployed by Mediavine, Inc. within 180 days of separation. While sick time is paid through Insperity, sick time is solely a Mediavine, Inc. policy. Please familiarize yourself with the Absenteeism and Tardiness Policy for the proper procedures to follow when an absence has or will occur.

REST AND MEAL BREAKS FOR NONEXEMPT EMPLOYEES

Mediavine, Inc. provides nonexempt employees with the opportunity to take a 10-minute rest period per 4 hours worked. Rest periods are counted as hours worked. You may schedule your rest periods at your discretion, unless instructed otherwise by a supervisor. Rest breaks may not be combined with or added on to meal breaks nor may they be used to come to work 10 minutes late or leave 10 minutes early.

You are also provided a 30-minute meal break. Employees are relieved of all duty during the meal break and should immediately notify management if denied the opportunity to take a full

uninterrupted meal break. Record the beginning and ending of all meal periods on your time records. Your supervisor will usually assign your meal period.

Breaks and meal periods may be staggered and may change to meet the business needs of Mediavine, Inc..

PENNSYLVANIA SPECIFIC POLICIES

CRIME VICTIM LEAVE

An employee who is the victim of or who is the family member of a victim of a crime or witness to a crime is eligible to take leave to appear at court or other legal or investigative proceedings associated with the crime or to obtain counseling associated with being a crime victim.

An employee taking leave must use all accrued paid time off, vacation and/or personal time before continuing leave on an unpaid basis. You must provide documentation supporting your need for leave. Mediavine, Inc. will maintain the confidentiality, to the extent possible, of any written documents or records submitted and the fact that leave has been requested. If disclosure of documentation is required, Mediavine, Inc. will provide an employee with advance notice of the need to disclose such documentation.

EMERGENCY RESPONDER LEAVE

Mediavine, Inc. provides unpaid leave for employees who perform emergency duty as a volunteer firefighter, a volunteer member of the fire police or a volunteer member of an ambulance service or rescue squad. If you are participating as one of these emergency responders, notify your supervisor so the company may be aware of the fact that you may have to take time off for emergency duty. In the event that you need to take time off for emergency duty, inform your supervisor before doing so, when possible. Upon conclusion of emergency duty, you may be required to provide documentation to support your absence. Mediavine, Inc. will comply with additional requirements under state law.

WIRELESS COMMUNICATION DEVICE USE GUIDELINES

Mediavine, Inc. may provide wireless communication devices, including hands-free devices, to employees who have a job-related need for them. These devices are the property of Mediavine, Inc. The following guidelines must be followed:

- Employees are expected to carry wireless communications devices as directed by their supervisor.
- Employees are responsible for lost or stolen wireless communications devices and must report such losses immediately.
- Upon termination of employment for any reason, the employee must return all company-issued property.

Safety Concerns

The company values its employees and the safety of others, and expects employees to put safety first while driving. Employees are prohibited from using wireless communication devices while driving unless using a hands-free device. Texting (including composing, sending, or reading) while driving is strictly prohibited. You are strongly encouraged to pull off to the side of the road and

park the vehicle in a safe location before placing or accepting a call or before reading or writing e-mail or text messages. You should take special care in situations where there is heavy traffic, inclement weather or you are driving in an unfamiliar area.

You are expected to know and follow all local and state laws related to using communication devices while driving. Employees are responsible for all traffic violations and consequences resulting from the use of communication devices while driving.

Use of Camera Phone

Use of the camera feature on cellular phones or other communication devices presents risks to the company, potentially compromising customer information, trade secrets, or the privacy of others. Use of this feature to capture images or video is prohibited unless authorized in advance by management.

TENNESSEE SPECIFIC POLICIES

ANTI-BULLYING

Mediavine, Inc. and Insperity are firmly committed to a workplace free from abusive conduct as defined in this policy. Mediavine, Inc. strives to provide an atmosphere of respect, collaboration, openness, safety, and equality for all employees.

All employees have the right to be treated with dignity and respect. All complaints of negative and inappropriate workplace behaviors will be taken seriously and followed through to resolution. Employees who file complaints will not suffer negative consequences for reporting others for inappropriate behavior.

This policy applies to all full-time and part-time employees, including interns, of Mediavine, Inc. It does not apply to independent contractors, but other contract employees are included. This policy applies to any sponsored program, event or activity including, but not limited to, sponsored recreation programs and activities; and the performance by officers and employees of their employment related duties. The policy includes electronic communications by any employee.

Employees shall treat all other employees with dignity and respect. No employee shall engage in threatening, violent, intimidating, or other abusive conduct or behavior. Employees are expected to assume personal responsibility to promote fairness and equity in the workplace and report any incidents of abusive conduct in accordance with this policy. Mediavine, Inc. expects employees to cooperate and recognize that a finding of unacceptable behaviors at work will be dealt with through appropriate disciplinary procedures up to and including termination.

A single act generally will not constitute abusive conduct, unless such conduct is determined to be severe and egregious. Abusive conduct includes, but is not limited to, acts or omissions that would cause a reasonable person, based on the severity, nature, and frequency of the conduct, to believe that an employee was subject to an abusive work environment, which can include but is not limited to:

- Repeated verbal abuse in the workplace, including derogatory remarks,
- insults, and epithets;
- Verbal, nonverbal, or physical conduct of a threatening, intimidating, or humiliating nature in the workplace; or
- The sabotage or undermining of an employee's work performance in the workplace.

Abusive conduct does not include:

- Disciplinary procedures in accordance with Mediavine, Inc.'s Policies;
- Routine coaching and counseling, including feedback about and correction of work performance;
- Reasonable work assignments, including shift, post, and overtime assignments;
- Individual differences in styles of personal expression;
- Passionate, loud expression with no intent to harm others;

- Differences of opinion on work-related concerns;
- The non-abusive exercise of managerial prerogative.

Supervisors have an obligation to provide a working environment as safe as possible by:

- Having preventative measures in place and by dealing immediately with threatening or potentially violent situations;
- Providing good examples by treating all with courtesy and respect;
- ensuring that all employees have access to, and are aware of, the anti-bullying/abusive conduct prevention policy;
- Explaining the procedures to be followed if a complaint of inappropriate behavior at work is made; and
- Being vigilant for signs of inappropriate behaviors at work through observation and information seeking, and taking appropriate action to resolve the behavior before it escalates;

Supervisors will respond promptly, sensitively, and confidentially to all situations where abusive behavior is observed or alleged to have occurred.

Retaliation

Retaliation is a violation of this policy. Retaliation is any act of reprisal, interference, restraint, penalty, discrimination, intimidation, or harassment against an individual or individuals exercising rights under this policy.

Complaint Process

Reporting

Any employee who feels he or she has been subjected to abusive conduct is encouraged to report the matter orally or in writing to a supervisor including his or her supervisor, manager, Mediavine, Inc.'s human resources office, or to the Insperty Anti-Harassment Hotline at 844-677-3030 or 281-312-3000 in the Houston area. Employees should not feel obligated to report their complaints to their immediate supervisor first before bringing the matter to the attention of one of the representatives identified above.

Any employee seeking to file a complaint should ensure the complaint consists of precise details of each incident of abusive conduct including dates, times, locations, and any witnesses. Formal complaints should be documented in writing, but are not required to be in writing.

Witnesses: An employee who witnesses or is made aware of behavior that may satisfy the definition of abusive conduct (as defined in this policy) should report any and all incidents as set forth herein.

Supervisors: Supervisors must report, in a timely manner, known incidents involving workplace abuse, intimidation, or violence, to the [Client HR contact title] or to the Insperty HR Specialist. Supervisors are required to take reasonable steps to protect the complainant, including, but not limited to, separation of employees involved.

The person complained against will be notified that an allegation has been made against him or her and informed of the investigative procedure.

Investigation

Investigations of abusive conduct shall be conducted as soon as practicable and in accordance with the policies and practices of Mediavine, Inc. The objective of the investigation is to ascertain whether the behaviors complained of occurred, and therefore will include interviewing the complainant, accused, and witnesses with direct knowledge of the alleged behaviors. All interviews will be appropriately documented. The investigation will be conducted thoroughly, objectively, with sensitivity, and with due respect for all parties. The investigator will provide a copy of the investigative report to Mediavine, Inc. All affected parties will be informed of the investigation's outcome.

Corrective Action

In the event of a finding of abusive conduct, the employer will take immediate and appropriate corrective action. Remedies may be determined by weighing the severity and frequency of the incidences of abusive conduct and in accordance with existing disciplinary policies of Mediavine, Inc..

Any employee who engages in conduct that violates this policy or who encourages such conduct by others will be subject to corrective action. Such corrective action may include, but is not limited to, participation in counseling, training, and disciplinary action up to and including termination, or changes in job duties or location.

Supervisory personnel who allow abusive conduct to continue, or fail to take appropriate action upon learning of such conduct, will be subject to corrective action. Such corrective action may include, but is not limited to, participation in counseling, training, or disciplinary action up to and including termination, or changes in job duties or location.

While Mediavine, Inc. encourages all employees to raise any concern(s) under this policy and procedure, Mediavine, Inc. recognizes that intentional or maliciously false allegations can have a serious effect on innocent people. Any individual who falsely accuses another of violations of this policy will be disciplined in accordance with Mediavine, Inc.'s disciplinary policy.

Employees who exhibit continuing emotional or physical effects from the incident in question will be informed of established employee assistance programs or other available resources.

Confidentiality

To the extent permitted by law, Mediavine, Inc. will maintain the confidentiality of each party involved in an abusive conduct investigation, complaint, or charge, provided it does not interfere with the ability to investigate the allegations or to take corrective action. Therefore, Mediavine, Inc. cannot guarantee confidentiality.

JURY DUTY AND WITNESS LEAVE

If you are summoned to jury duty or to appear in court as a witness, Mediavine, Inc. will continue your pay in accordance with FLSA and applicable law. You must notify your supervisor as soon as it is known you have been summoned.

To qualify for either jury or witness duty leave, you must submit a copy of the summons to your supervisor as soon as it is received. In addition, you must also submit to your supervisor a related proof of service when the period of jury or witness duty is completed. No adverse employment action will be taken against employees due to their service as either a juror or witness in state or federal courts.

REST AND MEAL BREAKS FOR NONEXEMPT EMPLOYEES

Mediavine, Inc. provides nonexempt employees with the opportunity to take a 10-minute rest period per 4 hours worked. Rest periods are counted as hours worked. You may schedule your rest periods at your discretion, unless instructed otherwise by a supervisor. Rest breaks may not be combined with or added on to meal breaks nor may they be used to come to work 10 minutes late or leave 10 minutes early.

You are also provided a 30-minute meal break. Employees are relieved of all duty during the meal break and should immediately notify management if denied the opportunity to take a full uninterrupted meal break. Record the beginning and ending of all meal periods on your time records. Your supervisor will usually assign your meal period.

Breaks and meal periods may be staggered and may change to meet the business needs of Mediavine, Inc.

VOTING LEAVE

Employees are encouraged to fulfill their civic responsibility by voting in local, state and national elections. If you are unable to reach your polling place outside of work hours, you may take up to 3 hours of paid time off to vote. You are required to provide reasonable notice to your supervisor, and evidence of voting may be required.

TEXAS SPECIFIC POLICIES

BIOMETRIC TIMEKEEPING

This policy applies to all employees of Mediavine, Inc. who, in the course of performing their regular job responsibilities, are involved in the collection, use, handling, safeguarding, storage, retention, and destruction of Biometric Identifiers and Biometric Information (collectively, "Biometric Data").

Mediavine, Inc. offers the convenience of a biometric timekeeping system that can collect images and/or features of your fingerprint to facilitate accurate and efficient time records of your work hours. The collected images and/or features of your fingerprint are referred to as "biometric data."

Upon your consent, your biometric data will be collected, stored and used by the company through your employment with Mediavine, Inc. to: (1) identify you; (2) record your work start and end times; and (3) process your pay. You will be asked to sign a Biometric Collection Consent form upon hire for this purpose. The company will not disclose, sell, lease or trade your biometric data for any other purpose.

The Company will securely store your biometric data in the same manner as it stores other confidential or sensitive company information. The Company prohibits the sale, lease or trade of Biometric Data. The Company prohibits any disclosure of Biometric Data other than as permitted by this policy.

Your biometric data will be permanently destroyed after your employment with the company ends. Biometric Data in electronic form will be destroyed in a manner that renders the information irretrievable. The Company's Human Resources and Information Technology departments shall be responsible for coordinating with the timeclock service provider.

Your consent to the collection, storage and use of Client Company's biometric timekeeping system is voluntary and an alternate method of collecting your work time is available upon your request.

Violations of this policy or its procedures will result in disciplinary action up through and including termination of employment.

VOTING LEAVE

Employees are encouraged to fulfill their civic responsibility by voting in local, state and national elections. If you are unable to reach your polling place outside of work hours, you may take up to 2 hours of paid (unless the polls are open at least 2 hours outside of working hours) time off to vote. You are required to provide reasonable notice to your supervisor, and evidence of voting may be required.

WIRELESS COMMUNICATION DEVICE USE GUIDELINES

Mediavine, Inc. may provide wireless communication devices, including hands-free devices, to employees who have a job-related need for them. These devices are the property of Mediavine, Inc. The following guidelines must be followed:

- Employees are expected to carry wireless communications devices as directed by their supervisor.
- Employees are responsible for lost or stolen wireless communications devices and must report such losses immediately.
- Upon termination of employment for any reason, the employee must return all company-issued property.

Safety Concerns

The company values its employees and the safety of others, and expects employees to put safety first while driving. Employees are prohibited from using wireless communication devices while driving unless using a hands-free device. Texting (including composing, sending, or reading) while driving is strictly prohibited. You are strongly encouraged to pull off to the side of the road and park the vehicle in a safe location before placing or accepting a call or before reading or writing e-mail or text messages. You should take special care in situations where there is heavy traffic, inclement weather or you are driving in an unfamiliar area.

You are expected to know and follow all local and state laws related to using communication devices while driving. Employees are responsible for all traffic violations and consequences resulting from the use of communication devices while driving.

Use of Camera Phone

Use of the camera feature on cellular phones or other communication devices presents risks to the company, potentially compromising customer information, trade secrets, or the privacy of others. Use of this feature to capture images or video is prohibited unless authorized in advance by management.

VIRGINIA SPECIFIC POLICIES

CIVIL AIR PATROL LEAVE

Mediavine, Inc. provides up to 10 workdays each fiscal year to attend training, up to 30 workdays when responding to an emergency mission of unpaid leave time to eligible employees to serve as a member of the Civil Air Patrol on the request of the state or its political subdivisions. You may choose to take accrued paid time off for the leave. You must give as much advance notice as possible and provide certification from the Civil Air Patrol authority in advance, unless you are called for emergency service.

CRIME VICTIM LEAVE

An employee who is the victim of or who is the family member of the victim of a crime is eligible to take leave to appear at court or other legal or investigative proceedings associated with the crime or to obtain counseling associated with being a crime victim.

An employee taking leave must use all accrued paid time off, vacation and/or personal time before continuing leave on an unpaid basis. You must provide documentation supporting your need for leave. Mediavine, Inc. will maintain the confidentiality, to the extent possible, of any written documents or records submitted and the fact that leave has been requested. If disclosure of documentation is required, Mediavine, Inc. will provide an employee with advance notice of the need to disclose such documentation.

PREGNANT WORKER ACCOMMODATION

Mediavine, Inc. is committed to fair and equitable treatment for all employees, and no employee will be discriminated against on the basis of pregnancy, childbirth, or related medical conditions, including lactation. Employees have a right to request a reasonable accommodation that will allow them to perform the essential functions of their jobs when pregnancy, childbirth, or a related medical condition presents a situation that requires it.

Mediavine, Inc. will make every reasonable effort to accommodate such a request and will engage in an interactive discussion with the employee to identify a reasonable accommodation.

An accommodation may be provided that will allow the employee to perform the essential duties of the job and it does not create an undue hardship for the company. A reasonable accommodation may include changes in the work environment or in the way a job is performed so that the employee may enjoy equal employment opportunities.

Under this policy, if you are pregnant, are disabled due to childbirth or have a related medical condition, including lactation, and request a reasonable accommodation related to your pregnancy, childbirth, related medical condition, we will explore all possible means of providing the reasonable accommodation, including:

- Changing the employee's job duties;
- Changing the employee's work hours;
- Relocating the employee's work area;
- Providing mechanical or electrical aids;
- Providing leave; or
- Transferring the employee to a less strenuous or less hazardous position.

Accommodations depend upon the employee's job qualifications and the specific facts and circumstances of each individual situation.

Inform your supervisor if you require an accommodation so that the company can have an interactive discussion with you. Your supervisor will work with you to determine if there is a need for an adjustment or change at work to accommodate your disability.

WASHINGTON SPECIFIC POLICIES

BIOMETRIC TIMEKEEPING

This policy applies to all employees of Mediavine, Inc. who, in the course of performing their regular job responsibilities, are involved in the collection, use, handling, safeguarding, storage, retention, and destruction of Biometric Identifiers and Biometric Information (collectively, "Biometric Data").

Mediavine, Inc. offers the convenience of a biometric timekeeping system that can collect images and/or features of your fingerprint to facilitate accurate and efficient time records of your work hours. The collected images and/or features of your fingerprint are referred to as "biometric data."

Upon your consent, your biometric data will be collected, stored and used by the company through your employment with Mediavine, Inc. to: (1) identify you; (2) record your work start and end times; and (3) process your pay. You will be asked to sign a Biometric Collection Consent form upon hire for this purpose. The company will not disclose, sell, lease or trade your biometric data for any other purpose.

The Company will securely store your biometric data in the same manner as it stores other confidential or sensitive company information. The Company prohibits the sale, lease or trade of Biometric Data. The Company prohibits any disclosure of Biometric Data other than as permitted by this policy.

Your biometric data will be permanently destroyed after your employment with the company ends. Biometric Data in electronic form will be destroyed in a manner that renders the information irretrievable. The Company's Human Resources and Information Technology departments shall be responsible for coordinating with the timeclock service provider.

Your consent to the collection, storage and use of Client Company's biometric timekeeping system is voluntary and an alternate method of collecting your work time is available upon your request.

Violations of this policy or its procedures will result in disciplinary action up through and including termination of employment.

CRIME VICTIM LEAVE

An employee who is the victim of or who is the immediate family member of a victim of domestic violence, sexual assault or stalking is eligible to take leave to appear at court or other legal or investigative proceedings associated with the crime or to obtain counseling associated with being a crime victim.

An employee taking leave must use all accrued paid time off, vacation and/or personal time before continuing leave on an unpaid basis. You must provide documentation supporting your

need for leave. Mediavine, Inc. will maintain the confidentiality, to the extent possible, of any written documents or records submitted and the fact that leave has been requested. If disclosure of documentation is required, Mediavine, Inc. will provide an employee with advance notice of the need to disclose such documentation.

EMERGENCY RESPONDER LEAVE

Mediavine, Inc. provides unpaid leave for employees who perform emergency duty as a volunteer firefighter or reserve officer. If you are participating as one of these emergency responders, notify your supervisor so the company may be aware of the fact that you may have to take time off for emergency duty. In the event that you need to take time off for emergency duty, inform your supervisor before doing so, when possible. Upon conclusion of emergency duty, you may be required to provide documentation to support your absence. Mediavine, Inc. will comply with additional requirements under state law.

FAMILY MILITARY LEAVE

Washington Family Military Leave provides up to of 15 days of unpaid leave, per deployment, to employees who are the spouse (including same-sex marriages and state registered domestic partnerships) of a military service member notified of an impending call or order to active duty before deployment or when the military service member is on leave from deployment.

Eligible Employee

To qualify to take Washington Family Military Leave, you must meet the following requirements the date leave is to begin.

1. You are an active employee in Washington;
2. You work 20 or more hours per week; and
3. You are the spouse of a military service member of the United States, National Guard or reserves.

Employees must give notice of the intent to take family military leave within five business days of receiving official notice of an impending call or order to active duty or of a leave from deployment.

Washington Family Military Leave and federal Family Military Caregiver Leave under the FMLA will run concurrently, when applicable. At the end of the family military leave, an employee will be restored to the position held when the leave began or to a position of equivalent seniority status, employee benefits, pay and other terms and conditions of employment.

PAID SICK TIME

The Company recognizes that the inability to work because of illness, injury or safety needs may cause economic hardship. For this reason, Mediavine, Inc. provides paid sick time to all employees who work in Washington. Sick time may be used for your own or your family member's health needs or for purposes relating to an employee, employee's family member or person with whom the employee has a dating relationship, being a victim of domestic violence, sexual assault or

stalking as intended to comply with Washington's Paid Sick Leave law. Paid sick time may also be used for any period in which the employee's place of employment or child's school or place of care is closed by a public official for any health-related reason.

Employees begin to accrue sick time upon hire and are eligible to use the time immediately. Sick time accrues at the rate of one hour for each 40 hours worked per pay cycle and unused sick time up to # greater than or equal to 40 hours will carry over into the following year.

Suspected abuse of sick time may lead to disciplinary action. Indications of possible abuse include, but are not limited to, repeated usage of sick and safe time to extend regularly scheduled days off, including weekends, holidays (before or after a holiday), excessive absenteeism on Mondays and Fridays, and usage of sick and safe time on days previously requested and denied as vacation. If you are absent for more than three consecutive workdays due to personal illness, you may be required to provide a statement from your healthcare provider. Please familiarize yourself with the Absenteeism and Tardiness Policy for the proper procedures to follow when an absence has or will occur.

Employees classified as exempt may take sick time in 1-hour increments. Nonexempt employees should record their absences in exact time increments to the quarter hour, (e.g., 1.5 hours, 6 hours, 2.75 hours). Unused sick hours are not paid in the event of separation from employment, however, unused sick hours will be reinstated if reemployed by Mediavine, Inc. within 12 months of separation. Mediavine, Inc. prohibits retaliation against any employee for requesting or inquiring about paid sick time. While sick time is paid through Insperity, sick time is solely a Mediavine, Inc. policy.

PAID SICK TIME - TACOMA, WA

The Company recognizes that the inability to work because of illness, injury or safety needs may cause economic hardship. For this reason, Mediavine, Inc. provides paid sick time all employees who work in Tacoma, WA. Sick time may be used for your own or your family member's health needs or for purposes relating to an employee, employee's family member or person with whom the employee has a dating relationship being a victim of domestic violence, sexual assault or stalking, as intended to comply with Tacoma's Paid Leave Ordinance and Washington's Paid Sick Leave law. Paid sick time may also be used for any period in which the employee's place of employment or child's school or place of care is closed by a public official for any health-related reason, and for bereavement due to the death of the employee's family member.

Employees begin to earn sick time upon hire and are eligible to use the time immediately. Sick time earns at the rate of one hour for each 40 hours worked per pay cycle and unused sick time up to 40 hours will carry over into the following year.

Suspected abuse of sick leave may lead to disciplinary action. Indications of possible abuse include, but are not limited to, repeated usage of sick leave to extend regularly scheduled days off, including weekends, holidays (before or after a holiday), excessive absenteeism on Mondays and Fridays, and usage of sick leave on days previously requested and denied as vacation. If you are absent for more than three consecutive workdays due to personal illness, you may be required to provide a statement from your healthcare provider. Please familiarize yourself with the Absenteeism and Tardiness Policy for the proper procedures to follow when an absence has or will occur.

Employees classified as exempt may take sick time in 1-hour increments. Nonexempt employees should record their absences in exact time increments to the quarter hour, (e.g., 1.5 hours, 6 hours, 2.75 hours). Unused sick hours are not paid in the event of separation from employment, however, unused sick hours will be reinstated if reemployed by Mediavine, Inc. within 12 months of separation. While sick time is paid through Insperity, sick time is solely a Mediavine, Inc. policy.

REST AND MEAL BREAKS FOR NONEXEMPT EMPLOYEES

Mediavine, Inc. provides nonexempt employees with the opportunity to take a 10-minute rest period per 4 hours worked. Rest periods are counted as hours worked. You may schedule your rest periods at your discretion, unless instructed otherwise by a supervisor. Rest breaks may not be combined with or added on to meal breaks nor may they be used to come to work 10 minutes late or leave 10 minutes early.

You are also provided a 30-minute meal break. Employees are relieved of all duty during the meal break and should immediately notify management if denied the opportunity to take a full uninterrupted meal break. Record the beginning and ending of all meal periods on your time records. Your supervisor will usually assign your meal period.

Breaks and meal periods may be staggered and may change to meet the business needs of Mediavine, Inc.

WASHINGTON STATE PAID FAMILY LEAVE

Employees may be eligible for Washington State Paid Family Leave benefits for qualifying leaves of absence. In order to receive paid family leave benefits, an employee must file a claim with the state of Washington. You may call Insperity Leave Administration at 877-236-7331 for instructions on how to file your Washington State Paid Family Leave claim with the state. Or you may contact Insperity Leave Administration by email: 45db5358-182e-4993-9eba-f975560bc665leave_administration@insperity.com or fax to 800-233-1469.

Eligibility

To qualify for Paid Family Leave under this program, you must meet the following requirements the date leave is to begin.

- You are an active employee,
- You performed at least 820 hours of work during the qualifying period,
- You have experienced a qualifying event.

Under Washington State Paid Family Leave, employees may be eligible to receive benefit payments from the state for the following:

- 12 weeks of paid leave per year for their own serious medical condition or family care event.
- 16 weeks of paid leave for employees who have given birth to a baby, or have a combination of personal medical and family caregiving events.

- 18 weeks of paid leave for occasions in which an employee experiences medical complications due to pregnancy.

Reasons for Leave

Under Washington State Paid Family Leave, leave may be taken for the following reasons:

1. To care for the serious health condition of employee's spouse (including registered domestic partner), children (including step and foster), grandchildren, siblings, parents (including in-law and loco parentis), grandparents,
2. To bond with the employee's child during the first 12 months after childbirth or placement,
3. For any qualifying exigency under the federal Family and Medical Leave Act, or
4. For the employee's own serious health condition.

Washington State Paid Family Leave and federal family and medical leave (FMLA) will run concurrently, when applicable.

The same provisions under FMLA regarding Employee Notification Requirements, Job Restoration, and leave certification will apply to leave under this policy.

Substitution of Paid Leave

You may use accrued paid leave, including accrued and unused sick leave, paid vacation, paid personal time, and paid time off. Use of accrued paid leave, however, is not required. Any family leave, whether paid, unpaid or a combination thereof, will be counted toward the leave entitlement, as applicable.

WISCONSIN SPECIFIC POLICIES

REST AND MEAL BREAKS FOR NONEXEMPT EMPLOYEES

Mediavine, Inc. provides nonexempt employees with the opportunity to take a 10-minute rest period per 4 hours worked. Rest periods are counted as hours worked. You may schedule your rest periods at your discretion, unless instructed otherwise by a supervisor. Rest breaks may not be combined with or added on to meal breaks nor may they be used to come to work 10 minutes late or leave 10 minutes early.

You are also provided a 30-minute meal break. Employees are relieved of all duty during the meal break and should immediately notify management if denied the opportunity to take a full uninterrupted meal break. Record the beginning and ending of all meal periods on your time records. Your supervisor will usually assign your meal period.

Breaks and meal periods may be staggered and may change to meet the business needs of Mediavine, Inc.

VOTING LEAVE

Employees are encouraged to fulfill their civic responsibility by voting in local, state and national elections. If you are unable to reach your polling place outside of work hours, you may take up to 3 hours of unpaid time off to vote. You are required to provide reasonable notice to your supervisor, and evidence of voting may be required.

D.C. SPECIFIC POLICIES

DISTRICT OF COLUMBIA PAID FAMILY LEAVE (DC PFL)

Employees may be eligible for wage replacement benefits for qualifying parental, family, or medical leaves of absence. Under the DC PFL, employees are eligible to receive wage replacement benefits for up to:

- 8 weeks to bond with the employee’s newborn child, a newly placed child for adoption or foster care, or the placement of a child with a qualified employee who legally assumes and discharges parental responsibilities;
 - Bonding time must be taken within the first year of birth or placement
- 6 weeks to care for a seriously ill family member; and
- 2 weeks for their own serious health condition.

The maximum amount of wage replacement benefits an employee may receive is 8 weeks in a year.

DC PFL may be taken intermittently in full-day increments. “Family member” is defined as the employee’s:

- Child;
 - Biological, adopted, foster, step-child, legal ward, son or daughter of a domestic partner, or a person to whom an eligible individual stands in loco parentis;
- Spouse;
- Parent;
 - Biological, adopted, foster, step-parent, parent-in-law, legal guardian, or a person who stood in loco parentis to an eligible employee when the eligible employee was a child,
- A person to whom the eligible employee is related by domestic partnership;
- Grandparent of an eligible employee; and
- Sibling of an eligible employee.

DC PFL does not create a new right to a leave of absence. Employees may be eligible for leave under state and federal leave laws, including DC FMLA and federal FMLA.

Eligible Employee

To qualify for DC PFL, you must meet the following requirements the date leave is to begin:

1. You are an active employee;
2. You perform more than 50% of your work time physically within the District;
3. You work for an employer who is covered under the District’s law

Qualified employees must file a claim for benefits with the District’s Office of Paid Family Leave via the online portal (45db5358-182e-4993-9eba-

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f975560bc665https://dcpaidfamilyleave.dc.gov/workers/45db5358-182e-4993-9eba-f975560bc665).

The Company encourages eligible employees to request supplemental compensation under this policy and prohibits interference with any rights under this policy or retaliation against an employee for requesting or receiving supplemental pay under this policy.

DISTRICT OF COLUMBIA PAID SICK AND SAFE TIME

The Company recognizes that the inability to work because of illness or injury may cause economic hardship. For this reason, Mediavine, Inc. provides up to 40 hours of paid sick and safe time per calendar year to all employees who work in the District of Columbia. Sick and safe leave can be used for the diagnosis, care or treatment of an existing health condition or preventative treatment for, an employee or employee's family member including spouse, domestic partner, parents of spouse, children, (including foster and grandchildren), spouses of children, parents, siblings of the employee, spouses of siblings, a child who lives with employee and for whom the employee permanently assumes parental responsibility, and a person with whom the employee shares or has shared, for not less than the preceding 12 months, a mutual residence and with whom the employee maintains a committed relationship, or for purposes relating to you or your family member being a victim of domestic violence, sexual assault or stalking, as intended to comply with the District of Columbia's Accrued Sick and Safe Leave Act.

Employees begin to accrue sick and safe time upon hire and are eligible to use the time immediately. Sick and safe time accrues at the rate of one hour for every 87 hours worked per pay period and unused sick and safe time up to # greater than the amount listed above hours will carry over into the following calendar year.

Suspected abuse of sick and safe time may lead to disciplinary action. Indications of possible abuse include, but are not limited to, repeated usage of sick and safe time to extend regularly scheduled days off, including weekends, holidays (before or after a holiday), excessive absenteeism on Mondays and Fridays, and usage of sick leave on days previously requested and denied as vacation. If you are absent for more than three consecutive workdays, you may be required to provide a statement from your healthcare provider or other documentation which provides reasonable support for your absence. Please familiarize yourself with the Absenteeism and Tardiness Policy for the proper procedures to follow when an absence has or will occur.

Employees classified as exempt may take sick and safe time in 4-hour increments. Nonexempt employees should record their absences in exact time increments to the quarter hour. Unused sick and safe time is not paid in the event of separation from employment; however, any unused sick and safe time will be reinstated if re-employed by Mediavine, Inc. within one year of separation. Prior employment will be considered as it applies to eligibility periods for employees who are reinstated within one year of separation. Mediavine, Inc. prohibits retaliation against any employee for requesting or inquiring about sick and safe time. While sick and safe time is paid through Insperity, sick and safe time is solely a Mediavine, Inc. policy.

HANDBOOK ACKNOWLEDGMENT

I acknowledge receipt of Mediavine, Inc.'s Employee Handbook ("Handbook"). I understand this handbook contains information regarding the Company's rules and benefits which affect me as an employee.

I understand the Handbook is not a written employment contract for any specific term. My employment with Insperity is at-will. My employment with Company is at-will unless an authorized employment agreement with Mediavine, Inc. provides otherwise.

I further understand that only the president or vice president, (or any other individual with similar authority as identified and determined by the company) of the company has any authority to change my at-will status or enter into any agreement guaranteeing employment with the Company for any specific period of time. I also understand that if any agreement is made, it will not be authorized and enforceable unless it is in writing and signed by both parties.

I also understand that an agreement made by either the president or vice president of Mediavine, Inc. is not binding on Insperity unless it is agreed to in writing by either the president or senior vice president of Insperity.

I understand, if requested by Mediavine, Inc., I must repay the company any vacation/PTO used but not accrued at the time my employment ends, and I hereby authorize the company to deduct such amounts from my final paycheck to the extent permitted by law. I also agree that if requested, I will complete a new deduction authorization form to facilitate such deductions.

I understand that if I have any questions about the interpretation or application of any policies contained in the Handbook, I should direct these questions to the onsite supervisor.

I further understand the Company reserves the right to modify the policies and benefits in the Handbook at any time without notice.

My signature below acknowledges that I have received the Handbook and understand it is my responsibility to read and comply with all policies contained in this Handbook, including state specific addendums (if any), and any revisions made to it.

Employee Signature

Date

Print Name

Insperity Employee ID Number

Please sign and return one acknowledgment to your supervisor and retain the other for your records. A copy of this signed acknowledgment should be sent to Insperity.

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