

Vantage



US Employee Handbook

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PREFACE

EMPLOYEE RESPONSIBILITY

Every Vantage employee is responsible for and deemed to have read and understood the contents of this Employee Handbook. It is your responsibility as an employee to follow and practice the guidelines, rules and policies set forth herein. You are charged with the responsibility of regularly and consistently checking the Employee Handbook for changes in content. The most up to date version of the handbook will be displayed on Vantage's Resource Center, as well as the Employee Benefit Portal.

DISCLAIMER

This handbook is not a contract express or implied, nor does it guarantee employment for any specific length of time. Although we hope our employment relationship will be long term, either the Company or you can end the relationship at any time, with or without notice, with or without reason, to the extent allowed by law. This Employee Handbook supersedes and replaces all previous policies and procedures including, but not limited to, all memoranda or written policies which may have been issued on the subjects covered in this handbook. Vantage reserves the right to amend the handbook at any time, without prior notice, at the sole discretion of management.

COMPANY CODE OF CONDUCT

Every organization has certain guidelines, which were developed to reflect good business practices. In establishing any rules of conduct, the company has no intention of restricting the personal rights of any individual. Rather, we wish to define the guidelines that protect the rights of all employees and to ensure maximum understanding and cooperation. Therefore, employees are expected to:

- Be on-time and alert when scheduled to be at work.
- Be careful and conscientious in performance of duties.
- Be thoughtful and considerate of other people.
- Be courteous and helpful, both when dealing with customers and with other employees.
- Use English exclusively for all business communications including email, and product documentation.
- Have an understanding and comply with any applicable or related laws.
- Be ethical and responsible when dealing with the Company's products, clients or potential clients, finances, critical information and public image.
- Be respectful in the workplace; discriminatory behavior, harassment or victimization will not be tolerated.
- Have high integrity and accountability whenever representing the Company.

VANTAGE VALUES

Vantage's goal is to attract, develop and retain the best and brightest from all backgrounds and cultural experiences. A culture of inclusion where all individuals feel respected, are treated fairly, provided work-life balance, and have an opportunity to excel in career at Vantage is paramount to good business practice.

The Company's Mission: To build and leverage a diverse and inclusive workforce and workplace by building leadership capability and organizational capacity.

This necessarily requires affirmative action and lack of bias in hiring practices. Management must be the keystone of diversity and inclusion. Employees are bound to treat their colleagues with respect by listening to different viewpoints, opinions, thoughts and ideas and, thereby, embracing a culture of inclusion. Vantage strives to remain SOC 2 compliant and as such, has implemented mandatory background checks for all potential new hires. All offer letters and contracts are contingent upon completion of a satisfactory background check.

Corporate Vision Respecting Diversity: Leveraging a diverse and inclusive workforce to achieve superior level of common understanding while driving business results and employee satisfaction.

Strategic Objectives: To support the realization of our vision and mission, we have established the following strategic objectives:

- Diversity - Improve the representation of women and minorities at all levels of the organization and integrate people with disabilities and Veterans by driving talent acquisition and management practices to achieve results
- Inclusion - Create an inclusive work environment that fosters creativity and innovation and promotes colleague engagement through awareness and inclusive leadership skills training, promoting Work Life Flexibility, and supporting Employee Resource Groups.
- Communications - Ensure that initiatives, actions, and results are transparent to all key stakeholders
- External Relations - Engage egalitarian values and interests including diversity of suppliers
- Accountability - Hold leadership accountable for goals and objectives.

COMMITMENT TO DIVERSITY

As a company, Vantage has adopted a corporate policy to encourage and identify individuals and suppliers that would build a strong supplier diversity program going forward, and to permanently maintain opportunities for new entrants and candidates to the diversity program. Vantage supports organizations and programs that certify, train, and develop diverse suppliers and contractors. Vantage believes that diversity efforts have a positive economic impact on the communities where Vantage does business. The goal is to identify and secure as a working partner diverse companies that can provide innovative and competitive solutions to our supply chain, thereby offering competitive products and

services to Vantage, as well as those that are complementary to the services we provide our clients. Vantage seeks to partner with business enterprises that are qualified and certified as disability-owned (DBE); minority-owned (MBE); veteran-owned (VBE); women-owned (WBE); and/or lesbian/gay/bisexual/transgender-owned (LGBTBE). Interested vendors may seek to partner with Vantage by sending an inquiry and information to vendor.diversity@vantage.com.

EQUAL EMPLOYMENT OPPORTUNITY (EEO)

Vantage maintains a strong policy of equal employment opportunity. We ensure equal opportunity for all employees and applicants for employment. We hire, train, promote, compensate and dismiss employees without regard for race, color, ancestry, religion, pregnancy, sex, sexual orientation, national origin, age, marital or veteran status, disability or citizenship, as well as other classifications protected by applicable state or local laws.

Our equal employment opportunity philosophy applies to all aspects of employment with Vantage including recruiting, hiring, training, transfer, promotion, job benefits, pay, dismissal, educational assistance, and social and recreational activities.

AMERICANS WITH DISABILITIES ACT (ADA)

The Company is committed to complying with all applicable provisions of the Americans with Disabilities Act (ADA). It is the Company's policy not to discriminate against any qualified employee or applicant with regard to any terms or conditions of employment because of such individual's disability or perceived disability so long as the employee can perform the essential functions of the job. Consistent with this policy of nondiscrimination, the Company will provide reasonable accommodations to a qualified individual with a disability, as defined by the ADA, who has made the Company aware of his or her disability, provided that such accommodation does not constitute an undue hardship on the Company.

Employees with a disability who believe they need a reasonable accommodation to perform the essential functions of their job should contact the Human Resources Department. The Company encourages individuals with disabilities to come forward and request reasonable accommodations.

Procedure for Requesting an Accommodation

On receipt of an accommodation request, a member of the Human Resources Department and your supervisor will meet with you to discuss and identify the precise limitations resulting from the disability and the potential accommodation that the Company might make to help overcome those limitations.

The Company will determine the feasibility of the requested accommodation considering various factors, including, but not limited to the nature and cost of the accommodation, the availability of tax credits and deductions, outside funding, the Company's overall financial

resources and organization, and the accommodation's impact on the operation of the Company, including its impact on the ability of other employees to perform their duties and on the Company's ability to conduct business.

The Company will inform the employee of its decision on the accommodation request or on how to make the accommodation. If the accommodation request is denied, employees will be advised of their right to appeal the decision by submitting a written statement explaining the reasons for the request. If the request on appeal is denied, that decision is final.

The ADA does not require the Company to make the best possible accommodation, to reallocate essential job functions, or to provide personal use items (i.e., eyeglasses, hearing aids, wheelchairs etc.).

An employee or job applicant who has questions regarding this policy or believes that he or she has been discriminated against based on a disability should notify the Human Resources Department. All such inquiries or complaints will be treated as confidential to the extent permissible by law.

HARASSMENT

It is against Vantage company policy to harass others on the basis of their sex, age, race, color, national origin, religion, marital or veteran status, citizenship, disability and other personal characteristics. Under certain circumstances, such behavior may be deemed unlawful. Vantage company policy prohibits harassment or similar conduct including making derogatory remarks concerning personal characteristics, making “jokes” about ethnic or other groups, and other verbal, physical and visual behavior.

Sexual harassment is also prohibited and will not be tolerated. Propositions, repeated requests for dates, inappropriate jokes, sexually provocative pictures and other verbal, physical and visual harassment are prohibited.

The harassment of another employee by an employee will lead to disciplinary action, up to and including immediate termination in cases of gross misconduct.

Any employee who feels unlawfully harassed must first speak with and detail allegedly offensive conduct in writing with his or her immediate supervisor. It is the supervisor's duty to listen to complaints regarding such offensive conduct and to refer the same to the appropriate authority. If such allegedly offensive conduct relates to or directly involves the employee/complainant's supervisor, the employee must report and detail the offensive conduct in writing to the Human Resources Director or President in an attempt to reach resolution.

Vantage recognizes that the question of whether conduct is purely personal or is discriminatory in nature is one of fact, and false accusations of harassment can have serious consequences for those who are wrongly accused. Therefore, all complaints will be treated

with maximum feasible confidentiality and will be thoroughly investigated and resolved promptly.

Investigation of a complaint will normally involve conferring with the parties involved and any named or apparent witnesses.

Vantage will take reasonable steps to protect any staff member who reports harassment from continuing harassment and from retaliation due to having reported the problem. Vantage will also take all reasonable steps to protect witnesses who cooperate in any investigation of alleged harassment from retaliation as a result of their cooperation.

If the investigation reveals that the complaint is valid, prompt attention and disciplinary action will be taken to stop the harassment immediately and to prevent its reoccurrence.

Note: Members of management and employees in supervisory positions must recognize the potential conflict of interest and liability for sexual harassment when becoming involved in any personal, romantic, or special relationship with any staff member of Vantage and are therefore cautioned to refrain from such relationships.

PROBLEM SOLVING PROCEDURES

Vantage encourages every staff member to bring forward business problems or complaints to his/her supervisor. To encourage problem solving, Vantage has established the following procedures:

- Periodic meetings will be conducted for the purpose of providing all staff members the opportunity to discuss any issue that may be of concern to the organization.
- The staff member may discuss an issue privately with his/her supervisor.
- The staff member may arrange a private meeting with the Human Resources Director, President or the CEO.

Staff members shall be able to use this procedure without any fear of retribution for pursuing problems beyond their immediate supervisor, if they are not satisfied with the supervisor's response.

NON-COMPETITION/CONFIDENTIALITY

Vantage limits activities of the employee with respect to outside work, competition with Vantage (including affiliates) and confidentiality. The specific requirements of these limitations are stated in the employee non-competition/confidentiality agreement signed by each employee prior to being hired.

ACCEPTABLE USE POLICY

This Acceptable Use Policy covers the security and use of all Vantage information and IT equipment. It also includes the use of email, internet, voice and mobile IT equipment.

This policy applies to all Vantage employees, contractors and agents (hereafter referred to as ‘individuals’).

This policy applies to all information, in whatever form, relating to Vantage business activities worldwide, and to all information handled by Vantage relating to other organizations with whom it deals. It also covers all IT and information communications facilities operated by Vantage or on its behalf. No individuals should expect any privacy on Company premises or when using Company property or networks, except that which is required by law.

The Company reserves the right to monitor at any time any communications that use the Company networks in any way, including data, voice mail, telephone logs, Internet use and network traffic, to determine proper use. The Company will review network communications activity and will analyze use patterns. The Company may choose to publish these data to ensure that company resources in these areas are being used according to this policy.

Computer Access Control – Individual’s Responsibility

Access to the Vantage IT systems is controlled using User IDs and passwords. All User IDs and passwords are to be uniquely assigned to named individuals and consequently, individuals are accountable for all actions on the Vantage’s IT systems.

Individuals must not:

- Allow anyone else to use their User ID and password on any Vantage IT system.
- Leave their user accounts logged in at an unattended and unlocked computer.
- Use someone else’s User ID and password to access Vantage IT systems.
- Leave their password unprotected (for example writing it down).
- Perform any unauthorized changes to Vantage IT systems or information.
- Attempt to access data that they are not authorized to use or access.
- Exceed the limits of their authorization or specific business need to interrogate the system or data.
- Connect any non-Vantage authorized device to the Vantage network or IT systems.
- Store Vantage data on any non-authorized Vantage equipment.
- Give or transfer Vantage data or software to any person or organization outside Vantage without the authority of Vantage.

Managers must ensure that individuals are given clear direction on the extent and limits of their authority regarding IT systems and data.

Internet and email Conditions of Use

Use of Vantage internet and email is intended for business use only. All individuals are accountable for their actions on the internet and email systems.

Individuals must not:

- Use the internet or email for the purposes of harassment or abuse.

- Use profanity, obscenities, or derogatory remarks in communications.
- Access, download, send or receive any data (including images), which Vantage considers offensive in any way, including sexually explicit, discriminatory, defamatory or libelous material.
- Use the internet or email to make personal gains or conduct a personal business.
- Use the internet or email to gamble.
- Use the email systems in a way that could affect its reliability or effectiveness, for example distributing chain letters or spam.
- Place any information on the Internet that relates to Vantage, alter any information about it, or express any opinion about Vantage, unless they are specifically authorized to do this.
- Send unprotected sensitive or confidential information externally.
- Forward Vantage mail to personal (non-Vantage) email accounts (for example a personal Hotmail account).
- Make official commitments through the internet or email on behalf of Vantage unless authorized to do so.
- Download copyrighted material such as music media (MP3) files, film and video files (not an exhaustive list) without appropriate approval.
- In any way infringe any copyright, database rights, trademarks or other intellectual property.
- Download any software from the internet without prior written approval of the IT Department.
- Connect Vantage devices to the internet using non-standard connections.

Working Off-site

It is accepted that laptops and mobile devices will be taken off-site. The following controls must be applied:

- Working away from the office must be in line with Vantage remote working policy and approved in writing by management.
- Equipment and media taken off-site must not be left unattended in public places and not left in sight in a car.
- Laptops must be carried as hand luggage when travelling.
- Information should be protected against loss or compromise when working remotely (for example at home or in public places). Laptop encryption must be used.
- Extreme care should be taken with the use of mobile devices such as laptops, mobile phones, smartphones and tablets. They must be protected at least by a password or a PIN and, where available, encryption.

Mobile Storage Devices

Mobile devices such as memory sticks, CDs, DVDs and removable hard drives must be used only in situations when network connectivity is unavailable or there is no other secure

method of transferring data. Only Vantage authorized mobile storage devices with encryption enabled must be used, when transferring sensitive or confidential data.

Software

Employees must use only software that is authorized by Vantage on the Company's computers. Authorized software must be used in accordance with the software supplier's licensing agreements. All software on Vantage computers must be approved and installed by the Vantage IT department.

Individuals must not:

- Store personal files such as music, video, photographs or games on Vantage IT equipment.

Viruses

The IT department has implemented centralized, automated virus detection and virus software updates. All PCs have antivirus software installed to detect and remove any virus automatically.

Individuals must not:

- Remove or disable anti-virus software.
- Attempt to remove virus-infected files or clean up an infection, other than using approved Vantage anti-virus software and procedures.

Telephony (Voice) Equipment Conditions of Use

Use of Vantage voice equipment is intended for business use only. Individuals must not use Vantage's voice facilities for sending or receiving private communications on personal matters, except in exceptional circumstances. All non-urgent personal communications should be made at an individual's own expense using alternative means of communications

Individuals must not:

- Use Vantage's systems for conducting private business.
- Make hoax or threatening calls to internal or external destinations.
- Accept reverse charge calls from domestic or International operators, unless it is for business use.

Actions upon Separation

All Vantage equipment and data, for example laptops and mobile devices including telephones, smartphones, USB memory devices and CDs/DVDs, must be returned to Vantage at the time of separation.

All Vantage data or intellectual property developed or gained during the period of employment remains the property of Vantage and must not be retained beyond termination or reused for any other purpose.

Monitoring and Filtering

All data that is created and stored on Vantage computers is the property of Vantage and there is no official provision for individual data privacy, however wherever possible Vantage will avoid opening personal emails. IT system logging will take place where appropriate, and investigations will be commenced where reasonable suspicion exists of a breach of this or any other policy. Vantage has the right (under certain conditions) to monitor activity on its systems, including internet and email use, in order to ensure systems security and effective operation, and to protect against misuse.

It is your responsibility to report suspected breaches of security policy without delay to your manager, the IT department, the information security department or the IT helpdesk.

All breaches of information security policies will be investigated. Where investigations reveal misconduct, disciplinary action may follow in line with Vantage disciplinary procedures.

Security Incident Reporting Procedure (SIRP)

When an information security incident is identified or detected, users must notify their immediate manager within 24 hours. All information security incidents must be responded to through the incident management procedures defined below.

The manager must immediately notify the Systems Engineer (SE) on call for proper response. The following information must be included as part of the email notification to security-incident@vantage.com:

- Description of the incident
- Date, time, and location of the incident
- Person who discovered the incident
- How the incident was discovered
- Known evidence of the incident
- Affected system(s)

All users must report any system vulnerability, incident, or event pointing to a possible incident to the Chief Technology Officer (CTO) as quickly as possible, but no later than 24 hours. Incidents must be reported by sending an email message immediately to security-incident@vantage.com with details of the incident as described above.

Users must be trained on the procedures for reporting information security incidents or discovered vulnerabilities, and their responsibilities to report such incidents. Failure to report information security incidents shall be considered to be a security violation and will be reported to the Human Resources (HR) Director for disciplinary action.

Information and artifacts associated with security incidents (including but not limited to files, logs, and screen captures) must be preserved in the event that they need to be used as evidence of a crime.

In order to appropriately plan and prepare for incidents, the organization must review incident response procedures at least once per year for currency, and update as required. The incident response procedure must be tested on at least twice per year. The incident response logs must be reviewed once per month to assess response effectiveness.

Clean Desk and Clear Screen Policy

In order to reduce the risk of unauthorized access or loss of information, Vantage enforces a clear desk and screen policy as follows:

- Employees are required to ensure that all sensitive/confidential information in hardcopy or electronic form is secure in their work area at the end of the day and when they are expected to be gone for an extended period of time.
- Computers must be logged off/locked or protected with a screen locking mechanism controlled by a password when unattended.
- Computers must be shut down completely at the end of the workday.
- Any restricted or sensitive information must be removed from the desk and locked in a drawer when the desk is unoccupied and at the end of the workday.
- File cabinets containing restricted or sensitive information must be kept closed and locked when not in use or when not attended.
- Keys left for access to restricted or sensitive information must not be left at an unattended desk.
- Passwords may not be left on sticky notes posted on or under a computer, nor may they be left written down in an accessible location.
- Printouts containing restricted or sensitive information should be immediately removed from the printer or copier.
- Whiteboards containing restricted or sensitive information should be erased.
- Treat mass storage devices as sensitive and secure them in a locked drawer.
- All business-related printed matter must be disposed of using confidential waste bins or shredders.
- This policy applies to all Vantage employees and affiliates.

Document Destruction and Retention Policy

The purpose of this Document Destruction and Retention (DDR) Policy is to ensure that Vantage retains its official records in accordance with the requirements of all applicable laws, SOC 2 Compliance and to ensure that official records no longer needed by Vantage are discarded at the proper time. This Policy provides guidelines concerning the length of time official records should be retained under ordinary business circumstances.

Covered Records:

This Policy applies to all official records generated in the course of Vantage operations, including but not limited to:

- Typed or printed paper documents
- Electronic records and documents (email, web files, text files, PDF files, etc.)
- Video or digital images

- Graphic representations
- Electronically stored information contained on network servers and/or document management systems
- Recorded audio material

Administration:

Record Retention

- All records shall be maintained and stored for a period of 7 years.
- Modifications may be made to the Record Retention Schedule from time to time to ensure that this Policy complies with local, state and federal laws and includes the appropriate document and record categories for Vantage.

Record Storage Procedures

- In order to facilitate administration of this Policy, where practicable, Vantage official records should generally be organized and stored according to general categories in a manner that best facilitates the efficient administration of the organizations operations. Records within each category should generally be organized and stored in chronological order or by time period.
- Categories of records not required to be retained on a permanent basis should be maintained by date or conspicuously dated to enable such records to be easily identified for destruction at the end of the record retention period.
- Records containing confidential information should be labeled and/or stored in a manner to limit access to those employees or other individuals with authorization to view such records.

Suspension of Record Disposal in Event of Litigation or Claims:

In the event any employee of Vantage reasonably anticipates or becomes aware of governmental investigation or audit concerning Vantage or the commencement of any litigation against or concerning Vantage, such employee shall inform management and any further disposal of document shall be suspended until such time as management, with the advice of legal counsel, determines otherwise. Management shall take such steps as are necessary to promptly inform affected staff of any suspension in the disposal or destruction of documents.

Confidentiality and Ownership:

All records are the property of Vantage and employees are expected to hold all business records in confidence and to treat them as Vantage assets. Records must be safeguarded and may be disclosed to parties outside of Vantage only upon proper authorization. Any subpoena, court order, or other request for documents received by employees, or questions regarding the release of Vantage records, must be directed to HR or Legal prior to the release of such records. Any records of Vantage in possession of an employee must be returned to the employee's supervisor upon termination of employment.

This policy is not intended to and does not constitute or create contractual terms of employment, assure specific treatment under specific conditions, and/or does not alter the at-will nature of any employment relationship with Vantage.

All office documents and paper, and other sensitive media with customer information must be secured and shredded according to Company policy. This includes social security numbers, transaction numbers, account information, customer contact information, printed emails, and more. All sensitive and items perceived as sensitive material must be secured for shredding.

Workflow Procedure:

- All office paper and documents must be deposited into the security containers located in each office. A “shred-all” policy (of “better safe than sorry”) allows for fewer errors.
- Conveniently placed secure Shredding Bins located in each HR Office allow for easy access for all employees.
- Paper must be separated from items that are not considered critical. Items that should not be placed into the containers includes, but is not limited to, newspapers, magazines, boxes, cardboard, plastics (covers, for example), 3-ring binders (remove paper for shredding), wrappings, etc.
- Items that can be included: all office paper (paper clips, rubber bands, staples are fine), file folders, colored office paper, and more.
- Please contact your manager with any questions or requests. If you are unsure of a document should be retained or destroyed, please ask! Larger volume needs can be addressed easily.

Proper adherence to these instructions will help with our company-wide compliance policy for document management and destruction, as well as helping to protect yourselves, your company, your customers, and help to reduce risks. This shred policy is intended as a responsibility of each employee.

SECONDARY EMPLOYMENT

Except as otherwise agreed, employment by Company shall be deemed to be "full time." No employee shall accept or engage in any activity, business, or employment, either during or after working hours that would conflict with the Company's interests or diminish the ability of the employee to render to the Company the full, loyal, and undivided service which is contemplated in his or her employment by the Company. Secondary employment shall only be permitted if agreed to in writing by the Company's HR representative. Employees' failure to comply with any provision of this paragraph shall be grounds for immediate termination for cause.

PROPRIETARY INFORMATION/CONFIDENTIALITY

The company has developed certain proprietary products and processes that are unique to Vantage (and affiliates). Keeping such information from competitors plays an important part in our success. Vantage protects proprietary information by limiting employee and visitor access to documents and products to those that have legitimate business reasons to handle the same.

All employees are asked to agree to keep our technology secure by signing our non-competition and confidentiality agreement(s) (which is included in employment contracts) at the beginning of employment. This document is located in your personnel file. An employee who divulges confidential information may be terminated, as well as being subject to injunctive relief to remedy such a breach.

SEVERABILITY – CONFLICTING LAW RESOLUTION

If any of the general policies are inadvertently in conflict with local laws all the remaining policies will remain in effect. There will be a two part resolution to the discrepancy first the policy can be reduced (not reinterpreted) to a more simplified version that still would apply second a local law addendum will be added with a policy that conforms to the rules and regulations of the company and local law, and this will be the final policy.

JOB CLASSIFICATIONS

Vantage places employees into one of the following classifications, based on position and responsibilities, consistent with the Fair Labor Standards Act. They include exempt employees, non-exempt employees, temporary employees, and maintenance workers. Full time employees are defined as employees that work a minimum average of 30 hours per week over the course of the fiscal year. All new employees must satisfactorily complete a background check in order to become an active Vantage employee.

Exempt employees hold executive, administrative, professional, or other exempt positions. Exempt employees are not eligible for overtime pay, but do not have a waiting period to enroll in company sponsored medical and dental benefits. Non-exempt, hourly employees are eligible for overtime pay, but must remain in full time status to be eligible for Paid Time Off (PTO) and other benefits. Non-exempt employees are not eligible for holiday pay. Non-exempt, full time employees are eligible to participate in company sponsored voluntary benefits after the waiting period on the 1st of the month following 60 days after date of hire. Temporary employees are ineligible for PTO and company sponsored benefits while still in the temporary period. While it is hopeful that temporary employees are transitioned to full time employment, the company reserves the right to extend the temporary status of the employee at its' sole discretion. Maintenance workers are eligible for overtime and benefits, but ineligible for any PTO. Employees working less than 30 hours per week, whether exempt or non-exempt, will be ineligible for PTO and benefits.

INTRODUCTORY/PROBATIONARY PERIOD

Although Vantage is an at-will employer, the first 6 months of employment are considered an introductory and probationary period. The designation of this time frame does not constitute an obligation on the part of the company to retain the employee until the end of the period specified. During this time, or at any time during employment, Vantage may terminate the working relationship without cause and without advance notice. At the end

of the 6 months, the supervisor may extend the period for additional time at his or her discretion.

GLOBAL WORK SCHEDULE

The standard work week is a minimum of 40 hours. All full-time employees are offered employment based upon that employee's understanding and acknowledgment that Vantage requires a minimum standard work week of 40 hours. Work is to be performed and duties discharged during standard US business hours, i.e. Monday through Friday of each week. However, the nature of Vantage's work may at times require longer work weeks and it is expected that employees will do whatever it takes to get the job done. Unless prior supervisory approval is received, employees are expected to work a minimum of five days per work week.

The standard workday is 8 hours, exclusive of lunch but including two 15-minute breaks; one per each 4-hour period. The work week commences on Monday morning and ends the following Sunday evening. Normal work-week operating hours are 9:00 AM to 5:30 PM, Monday through Friday, minimum.

A lunch break of up to 1 hour is assigned to be taken each day (30 minutes if taking two 15-minute breaks) and is non-compensated time. Foregoing lunch does not mean that the time can be subtracted from the normal workday. In exceptional circumstances and with prior supervisor approval, a longer lunch and/or breaks is (are) taken for whatever purpose, then the employee's normal day will be extended appropriately and commensurately. Approval will be granted on a case-by-case basis, in writing (or email) by the employee's supervisor and forwarded to the appropriate work schedule folder. If an employee has personal issues that must be resolved (doctors, dentist, car appointment, etc.) during working hours, then the employee needs to discuss with their supervisor whether this needs to be a deduction in pay or made up through overtime.

Non-Exempt and Temporary employees must keep accurate daily time records using the approved Vantage Time Sheet.

ATTENDANCE POLICY

All full-time employees are required to report to their respective offices as directed daily. All employees should ensure that they swipe their access card each morning upon arrival as proof of attendance in the office. This will be the official attendance record and will be used to confirm attendance if any questions arise. Be sure to swipe your access card/key even if someone holds the door open for you. Employees that do not swipe their access card daily lose proof of attendance and run the risk of taking an unpaid day off or using paid time off when the attendance report is reviewed internally.

Employees are responsible to report any absence or similar interruption from work, including those due to sickness, inclement weather, emergency, vacation or personal day, etc. by emailing/telephoning their Supervisor/Manager and immediately putting in the time

on the Employee Benefit Portal. Employees that are not properly and accurately reporting absences or similar interruptions from work risk the possibility of incurring an unpaid day, using PTO and/or be subject to disciplinary action. All time out of the office, whether due to business or personal reasons, should be requested through the Employee Benefit Portal. Each Supervisor shall ultimately be responsible for assuring that accurate employee time records are maintained.

DRESS CODE

Our appearance at work reflects the pride we have in the company. To favorably impress our customers, members of the public and industry representatives, it is important for all employees to present a businesslike appearance. All employees are expected to dress “business casual” when working out of a Vantage Office.

**All personnel are required to wear a suit or a sport jacket when meeting with a customer, unless otherwise indicated by the customer or prospect.*

SMOKING POLICY

All Vantage premises are non-smoking. Smoking must be outdoors in the designated areas. Employees are eligible for 2 breaks for smoking/coffee etc. per day. Please be mindful to properly dispose of cigarettes in the provided receptacles to keep our spaces clean and inviting.

EMPLOYMENT OF RELATIVES

Vantage has no prohibition against hiring relatives. However, one general restriction has been established to help assure fair treatment of all employees. While we accept and consider applications for employment from relatives, close family members such as parents, children, spouses or in-laws will not be hired into or transferred into positions where they directly or indirectly supervise or are supervised by another family member.

RELEASE OF INFORMATION

Except for records and information that we are legally required to provide to government agencies, no information about you will be released unless there is a signed authorization from you on file, and the request is in writing. The only exception would be in the case of an employment verifications, which would only confirm dates of hire and job title.

PERSONNEL FILES

Vantage tries to maintain up-to-date personnel files on all employees. It is important to keep your records current because this information is used for benefit administration, notification in case of emergency, etc. We respect your right to have the information on your records treated confidentially. Please be sure to update your Employee Portal

information and contact HR or your supervisor if there are changes to your personal information:

- Home address
- Telephone number
- Emergency contact
- Marital status
- Number of dependents

You may review your personnel file by contacting the Human Resources Director and arranging a time to do so. Your personnel file and content is otherwise kept as company confidential material.

VISITORS

Friends, visits by friends, relatives or children at work are discouraged. Vantage premises are considered secure and employees should not encourage friends, relatives or children to visit, unless pre-approved by your supervisor, or under emergency conditions.

Because of the nature of our business and the necessity for security of facilities, equipment and, most importantly, the products we design and develop, all visitors must report their arrival immediately to an authorized Vantage host. The visitor must fill out Vantage's Visitor Registry Book immediately upon arrival and wear the Visitor Badge for the entirety of their stay while on Vantage property. The Visitor Badge is a sticker that lists the visitor's name, company name, date and time of arrival so all visitors can be easily identified. All visitors must always be accompanied by an authorized Vantage host. Visitors that are scheduled to be on-site for multiple days will need to sign in and wear the badge each day they are on-site. If you are expecting visitors at the office, please be sure to notify the office manager, HR or any other authorized individual so proper procedure can be followed.

SAFETY

Vantage expects its employees to conduct themselves in a safe manner. Use good judgment and common sense in matters of safety, observe any safety rules posted in various areas, and follow all OSHA and state safety regulations.

SUBSTANCE ABUSE

Vantage will not tolerate employees intoxicated or using illicit drugs on its premises. Any employee reporting for work inebriated or using illegal drugs will be asked to leave immediately and, under such circumstances, Vantage will telephone local police for assistance to resolve any potential issues. Any employee who repeatedly reports to work under the influence of alcohol or drugs may face disciplinary action.

POLITICAL ACTIVITY

Vantage respects and encourages employee participation in political activities, but not on behalf of, or as a representative of the company or on company time. If you write letters to members of Congress or political bodies, it must be clear that they are being written by an individual and do not reflect a position taken by Vantage. Under no circumstances shall an employee use the name of any of Vantage's clients in any such communications. No company materials or company services (stationery, supplies, postage, secretarial, etc.) may be used.

VOTING

Vantage policy is to encourage its employees to participate in the election of government leaders. Therefore, if the employee will be unable to vote, adequate time off is allowed from the beginning or end of the workday to exercise this right. For those employees that are required to travel, the employee may wish to inquire of their Registrar of Voters about the possibility of voting by absentee ballot. Please be sure to *schedule* time off with your supervisor in advance.

SOLICITATIONS & DISTRIBUTIONS

Solicitation and distribution by staff members are prohibited on work time. This applies when either the solicitor and/or staff member being solicited is on work time. This prohibition includes solicitation and distribution for all purposes, including charities, raffle tickets, magazine clubs, and outside organizations. These restrictions on solicitation and distribution do not apply to non-work time, such as breaks, meals, or other authorized non-work periods.

Solicitation and/or the distribution of literature by non-staff members are always prohibited on Vantage premises. This practice is intended to prevent disruption of the work environment. It is also our policy to limit access to Vantage premises to prospects, clients, staff members, and vendors who are conducting Vantage business. Anyone else may be considered a trespasser and may be prosecuted.

COMPANY APPROVED TRAVEL EXPENSES

All rules concerning travel can be found in the **Vantage Expense Reports Guidelines & Procedures** document. Any expense report submitted 3 weeks or more after receipt of service are not eligible for reimbursement.

Reimbursable expenses related to company approved business trips are to be submitted to your designated travel expense email address fully completed (includes receipts, signed expense form from both you and your manager, etc) by the 15th of the month and will typically be paid on the first Monday of the following month. Any expense reports turned in after the 15th of the month will be paid in the following months check run. All other procurements are to be processed through our accounting department using a valid

purchase order. See **Vantage Learning Expense Reports Guidelines & Procedures** and expense forms on the Resource Center under HR Forms.

PERSONAL ITEMS

You are expected to take normal security precautions for personal items. If you maintain these items at your work location, you do so at your own risk and you are responsible for safeguarding those items. Generally, you will not be reimbursed for lost or damaged personal articles not required to perform your work. You may be eligible for reimbursement through Vantage's insurance carrier for personal losses if:

- The loss or damage occurs on Vantage premises or on Vantage business and is a result of a burglary, robbery, theft, or fire.
- If you are entitled to other types of reimbursement, such as homeowner's, renter's, or other personal property insurance, you are required to use your own insurance coverage for the loss before seeking reimbursement from Vantage.

Management has full discretion regarding what is reimbursable.

EMPLOYEE PERFORMANCE APPRAISALS

Each employee is to be given a formal performance appraisal at least 1 time per year. Each manager is expected to use the standard Vantage Continuous Improvement Summary (CIS) document when administering the reviews. Each employee should submit their own Self Evaluation to their manager. Managers should also provide an employee ranking for all of their team members, along with rationale for each to help explain the rankings. The manager must provide Human Resources with all completed performance appraisals within 2 weeks after conducting the review. Salary increases are based on merit, business conditions, performance reviews, rankings, or other factors. Eligibility for pay increases will be considered at fiscal year's end.

COMPENSATION

PAY PERIOD

For all exempt and non-exempt employees, the standard pay period is bi-weekly (U.S.A) and monthly (International). Sales Draws will be paid on the standard pay period. All commissions will be paid on a monthly basis (last payroll of the month) or as determined in the appropriate Vantage Sales Agreement typically calculated based on receipt of payment. If applicable, bonuses may be paid yearly, based upon the Company's fiscal year end. New employees are paid in arrears; 1 week for non-exempt and 2 weeks for exempt.

OVERTIME

In certain emergency situations, employees may be needed to work beyond their normal scheduled hours (we will try to provide as much advanced notice as possible). Employees whose positions are classified as exempt do not qualify for payment of overtime or compensatory time off. All non-exempt employees qualify for overtime.

The employee's supervisor must approve in advance and in writing all overtime worked by a non-exempt employee. Failure to receive such authorization may result in forfeiture of pay or disciplinary action, up to and including termination for repeat violations.

WAGE GARNISHMENT

Garnishment of wages results when an unpaid creditor has taken the matter to court. A garnishment is legal permission for creditors to collect part of an employee's pay directly from the company. Although the company does not wish to become involved in an employee's private matters, we are compelled by law to administer the court's order.

In doing so, a supervisor will contact the employee to explain the details of garnishment and how it affects wages. The possibility of resolving the situation before turning it over to implementation will also be explored. Employees are encouraged to resolve these matters privately to avoid the company's involvement in this mutually unpleasant situation.

TIME RECORDS

Vantage may require employees to keep accurate records of time worked. In this case, each employee will keep a log on either an hourly, daily or project basis (based on the specific requirements) of time worked.

Employees will document time worked on a daily basis using the approved Vantage Time Sheet. At the end of the week, they will submit the time sheet to their supervisor for approval. They will then sign off on the hours worked and send the time sheets to accounting for payroll processing. Each Supervisor/Manager shall ultimately be responsible for assuring that accurate employee time records are submitted to Vantage's Attendance Tracker.

REFERRAL BONUS

Employees are encouraged to refer any qualified friends or colleagues that they feel would excel in a position at Vantage. The referral bonus is a one-time bonus paid after 6 months of continuous employment by the referral. If the referral joins the sales team, the referral bonus paid is \$500 after 6 months of continuous employment. For any other role, the referral bonus is \$200. The referral must identify the individual that referred them immediately upon hire in the new hire documentation.

BENEFITS

PAID TIME OFF (PTO)

Paid time off (PTO) is accrued weekly after two months of continuous employment. PTO accrual is credited at the beginning of the week following a full, continuous week of employment. PTO is not a liquid benefit and must be taken during the calendar year that it was earned. PTO is not to be taken during the last two weeks of employment. Only full-time employees working over 30 hours per week are eligible for PTO. All time out of the office, whether due to business or personal reasons, should be requested through the Employee Benefit Portal. All employees are required to:

- Swipe their access card/key to enter the office. This will be the official attendance record and will be used to confirm attendance if any questions arise. Be sure to swipe your access card/key even if someone holds the door open for you. Employees that do not swipe their access card/key will run the risk of being charged for a PTO day.
- Notify their supervisors of any need for time off, whether planned or due to an emergency. Please be sure to CC any product owners, team members or anyone else internally that may be affected by your absence.
- Log and track the time off accurately via the Employee Benefit Portal.
- Provide at least 30 days advanced notice for any planned time off (2 or more days off in a row). Your direct supervisor, as well as product owners and individuals impacted by your absence, will have the ability to weigh in on the business impact of your absence (if any), if they so choose.
- Provide a doctor's note if an employee is forced to miss 2 or more days off in a row due to a medical situation.
- Understand that if you use more time than you have accrued by your separation date, your final payroll will be adjusted and prorated accordingly.

PTO can be taken as a *Half Day or Full Day only*. PTO can be taken during most times of the year, with your manager's pre-approval and if business conditions permit, no more than 5 days at a time. Any time off request for more than 5 consecutive business days will need an additional level of review and approval. The employee would be required to provide the justification for the request in writing, potential business impact, how the team/project will be covered during the time out of office, and any other details that may be pertinent to approving the request.

Any paid time off requests in December should be for the time between Christmas Eve and New Year's only. Vantage intends to ensure that there are no disruptions to monthly workflow. All employees who have not scheduled their remaining paid time off prior to the start of December will only be able to use their remaining paid time off between Christmas Eve and New Year's only, if business conditions permit and managerial approvals are recorded. Attendance may assign a maximum of 5 unused paid time off days during this time period at the sole discretion of management (based around department availability) if days are still available at the beginning of December. Any additional paid time off will be forfeited.

Each Supervisor should inform in writing other Supervisors of an employee’s pending request for vacation, prior to approving the same, when the absence of an employee may impact production, development, management or procedures as a whole or within another department. Our goal is to avoid conflicts with coinciding or concurrent time off and busy periods of product production, development and management. Supervisor may approve an employee’s request for time off provided that enough alternative resources and viable contingency plans are in place to cover an employee’s absence from duty. Supervisors are responsible for the timeliness and accuracy in reporting and approving paid time off for their direct reports.

Annual PTO accrual is determined by length of service and is calculated as follows:

US FULL-TIME EMPLOYEES VACATION ACCRUAL:

Length of Service	Days of Vacation Accrued Annually	Weekly Accrual (estimated)
Hire Date to 2 Months	None	None
3 Months to 60 Months	15 Days	2.3 hours per week
61 Months Onward	20 Days	3.07 hours per week

Accrued PTO days are limited/capped at 15 days total until completing 60 months of employment, whereupon there will be a limitation/cap of 20 days total. PTO accrues at a rate of 2.3 hours per week and 3.07 hours per week respectively. Non-exempt employees working less than 30 hours per week on average do not accrue any PTO. All averages are computed throughout the year to come up with the total number of PTO days accrued.

Inclement Weather

In the event of inclement weather, employees who do not show up to their respective office will be charged a PTO day. Supervisors should provide Attendance@vantage.com an email detailing all of their reports that have not made it to the office due to inclement weather on the day of the incident and the employee should submit the time off to the Employee Benefit Portal. Employees that fail to follow proper procedure may be subject to disciplinary action.

HOLIDAYS

US HOLIDAYS – 2021

Friday	January 1, 2021	New Year’s Day
Monday	February 15, 2021	President’s Day
Monday	May 31, 2021	Memorial Day
Monday	July 5, 2021	Independence Day
Monday	September 6, 2021	Labor Day
Thursday	November 25, 2021	Thanksgiving
Friday	November 26, 2021	Black Friday (day after Thanksgiving)
Friday	December 24, 2020	Christmas Day

BANGLADESH HOLIDAYS - 2021

* Official dates subject to the appearance of the Moon*

Sunday	February 21, 2021	Shahid Dibash (International Mother Language Day)
Friday	March 26, 2021	Independence Day
Wednesday	April 14, 2021	Bengali New Year.
Saturday	May 1, 2021	International Labour day (May Day)
Sunday	May 9, 2021	Shab-e-Qadr (Night of Destiny)
Wednesday	May 12, 2021	Eid-UI-Fitr
Thursday	May 13, 2021	Eid-UI-Fitr
Monday	July 19, 2021	Eidul-Adha (Feast of the Sacrifice)
Tuesday	July 20, 2021	Eidul-Adha
Saturday	August 15, 2021	National Mourning Day
Friday	October 15, 2021	Durga Puja (Vijaya Dasami)
Thursday	December 16, 2021	Bijoy Dibosh (Victory Day)
Saturday	December 25, 2021	Christmas

Exempt employees are the only job classification eligible for holiday pay. Employees may not elect financial compensation in lieu of taking time off for a holiday. If an exempt employee is required to work on a holiday, an alternate day off will be allowed in lieu of taking the holiday. If the holiday falls on a weekend, the holiday will be observed on the closest Friday or Monday, or on the customary day.

EARLY DISMISSALS

Vantage provides the following early dismissals for Employees in the United States, as long as the dates listed below fall on a weekday:

After 12:00 Noon on Christmas Eve Day

After 3:00 PM on New Years' Eve Day

LEAVES OF ABSENCE

A leave of absence is an extended period of time absent from work without loss of employment. Leaves of absence are without pay. A written request for a leave of absence, providing full explanation of the circumstances, must be presented to the employee's immediate supervisor at least two weeks before the start date of the leave of absence (unless in emergency situations, which must still be approved by management). Failure to report to work on the first day after the expiration of the leave of absence, without approval, will be considered a voluntary termination of employment.

PERSONAL LEAVE OF ABSENCE

Vantage has a policy of granting personal leaves of absence in a few exceptional cases. A personal leave of absence may be granted by Vantage up to a maximum of 30 days. An

extension beyond 30 days will be considered in the event of serious or extenuating circumstances.

MILITARY LEAVE OF ABSENCE

An employee who is a member of the United States Army, Navy, Air Force, Marines, Coast Guard, National Guard, Reserves or Public Health Service will be granted an unpaid leave of absence for military service, training or related obligations in accordance with applicable law. Employees on military leave may substitute their accrued vacation time for unpaid leave. At the conclusion of the leave, upon the satisfaction of certain conditions, an employee generally has a right to return to the same position he or she held prior to the leave or to a position with like seniority, status and pay that the employee is qualified to perform.

Continuation of Health Benefits

During a military leave of less than 31 days, an employee is entitled to continued group health plan coverage under the same conditions as if the employee had continued to work. For military leaves of more than 30 days, an employee may elect to continue his/her health coverage for up to 24 months of uniformed service but may be required to pay all or part of the premium for the continuation coverage.

Family Medical Leave Act (FMLA)

The Family and Medical Leave Act (FMLA) provides eligible employees with up to 12 workweeks of unpaid leave for certain family and medical reasons during a 12-month period. During this leave, an eligible employee is entitled to continued group health plan coverage as if the employee had continued to work. At the conclusion of the leave, subject to some exceptions, an employee generally has a right to return to the same or to an equivalent position.

Employee Eligibility Criteria:

To be eligible for FMLA leave, an employee must have been employed by the Company:

- for at least 12 months (which need not be consecutive);
- for at least 1,250 hours during the 12-month period immediately preceding the commencement of the leave; and
- at a worksite (a) with 50 or more employees; or (b) where 50 or more employees are located within 75 miles of the worksite.

Events Which May Entitle an Employee to FMLA Leave:

FMLA leave may be taken for anyone, or for a combination of, the following reasons:

- the birth of the employee's child or to care for the newborn child;
- the placement of a child with the employee for adoption or foster care or to care for the newly placed child;
- to care for the employee's spouse, child or parent (but not in-law) with a serious health condition; and/or

- the employee's own serious health condition that makes the employee unable to perform one or more of the essential functions of his or her job.
 - A "serious health condition" is an injury, illness, impairment, or physical or mental condition that involves inpatient care or continuing treatment by a health care provider.

How Much FMLA Leave May Be Taken:

An eligible employee is entitled to up to 12 workweeks of unpaid leave during a 12-month period for any FMLA qualifying reason(s). The 12-month period is a rolling 12-month period measured backward from the date an employee uses any FMLA leave.

Intermittent or Reduced Work Schedule Leave:

Intermittent leave is leave taken in separate blocks of time. A reduced work schedule leave is a leave schedule that reduces an employee's usual number of hours per workweek or hours per workday.

Leave to care for a newborn or for a newly placed child may not be taken intermittently or on a reduced work schedule unless the Company agrees with respect to an individual leave request.

Leave needed because of an employee's own serious health condition, or to care for an employee's spouse, child or parent with a serious health condition, may be taken all at once or, where medically necessary, intermittently or on a reduced work schedule.

If an employee takes leave intermittently or on a reduced work schedule basis, the employee must, when requested, attempt to schedule the leave so as not to unduly disrupt the Company's operations. When an employee takes intermittent or reduced work schedule leave for foreseeable planned medical treatment, the Company may temporarily transfer the employee to an alternative position with equivalent pay and benefits for which the employee is qualified and which better accommodates recurring periods of leave.

Requests for FMLA Leave:

An employee should request FMLA leave by contacting the Human Resources Department to request the Employer's Request for Leave form and submitting it back to the Human Resources Department.

When leave is foreseeable for childbirth, placement of a child or planned medical treatment for the employee's or family member's serious health condition, the employee must provide the Company with at least 30 days advance notice, or such shorter notice as is practicable (i.e., within 1 or 2 business days of learning of the need for the leave). When the timing of the leave is not foreseeable, the employee must provide the Company with notice of the need for leave as soon as practicable (i.e., within 1 or 2 business days of learning of the need for the leave).

Required Documentation:

When leave is taken to care for a family member, the Company may require the employee to provide documentation or statement of family relationship (e.g., birth certificate or court document).

An employee may be required to submit medical certification from a health care provider to support a request for FMLA leave for the employee's or a family member's serious health condition. Medical certification forms are available from the Human Resources Department.

If the Company has reason to doubt the employee's initial certification, the Company may: (i) with the employee's permission, have a designated health care provider contact the employee's health care provider in an effort to clarify or authenticate the initial certification; and/or (ii) require the employee to obtain a second opinion by an independent Company-designated provider at the Company's expense. If the initial and second certifications differ, the Company may, at its expense, require the employee to obtain a third, final and binding certification from a jointly selected health care provider.

During FMLA leave, the Company may request that the employee provide recertification of a serious health condition at intervals in accordance with the FMLA. In addition, during FMLA leave, the employee must provide the Company with periodic reports regarding the employee's status and intent to return to work. If the employee's anticipated return to work date changes and it becomes necessary for the employee to take more or less leave than originally anticipated, the employee must provide the Company with reasonable notice (i.e., within 2 business days) of the employee's changed circumstances and new return to work date. If the employee gives the Company notice of the employee's intent not to return to work, the employee will be considered to have voluntarily resigned.

Before the employee returns to work from FMLA leave for the employee's own serious health condition, the employee may be required to submit a fitness for duty certification from the employee's health care provider, with respect to the condition for which the leave was taken, stating that the employee is able to resume work.

FMLA leave or return to work may be delayed or denied if the appropriate documentation is not provided in a timely manner. Also, a failure to provide requested documentation of the reason for an absence from work may lead to termination of employment.

Use of Paid and Unpaid Leave:

FMLA provides eligible employees with up to 12 workweeks of unpaid leave. If an employee has accrued paid time off, however, the employee must use any qualifying paid leave first. "Qualifying paid leave" is leave that would otherwise be available to the employee for the purpose for which the FMLA leave is taken. The remainder of the 12 workweeks of leave, if any, will be unpaid FMLA leave. Any paid leave used for a FMLA qualifying reason will be charged against an employee's entitlement to FMLA leave. This includes leave for disability or workers' compensation injury/illness, provided that the

leave meets FMLA requirements. The substitution of paid leave for unpaid leave does not extend the 12 workweeks leave period.

Designation of Leave:

The Company will notify the employee that leave has been designated as FMLA leave. The Company may provisionally designate the employee's leave as FMLA leave if the Company has not received medical certification or has not otherwise been able to confirm that the employee's leave qualifies as FMLA leave. If the employee has not notified the Company of the reason for the leave, and the employee desires that leave be counted as FMLA leave, the employee must notify the Human Resources Department within 2 business days of the employee's return to work that the leave was for an FMLA reason.

Maintenance of Health Benefits:

During FMLA leave an employee is entitled to continued group health plan coverage under the same conditions as if the employee had continued to work.

To the extent that an employee's FMLA leave is paid, the employee's portion of health insurance premiums will be deducted from the employee's salary. For the portion of FMLA leave that is unpaid, the employee's portion of health insurance premiums may be paid at the same time as if made by payroll deduction, paid in advance by check or another mutually agreed upon method.

If the employee's payment of health insurance premiums is more than 30 days late, the Company may discontinue health insurance coverage upon notice to the employee.

Return from FMLA Leave:

Upon return from FMLA leave, the Company will place the employee in the same position the employee held before the leave or an equivalent position with equivalent pay, benefits and other employment terms.

Limitations on Reinstatement:

An employee is entitled to reinstatement only if he/she would have continued to be employed had FMLA leave not been taken. Thus, an employee is not entitled to reinstatement if, because of a layoff, reduction in force or other reason, the employee would not be employed at the time job restoration is sought.

The Company reserves the right to deny reinstatement to salaried, eligible employees who are among the highest paid 10 percent of the Company's employees employed within 75 miles of the worksite ("key employees") if such denial is necessary to prevent substantial and grievous economic injury to the Company's operations.

Failure to Return To Work Following FMLA Leave:

If the employee does not return to work following the conclusion of FMLA leave, the employee will be considered to have voluntarily resigned. The Company may recover health insurance premiums that the Company paid on behalf of the employee during any unpaid FMLA leave except that the Company's share of such premiums may not be

recovered if the employee fails to return to work because of the employee's or a family member's serious health condition or because of other circumstances beyond the employee's control. In such cases, the Company may require the employee to provide medical certification of the employee's or the family member's serious health condition.

***For further information or clarification about FMLA leave, please contact the Human Resources Department.

JURY DUTY LEAVE OF ABSENCE

Please contact your supervisor immediately upon receipt of the notification to appear and provide a copy to HR once the scenario has been discussed with your supervisor. An employee should inquire about the duration of the jury trial in advance of accepting such service.

Vantage will pay employees for one day of jury duty per year; however, the employee is expected to provide Vantage with any compensation provided to the employee by the courts for serving on a jury. Any exception to this policy can only be approved by the President.

BEREAVEMENT LEAVE OF ABSENCE

In the event of a death in your immediate family, you may have up to two working days, with pay, to handle family affairs and attend the funeral. "Immediate family" is defined as: father, mother, sister, brother, spouse, child, grandparents, grandchildren, nieces, nephews, in-laws of the same degree, and domestic partners. Absence for bereavement leave is counted and assessed as part of your PTO allotment.

MEDICAL/DENTAL INSURANCE

Medical Carrier – United Healthcare (www.myuhc.com)
Dental Carrier – United Concordia (www.unitedconcordia.com)
Open Enrollment Date – February 1st

All full-time employees are eligible for medical/dental insurance effective on their date of hire. Temporary and part-time employees working less than 1560 hours per year are not eligible. If coverage is initially waived, employees must wait until the next open enrollment period before being eligible to enroll (except in situations where a qualified life event has occurred). Vantage currently covers a portion of individual employee medical insurance. Spouse and/or family coverage is available at additional employee expense through a payroll deduction. Contact the Human Resources Director or log in to the Employee Benefit Portal for information on how to enroll, make changes to your coverage after enrollment or obtain claim forms.

401K PLAN

401K Carrier – TransAmerica (<https://www.transamerica.com/login/>)
Open Enrollment/Entry Dates –January 1st and July 1st

Qualification requirements for enrollment in the company’s 401K plan are contained within the company’s 401K Plan Description and Document. Enrollment largely depends upon your status as an employee, whether full-time or part-time, your start date and the number of hours you have worked before an open enrollment date. For specific questions regarding qualification for and participation in the 401K plan, you should visit the TransAmerica website and log in using your username and password. Generally, the employee must be employed at least 1 year of continuous employment with an exempt status prior to the open enrollment dates of January 1st and July 1st in order to enroll.

When you incur a Severance from Employment, you (and your Spouse, if applicable) must consent to any distribution when your Vested Account Balance exceeds \$5,000. The value of your Vested Account Balance shall exclude Rollover Contributions that you may have made to this Plan. If your Vested Account Balance is \$1,000 or less when you terminate employment, you will be “cashed-out”. Your distribution will be paid as soon as practicable after complying with the applicable federal income tax withholding laws. Your Rollover Contributions, if any, will always be included when determining whether the \$1,000 threshold has been exceeded. If you wish to apply specific instructions to your 401k distribution, please request a Distribution Request Form from HR. Once you fill out the form, please return it to HR for processing.

WORKER’S COMPENSATION

All injuries incurred on the job must be reported in writing to your supervisor and the Human Resources Director IMMEDIATELY and a detailed description of the facts and circumstances surrounding or leading to the injury must be memorialized in writing and filed with the Human Resources Director as soon as practical following such injury. An employee injured on the job will be paid through the end of the workday in which the injury took place. After that, the employee will be eligible for worker’s compensation benefits.

Vantage and its insurance carrier (private, or government based depending on local law) shall not be responsible for the payment of Worker’s Compensation benefits for any injury which arises out of an employee’s voluntary participation in any off-duty recreational, social or athletic activity which is *not* part of the employee’s work-related duties.

EMPLOYEE DEVELOPMENT

It is the company’s desire to give every reasonable encouragement to its employees in their efforts to improve proficiency in their present jobs and to prepare for advancement with the Vantage organization. Vantage may send you to seminars to accomplish this goal. Talk to your supervisor about seminars you think would be beneficial to attend.

On a case-by-case basis, with written pre-approval obtained from your supervisor and from the Human Resources Director prior to registration, Vantage will reimburse its employees for certain tuition costs. Please refer to Vantage's *Education Reimbursement Policy* below and the accompanying *Application for Education Reimbursement* for a complete, detailed description of this policy.

In addition, Vantage may reimburse its employees for books and manuals that are relevant to their job performance, provided approval by your supervisor was obtained prior to purchase. All work performed for this course, must be done on the employees' free time, not company time.

VANTAGE'S EDUCATION REIMBURSEMENT PROGRAM

Vantage's Education Reimbursement Program assists employees who aspire to higher levels of skills and professional competencies. Educational reimbursement may be used for successful completion of approved work-related classes or accredited courses leading to an undergraduate or graduate degree that supports the mission of Vantage or its affiliate(s). The Vantage's HR Director (or designee) has the sole discretion to determine whether a course relates to an employee's current position and whether that course meets the guidelines of the Education Reimbursement Program.

Policy:

Educational fee reimbursements, based upon availability of funds, will be made accessible to all regular, full-time employees who have completed at least one year of service. Eligible employees are required to submit for approval an **Application for Education Reimbursement** prior to enrollment. Please contact HR to be provided the official application form. All applications are subject to approval and availability of funds by their manager and approval by the Human Resources Manager (designee) of Vantage. To maintain eligibility, employees must remain on active payroll (regular full time) and be performing their job satisfactorily throughout the completion of each course.

This program provides partial fee reimbursement to employees who take courses at any accredited institution of higher education. Upon demonstration of successful completion of courses taken, Vantage will reimburse the employee's semester/quarter tuition costs or fees upon approval. Employees are eligible to receive reimbursement for up to one class per semester. *This reimbursement is contingent upon available funds at the time of payment.*

Click on the following links for more information.

What is it?

How much money is available?

Who is eligible to participate?

What expenses are eligible for reimbursement?

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What is it?

Tuition reimbursement is available for college credit courses that provide knowledge and or skills related to a Vantage job.

How much money is available?

Full-time employees may receive reimbursement for one class per semester, up to a maximum total amount of \$2,000.00 per fiscal year for **education assistance**, which includes **tuition reimbursement and/or reimbursement for professional development events**.

Who is eligible to participate?

Full-time permanent employees who are eligible to participate must meet the following conditions and requirements:

- Employee is in active pay status (employees on full-time disability leave and worker's compensation leave are not eligible for reimbursement), and have been employed continuously for at least one year.
- Employee is still employed by the Vantage when final paperwork for reimbursement is submitted
- Vantage invests in higher education fee reimbursement with the expectation that the investment be returned through enhanced job performance. However, if an employee voluntarily separates from the Vantage's employment within six months of course completion, the employee may be required to repay the entire amount, at the discretion of the HR Director. As a condition of accepting educational fee reimbursement, you must agree in writing to repay Vantage if necessary.

What expenses are eligible for reimbursement?

- Eligible Expenses: tuition (including directly related general and instructional fees);
- Ineligible Expenses: anything else including but not limited to: application fees, registration fees, travel expenses, graduation fees, parking fees, flight instruction airtime fees, and books

What courses are eligible for reimbursement?

For a course to qualify for tuition reimbursement, it must meet the following criteria:

- Provide college credit
- Provide knowledge and /or skills that relate to a Vantage job; please note the following:
 - Elective and prerequisite courses that are part of an approved degree program are eligible for reimbursement
 - Non-degree elective and prerequisite courses are not automatically approved; each course will be reviewed individually for consideration under this policy
- The course is available after normal working hours
- The school offering the course must be accredited by one of the following Regional Institutional Accrediting Agencies:
 - North Central Association of Schools and Colleges
 - Middle states Association of Colleges and Schools
 - New England Association of Schools and Colleges
 - Northwest Association of Schools and Colleges
 - Southern Association of Colleges and Schools
 - Western Association of Schools and Colleges

OR

Note: Distance Education Courses that meet the above criteria are eligible for reimbursement.

How is the amount reimbursed determined?

The amount reimbursed is based upon the final grade received for the course (up to the allowable amount) as follows:

GRADE	REIMBURSEMENT
A, B	95%
Less than B, Fail, Withdrawal, or Incomplete	0% (No Reimbursement) Max \$250/credit

If other tuition assistance is available (e.g. agency reimbursement, grants, scholarships) it must be applied first. The remaining balance (of covered expenses) may be submitted for reimbursement consideration, up to the allowable amount.

How do I apply?

- Applications for Education Reimbursement must be pre-approved. Please request the official form from HR to begin the process. Employees must submit the

- application no later than 30 days prior to the beginning of the course, along with a copy of the following information:
- Course description from the institution's catalog, bulletin, or web-site; and
 - Fee schedule, which includes the cost of the course per credit hour, and the cost of other covered fees.
- Once application is processed, employee will receive a letter indicating the status of the application.

How do I get reimbursed?

- Within 45 days from completion of the course, applicant must submit legible copies of the following:
 - College/university invoice or statement indicating fees charged and the amount paid. The invoice must contain the school's name and address. Copies of canceled checks and credit card receipts will not be accepted.
 - College/university grade card/report indicating the applicant's name, quarter/semester, course name(s) and grade(s) for the term.
- A pre-approved tuition reimbursement application form must be on file with the Exempt Professional Development Program Office in order to receive reimbursement.
- A reimbursement check will be mailed directly to the applicant within 4-6 weeks of receipt of all required documentation.

Is my reimbursement taxable income?

Education reimbursements for career development may or may not be taxable depending upon current IRS regulations. Please consult with a tax advisor or the IRS publications for further information. The Internal Revenue Service (IRS) requires employers to report, as taxable income, tuition reimbursement benefits for graduate level courses per IRS Code (§6050S).

Application for Education Reimbursement

Employee Information

Employee Name: _____ Date of Hire: _____

Position: _____

Division/Entity: _____

Manager Name: _____

Date of Application: _____

Course or Work-related Class Information

Name of course(s): _____

Degree sought: _____

Institution (university, etc.) offering the course: _____

Location: _____

Course starting date: _____

Course ending date: _____

Hours the course is offered: _____

Please state your purpose for taking the course(s) and describe how the course will help to develop your career with Vantage

The following documents must be submitted along with this application in order to qualify for reimbursement:

- 1) Course description from the institution's catalog, bulletin, or web site
- 2) Fee schedule, which includes the cost of the course per credit hour, and the cost of other covered fees.

**Applications must be submitted to Human Resources no later than 30 days prior to the start of the course offering.

COMMUNICATION POLICIES

BUSINESS COMMUNICATIONS AND DOCUMENTATION

The chosen global language for business is English. English is required for internal communications, product documentation, code comments, email etc.

You may not use Vantage's name or influence in any way that indicates, or appears to indicate, any connection between the Company and your outside activities. Employees have no authority to bind the company to any agreement or contract. Vantage's General Counsel will serve exclusively as the signatory for all business-related materials and documents. No one else is permitted to enter into any agreements without expressed written authorization from a company officer, such as General Counsel or the CEO. Breach of this clause is grounds for disciplinary action, up to and including immediate termination from Vantage.

SOCIAL MEDIA POLICY

This policy provides guidance for Vantage employee use of social media, which should be broadly understood for purposes of this policy to include blogs, wikis, microblogs, message boards, chat rooms, electronic newsletters, online forums, social networking sites, and other sites and services that permit users to share information with others in a contemporaneous manner.

The following principles apply to professional use of social media on behalf of Vantage as well as personal use of social media when referencing Vantage.

- Employees need to know and adhere to the Vantage's policies as further described in the Employee Handbook when using social media in reference to Vantage.
- You are personally liable for the communication and content you publish on social media. Employees should be aware of the effect their actions may have on their images, as well as Vantage's image. The information that employees post or publish may be public information for a long time. Even if you use privacy tools (determining who can view your page or profile, for example), assume that everything you write, exchange, or receive on a social media site is public.
- When discussing Vantage or brand-related matters on the internet, you must identify yourself with your name, and when relevant, your role at Vantage. Only a few people at Vantage are considered to be an authorized spokesperson(s) for the Company and/or the brands, so if you are not one of them you must make it clear that you are speaking for yourself and not the Company (sample disclaimer below).
 - Ex. The postings on this site are my own and do not necessarily represent the position, strategy, or opinions of Vantage and its' brands
- Please always write in the first person and do not use your company email address for private/personal communications. Please consider that even anonymous postings on Wikipedia can be traced back to the company. Only approved

company spokespersons are permitted to use company email addresses when using social media on the Company's behalf.

- Never identify a customer or co-workers in an online posting without his or her written permission. Obey the law and ethics rules. Do not post any information or engage in any online activity that violates applicable local, state or federal laws, or professional rules of conduct.
- Identify all copyrighted or borrowed material with citations and links. When publishing direct or paraphrased quotes, thoughts or ideas, photos or videos, give credit to the original publisher or author.
- Employees should be aware that Vantage may observe content and information made available by employees through social media. Employees should use their best judgment in posting material that is neither inappropriate nor harmful to Vantage, its employees, or customers.
- Although not an exhaustive list, some specific examples of prohibited social media conduct include posting commentary, content, or images that are defamatory, profane, obscene, pornographic, proprietary, harassing, libelous, or that can create a hostile work environment.
- It is highly recommended that employees keep Vantage related social media accounts separate from personal accounts, if practical. You should not be "Friend Requesting" clients or potential clients on personal social media accounts where there is a chance for questionable content to be available. Such questionable content, while not exhaustive, may include political views, medical related information, unprofessional pictures, as well as some other non-exhaustive examples listed above. Due to the professional nature of LinkedIn, connecting with clients and potential clients through this social media site would be a better course of action and protect Vantage (as well as yourself) from unnecessary scrutiny.
- The Marketing Department must approve any social media that promotes the Company. No employee may incorporate the Company's logo or other intellectual property on social media without the Company's written permission.
- Employees are not to publish, post or release any information that is considered confidential or not public. If there are questions about what is considered confidential, employees should check with the Human Resources Department and/or your supervisor.
- Social media networks, blogs and other types of online content sometimes generate press and media attention or legal questions. Employees should refer these inquiries to an authorized Vantage spokesperson.
- If employees find/encounter a situation while using social media that threatens to become antagonistic, employees should disengage from the dialogue in a polite manner and seek the advice of a supervisor.
- Employees should get appropriate permission before you refer to or post images of current or former employees, members, vendors or suppliers. Additionally, employees should get appropriate permission to use a third party's copyrights, copyrighted material, trademarks, service marks or other intellectual property.
- Social media use shouldn't interfere with employee's responsibilities at Vantage. Vantage's computer systems are to be used for business purposes only. When

using Vantage’s computer systems, use of social media for business purposes is allowed (ex: Facebook, Twitter, Vantage blogs and LinkedIn), but personal use of social media networks or personal blogging of online content is discouraged and could result in disciplinary action.

- Subject to applicable law, after-hours online activity that violates the Vantage Handbook or any other company policy may subject an employee to disciplinary action or termination.
- If employees publish content after-hours that involves work or subjects associated with Vantage, a disclaimer should be used, such as this: “The postings on this site are my own and may not represent Vantage’s positions, strategies or opinions.”

TELEPHONE USE AND CONTACT INFORMATION

Telephones are a vital part of our business since much of our business is handled on the phone. Personal use of the telephone should be limited to emergencies and unusual circumstances. Also, personal calls should be brief. Personal long distance calls not billed to the employee may not be made. Personal cellular phone use in the building by anyone other than sales personnel is prohibited unless written approval is given by the employee’s manager. Such approval will only be granted under special circumstances and emergency situations.

COMPANY CELL PHONES

****Obligation to Respond During Business Hours**** For those employees carrying company cell phones, cell phones must be turned on and within reach of the employee during normal business hours. Employees with company cell phones are responsible for providing their supervisor with the latest details of the employee’s contact information. While traveling on company business, please refrain from using a cell phone while driving. If you need to take a call, please be sure to pull over somewhere safe to have the conversation.

TERMINATION OF EMPLOYMENT

We hope to retain good employees. However, employment at the Company is for no specified time, regardless of length of service. In the United States just as you are free to leave for any reason, we reserve the same right to end our relationship with you at any time, without or without notice, for any reason not prohibited by law. Internationally, where some statutory laws may override this policy, termination provisions are likely to be indicated in the employment agreement or offer letter and may be indicated in general for as a specific local addendum to this policy handbook.

When an employee wishes to resign because of illness or for personal reasons, the possibility of a leave of absence may be explored on a case-by-case basis.

UNACCEPTABLE JOB PERFORMANCE/DISCIPLINARY ACTION

The principle objective of any disciplinary action shall be to improve performance and efficiency of the employee. Any action by an employee which reflects discredit on the company, is a direct hindrance to the effective performance of any employee's job functions, or is considered insubordination, constitutes improper employee conduct and shall be considered cause for disciplinary action, including termination.

The company upholds and maintains a progressive disciplinary system which may include all or part of the following steps (not necessarily in the following order), unless otherwise covered by law:

- Oral warnings and reprimands
- Written notices
- Performance Improvement Plan (PIP)
- Reduction in pay
- Discharge

All full-time employees may appeal certain disciplinary actions. Please direct any questions you may have regarding disciplinary action and the appeals process to your supervisor or the Human Resources Director.

VOLUNTARY TERMINATION

When an employee has been absent for 3 consecutive days without approval or notification, it will be assumed that the employee has resigned without notice. The last day worked is the date of separation.

Failure to return from an approved leave of absence will also be considered as a voluntary resignation. The date of the expiration of the leave will be the separation date.

NOTICE OF RESIGNATION

Employees who voluntarily resign are expected to give written notice of resignation to their immediate supervisor. Generally, two weeks' notice is expected. Internationally, where some statutory laws may override this policy, termination provisions are likely to be indicated in the employment agreement or offer letter and may be indicated in general for as a specific local addendum to this policy handbook.

When an employee initiates a resignation for personal or other reasons (other than those situations by which the employee has legal authority to do so, e.g. under the Family Medical Leave Act), the separation is considered voluntary and final. An employee initiating or threatening to initiate a voluntary resignation shall be deemed to have voluntarily and immediately resigned and, such resignation shall be deemed immediately accepted in which case, standard procedures should be followed to terminate the employer/employee relationship in the complete discretion of Vantage. Vantage, in its' sole discretion, reserves the right to accept the advanced notice offered by the resigning

employee or reject the notice and proceed with the separation. In both cases, the employee will have resigned from his/her position with Vantage.

INVOLUNTARY RESIGNATION

Involuntary (Vantage-initiated) termination renders you ineligible for rehire at Vantage.

CAUSES FOR TERMINATION

All Vantage employees are ‘Employees-at-Will’ as that term is defined and understood under the law of the Commonwealth of Pennsylvania. Normally, as an employee-at-will, you may be terminated with or without cause within the discretion of Vantage. Causes for termination, in general, include any action, which threatens our ability to work together in a cooperative and efficient environment, which compromises our quality, service, or safety, or which violates confidentiality policies. *While not all inclusive*, the actions listed below shall be considered grounds for immediate disciplinary action, up to, and including, termination (but shall not preclude the ‘at-will’ employment relationship):

1. Unsatisfactory job performance
2. Failure to report and/or document your tasks, work schedule, allocation of time and resources, if required to do so
3. Insubordination
4. Absence without notice or adequate explanation, including failure to accurately report absences or work interruptions or properly request vacation time
5. Failure to report to work on time
6. Release of confidential information to unauthorized persons
7. Unauthorized use of Vantage property
8. Damage to or destruction of Company property or other employee’s property
9. Sleeping on the job
10. Theft of Vantage property or property of other employees. This includes unauthorized long-distance telephone calls not related to company business and misappropriation of office supplies or postage
11. Discourteous treatment to other employees or customers
12. Indecent conduct on company property, including use of threatening or abusive language
13. Jeopardizing the well-being of fellow employees, including failure to observe established safety rules
14. Fighting and other acts of violence on company property, or acts of violence directed toward fellow employees, even if off the premises
15. Possession of knives, firearms, or other weapons on company property
16. Use, sale or possession of illegal drugs while on company premises, or while representing Vantage to either vendors, suppliers or customers
17. Violation of the Company’s non-solicitation and non-distribution policy
18. Violation of the Company’s conflict of interest policy
19. Failure to follow proper personal hygiene
20. Violation of the Company’s Employment Agreement

21. Secondary Employment or Moonlighting
22. Any acts by the employee involving moral turpitude, dishonesty, theft, or unethical business conduct, or conduct that impairs or injures the reputation of, or harms, the Company
23. Sales performance that falls below levels set in an offer letter is considered a breach, and is grounds for immediate termination
24. Lack of consistent and timely reporting (Amped, attendance, Blue Sheets, etc.)
25. Inaccurate reporting (time sheets, expense reports, etc.)
26. Unauthorized signing of any business-related materials or documents
27. Other grounds as deemed necessary from time to time

EXIT INTERVIEWS

Exit interviews are conducted upon termination of employment. The Human Resources Director shall schedule an appointment with the employee separating from employment typically on the final date of employment. The employee's attendance is preferred, but optional. You may openly address any concerns you have regarding any aspect of employment.

Employees are required to *immediately* turn over any company-issued items ONLY to the Human Resources Director or director's designee upon termination, separation or resignation along with any company-owned materials that the company may consider to be confidential and proprietary.

If an employee does not return all materials or property (computer, cell phone, files, etc), Vantage shall have the right to withhold payments from that employee equal to the actual value (or the potential value) of the outstanding property.