

1.0 - Employee Conduct

1.1 - Customer Relations

Employees are expected to be polite, courteous, prompt, and attentive to every customer. When an employee encounters an uncomfortable situation that he or she does not feel capable of handling, the employee's manager or another manager of the Company should be called immediately to assist with the situation.

Dvinci is a service business and each employee must remember that the customer always comes first. Remember, while the customer is not always right, the customer is never wrong. Customers are to be treated courteously and given proper attention at all times. Employees must never regard a customer's question or concern as an interruption or an annoyance. Often, answers often cannot be rushed but customers should be kept in the loop as to how long it may be, and then the business must stick to that time frame. Employees must respond to inquiries from customers, whether in person, email or by telephone, promptly and professionally. Ideally, emails should be answered on the same day they are sent, or if not, then by the end of the next business day.

Employees should never place a telephone caller on hold for an extended period and should direct incoming calls to the appropriate person and make sure the call is received within the hour. Employees should show a desire and willingness to assist the customer in obtaining the help he or she needs.

All correspondence and documents, whether to customers or others, must be neatly prepared and error-free. Attention to accuracy and detail in all paperwork demonstrates the employee's commitment to those with whom we do business. If a concern arises or if a customer is dissatisfied, a manager should be called immediately.

1.2 - Punctuality and Attendance

Employees are expected to be punctual and regular in attendance. Any tardiness or absence causes problems for fellow employees and management. When employees are absent, assigned work must be performed by others. Employees are expected to report to work as scheduled, on time, and prepared to start work. Employees also are expected to remain at work for their entire work schedule, except for meal or rest periods or when required to leave on authorized Company business. Late arrival, early departure, or other unanticipated and unapproved absences from scheduled hours are disruptive and must be avoided.

If an employee is unable to report for work on any particular day, the employee must under all but the most extenuating circumstances call his/her manager at least one (1) hour before the time the employee is scheduled to begin working for that day. If employees are unable to contact their manager by phone they must send an e-mail notifying him/her of the lateness or absence. If the employee calls less than one hour before their scheduled time to begin work and does not arrive in time for the assigned shift, the employee will be considered tardy for that day. In all cases of absence or tardiness, employees must provide their

manager with a reason or explanation. Employees also must inform their manager of the expected duration of any absence. Excessive absenteeism or tardiness and/or patterns of absences/tardiness, whether excused or not, will not be tolerated, unless required by applicable law. If the employee fails to report for work without any notification to his/her manager and the absence continues for a period of three (3) work days (including Company Holidays), Dvinci will consider that the employee has abandoned his/her employment.

1.3 - Prohibited Conduct

The following conduct is prohibited and will not be tolerated by Dvinci. This list of prohibited conduct is illustrative only; other types of conduct that threaten security, personal safety, employee welfare and Dvinci operations may also be prohibited.

- A. Falsifying employment records, employment information, or other Dvinci records;
- B. Recording the work time of another employee or allowing any other employee to record your work time, or falsifying any time card, either your own or another employee's;
- C. Theft and deliberate or careless damage or destruction of any Dvinci property, or the property of any employee or customer;
- D. Removing or borrowing Dvinci property without prior authorization;
- E. Unauthorized use of Dvinci equipment, time, materials, or facilities;
- F. Provoking a fight or fighting during working hours or on Dvinci property;
- G. Carrying firearms or any other dangerous weapons on Dvinci premises at any time (this does not include tools used on the job including pocket knives and other items);
- H. Engaging in criminal conduct whether or not related to job performance;
- I. Causing, creating, or participating in a disruption of any kind during working hours on Dvinci property;
- J. Insubordination, including but not limited to failure or refusal to obey the lawful orders or instructions of management, or the use of abusive or threatening language toward management, customers, vendors, other employees, or management;
- K. Using abusive language at any time on Dvinci premises;
- L. Failing to notify management when unable to report to work;
- M. Unreported absence of three (3) consecutive scheduled workdays;

- N. Failing to obtain permission to leave work for any reason during normal working hours (applicable to non-exempt employees);
- O. Failing to provide a physician's certificate when requested or required to do so;
- P. Sleeping or malingering on the job;
- Q. Making or accepting excessive personal telephone calls, including cell phone calls and texting, of more than three minutes in duration during working hours, except in cases of emergency;
- R. Excessive accessing and/or surfing the internet for personal use during Company time;
- S. Working overtime without authorization or refusing to work assigned overtime;
- T. Wearing disturbing, unprofessional or inappropriate styles of dress or hair while working;
- U. Violating any safety, health, security or Dvinci policy, rule, or procedure;
- V. Falsifying documents, committing a fraudulent act or a breach of trust under any circumstances; and
- W. Committing or involvement in any act of harassment of another individual in violation of Company policy.
- X. Using drugs or alcohol while representing Dvinci and/or in the workplace.

This statement of prohibited conduct does not alter Dvinci's policy of at-will employment. Employees of Dvinci remain free to terminate the employment relationship at any time, with or without reason or advance notice.

1.4 - Pets in the Workplace

It is the Company's policy to support and promote a professional, safe and comfortable environment for our employees. With this in mind, pets are not allowed in the workplace at any time. Exceptions to this policy are service animals and those necessitated through an accommodation process for individuals with covered disabilities. Questions and requests should be directed to the Talent department.

1.5 - Off-Duty Conduct

While Dvinci does not seek to interfere with the off-duty and personal conduct of its employees, certain types of off-duty conduct may interfere with the Dvinci's legitimate business interests. For this reason, employees are expected to conduct their personal affairs in a manner that does not adversely affect Dvinci's or their own integrity, reputation or credibility. Illegal or immoral off-duty conduct by an employee that adversely affects Dvinci's legitimate business interests or the employee's ability to perform his or her job will not be tolerated. Employees should support the reputation of the company especially when operating branded vehicles and wearing Dvinci clothing.

1.6 - Conducting Personal Business and Outside Employment

Employees are to conduct only Dvinci business while at work. Employees may not conduct personal business or business for another employer during their scheduled working hours.

While employed by Dvinci, employees are expected to devote their energies to their job. The following types of employment elsewhere are strictly prohibited:

- A. Additional employment that conflicts with an employee's work schedule, duties, and responsibilities at Dvinci;
- B. Additional employment that creates a conflict of interest or is incompatible with the employee's position with Dvinci;
- C. Additional employment that impairs or has a detrimental effect on the employee's work performance with Dvinci;
- D. Additional employment that requires the employee to conduct work or related activities on Dvinci property during the employee's working hours or using Company facilities and/or equipment; and
- E. Additional employment that directly or indirectly competes with the business or the interests of Dvinci.

Employees who wish to engage in additional employment that may create a real or apparent conflict of interest must submit a written request to the Talent department explaining the details of the additional employment. If the additional employment is authorized, Dvinci assumes no responsibility for it. Dvinci shall not provide workers' compensation coverage or any other benefit for injuries occurring from or arising out of additional employment. Authorization to engage in additional employment can be revoked at any time.

1.7 - Relatives and Intimate Relationships at Work

The Company will not take any adverse employment action against any employee for engaging in relationships either familial or otherwise during non-working hours away from Company's premises. However, the Company will consider such relationships when they affect your job performance, occur during working time, or on Company premises.

A familial or intimate relationship among employees can create an actual, or at least potential or perceived, conflict of interest in the employment setting, especially where one relative, spouse, partner, etc. supervises another relative, spouse, partner, etc. To avoid this problem, the Company may refuse to hire or place a relative or other intimately associated individual in a position where the potential for favoritism or conflict exists.

In other cases where a conflict or the potential for conflict arises, even if there is no supervisory relationship involved, the parties may be separated by reassignment or terminated from employment, at the discretion of the Company.

If two employees marry, become related, or enter into an intimate relationship, they may not remain in a reporting relationship, or in positions where one individual may affect the compensation or other terms or conditions of employment, of the other individual, without the express consent of the Company. The Company will attempt to identify other available positions, and the employees will have 30 days to decide which individual will remain in his/her current position. If no alternate position is available, the employees will have to decide which employee will remain with the Company. If this decision is not made in the time allowed, the Company will make the decision.

For the purposes of this policy, a relative is any person who is related by blood or marriage, or whose relationship with the employee is similar to that of persons who are related by blood or marriage.

1.8 - Friends and Family in the Workplace

Other than the occasional and brief visit or for specific designated Company related events, the presence of people who are not Dvinci employees and who are not in the office on company business during the workday is inappropriate and is to be avoided except in emergency situations. This includes children, friends, and family of Dvinci employees. This policy is established to avoid disruptions in job duties of the employee and co-workers, reduce property liability, and help maintain the company's professional work environment.

If bringing a child to work with the employee is unavoidable, the employee must contact his/her supervisor as soon as possible to discuss the situation and obtain permission to have the child accompany the employee while working. Factors the supervisors will consider are the age of the child, how long the child needs to be present, the work environment in the employee's area, and any possible disruption to the employee's and co-workers' work. A child brought to the workplace in unavoidable situations will be the responsibility of the employee parent and must be accompanied and be under the direct supervision of the employee parent at all times.

1.1 - News Media Communication

Employees may be approached for interviews or comments by the news media. Only official Dvinci spokespersons, designated by the CEO, are authorized to comment to news reporters on Dvinci policy or events relevant to Dvinci on behalf of the Company. If employees are approached or contacted by any member of the media, employees should notify them that they are not authorized to speak on behalf of Dvinci and employees should immediately contact their managers.

1.10 - Social Media

The Company understands that most employees use social media in their personal time, but employees must understand that using social media in the workplace or in a way related to Dvinci requires additional thought and responsibility. The Company neither encourages nor discourages its employees to use social media; however, if employees do use social media, they must follow the requirements in this policy.

For purposes of this policy, “Social Media” are any type of internet-based media created through social or group interaction, where individuals primarily produce – rather than consume – the content. Examples of Social Media include: social and professional networking websites (Facebook, MySpace, LinkedIn), blogs (Twitter, industry blogs), video and image sharing websites (YouTube, Flickr, Pinterest), location-sharing websites (foursquare), consumer review websites (Yelp), virtual worlds (Second Life), and social bookmarking websites (Reddit). The lack of reference to a specific Social Media website in this policy does not limit the extent or application of this policy.

This policy applies to all employees of the Company during both working and non-working hours, and regardless of whether the employee is using the Company’s or the employees’ computers, network, internet access, equipment, or technology. Employees must understand that the Company’s other employee relations policies – including non-harassment, equal employment opportunity, open door communication, company property, employee conduct, security/workplace violence, confidentiality, and separation policies – apply to online conduct, including use of Social Media.

Keep in mind that any of your online conduct that violates Company policy, adversely affects your or your fellow employees’ job performance, adversely affects the reputation or brand of the Company’s customers, vendors, affiliates, or business partners, or adversely affects the Company’s legitimate business interests may result in disciplinary action, up to and including termination. The Company will, in its discretion, review public Social Media content relating to its name, brand, and employees to the fullest extent permitted by applicable law.

That being said, nothing in this Social Media policy is intended to prohibit employees from complying with or exercising their rights under any applicable federal state, or local law, or from communicating about wages, hours, or other terms and conditions of their or their co-workers’ employment. If you have any questions about this policy or its applicability, please contact socialmedia@Dvinci.com.

Employees who choose to use Social Media must adhere to the following guidelines:

- A. Do not contribute or disclose any content or information about or related to the Company, its employees, customers, subsidiaries, vendors, affiliates or business partners *that you know or suspect to be false*. Do not defame the Company’s customers, vendors, affiliates, or business partners.
- B. Employees should not disclose trade secret, confidential, or sensitive information, as defined in the At-Will Employment, Confidential Information, Invention Assignment, and Arbitration Agreement (“Confidentiality Agreement”) each employee enters into with the Company.
- C. Employees may not contribute content that could be considered an endorsement of the Company’s goods or services without prior authorization from socialmedia@Dvinci.co. If you do contribute content that could be considered an endorsement of the Company’s goods or services, you must disclose your employment relationship with the Company.
- D. Employees may not contribute content in the name of the Company, on behalf of the Company, or in a manner that could reasonably be attributed to the Company without prior written

authorization from socialmedia@Dvinci.co. Employees should be aware that their images, posts, or comments in Social Media may be viewed as reflecting the Company's values or views.

- E. In compliance with the Confidentiality Agreement and financial disclosure and securities laws, employees should never comment on any of the following, until it is formally announced or shared with the public by Dvinci: confidential or non-public information related to legal matters, financials, or customers, competitors and their capabilities as business partners.
- F. Do not engage in behavior or contribute content that could be considered an act or threat of violence, bullying, or unlawful discrimination or harassment.
- G. Do not intentionally or negligently contribute content that could damage the reputation or brand of the Company or interfere with the Company's business relationships with its customers, subsidiaries, vendors, affiliates, or business partners.
- H. As set forth in the Confidentiality Agreement, employees should not talk about confidential products, revenue projections, future product launch details or disclose confidential Company topics, customer wins, our relationship to customers, partners or any other confidential internal Dvinci information.
- I. Employees should not use company logos and trademarks for commercial gain.
- J. Employees must respect the copyright and other intellectual property rights of third parties.
- K. Contributing to Social Media should not interfere with work commitments, productivity, or performance.
- L. Do not use your Company email address to register for Social Media. If you indicate that you are an employee of the Company on any Social Media, you must include a disclaimer indicating that the content you contribute is your own, and does not represent the opinion of the Company.
- M. Employees should not use Company-sponsored Social Media to solicit for or promote personal business, outside business ventures, charities, political campaigns, or religious groups. Use of Company-sponsored Social Media to solicit for or promote Company-approved activities requires the prior written approval of the Senior Vice President of Talent.
- N. Employees should not respond to false information about Dvinci found online or in Social Media. When employees see misrepresentations or false statements about Dvinci by bloggers, the media, or an individual, they should not reply. The Company understands that the first inclination might be to respond or provide a comment on behalf of Dvinci but employees should refrain from doing this. If employees come across such information, they should reach out to socialmedia@Dvinci.co and an official spokesperson will work on drafting a response if appropriate.
- O. Company management, supervisors, or Talent representatives may not request access to the user names, passwords, or profile page of employees' personal Social Media, unless it is necessary for an internal investigation into employee misconduct.
- P. Managers should not initiate access to the personal Social Media page of a subordinate — e.g., by sending a "friend" request — unless invited to do so by the subordinate. A subordinate may feel free to "friend" a manager, but is under no obligation to do so. Any employee may reject, without fear of retaliation, any friend request from any other employee that, if accepted, would permit access to personal Social Media.

- Q. Requests for employment references or recommendations through Social Media, such as LinkedIn, should be referred to the Company's Talent Department.

1.11 - Dress Code Standards

Because each employee is a representative of Dvinci in the eyes of the public, each employee must report to work properly groomed and wearing appropriate clothing. Employees are expected to dress neatly and in a manner consistent with the nature of the work performed. Employees who report to work inappropriately dressed may be asked to leave the workplace and return in acceptable attire.

High standards of personal hygiene are to be maintained at all times, including clean hands and nails. Practice good hygiene when using our restrooms. Hair is to be clean and neatly groomed at all times. Hair must be worn in such a manner so as not to require continued brushing and avoid obstruction. Visible body art/tattoo content must not be offensive or vulgar. Piercings that create a safety hazard are not permitted.

In addition, employees working in the field operations are required to wear safety equipment and safe clothing as part of the operation attire. Acceptable business attire for office and sales employees must be worn at all times. Perfumes, cologne or after shave, if worn, must be subtle in aroma and application. Dvinci has a business casual dress code, but employees are still expected to report to work properly dressed and groomed. The Company offices maintain a professional work environment and wearing ripped or torn clothing, T-shirts with inappropriate logos or slogans, spaghetti strap dresses/blouses or halter tops is not acceptable.

Managers may issue more specific guidelines concerning any exceptions to this policy.

1.12 - Confidentiality

Each employee is responsible for safeguarding confidential information obtained during employment. While at work, employees may have access to confidential information regarding Dvinci, its suppliers, its customers, or perhaps even fellow employees. Employees have a responsibility not to reveal or divulge any such information. Access to confidential information should be on a "need-to-know" basis and must be authorized by management. Any breach of this policy will not be tolerated and legal action may be taken by Dvinci.

1.13 - Business Conduct and Ethics

Obedying the law, both in letter and in spirit, is the foundation on which this Company's ethical standards are built. All employees must respect and obey the laws of the cities, states and countries in which we operate. Although not all employees are expected to know the details of these laws, it is important to know enough to determine when to seek advice from supervisors, managers or other appropriate personnel.

Dvinci's Code of Business Conduct and Ethics sets out basic principles to guide all employees of the Company Policies. A separate Code of Business Conduct and Ethics applies to the Company's CEO, COO, and all senior financial officers. All employees must conduct themselves accordingly and seek to avoid even the appearance of improper behavior. If a law conflicts with a policy in the Code, you must comply with the law. If you have any questions about these conflicts, you should ask your supervisor how to handle the situation.

Those who violate the standards in this Code will be subject to disciplinary action, up to and including termination of employment. If you are in a situation which you believe may violate or lead to a violation of this Code, follow the guidelines described in Section 14 of the Code.

- A. **Conflicts of Interest.** All employees must avoid conflicts of interest. A "conflict of interest" exists when a person's private interest interferes in any way with the interests of the Company. A conflict situation can arise when an employee, officer or director takes actions or has interests that may make it difficult to perform his or her Company work objectively and effectively. Conflicts of interest may also arise when an employee, officer or director, or members of his or her family, receives improper personal benefits as a result of his or her position in the Company. Loans to, or guarantees of obligations of, employees and their family members may create conflicts of interest.
- B. **Insider Trading.** Employees who have access to confidential information are not permitted to use or share that information for stock trading purposes or for any other purpose except the conduct of our business. All non-public information about the Company should be considered confidential information. To use non-public information for personal financial benefit or to "tip" others who might make an investment decision on the basis of this information is not only unethical but also illegal.
- C. **Corporate Opportunities.** Employees, officers and directors are prohibited from taking for themselves personal opportunities that are discovered through the use of corporate property, information or position without the consent of the Board of Directors. No employee may use corporate property, information, or position for improper personal gain, and no employee may compete with the Company directly or indirectly. Employees, officers and directors owe a duty to the Company to advance its legitimate interests when the opportunity to do so arises.
- D. **Competition and Fair Dealing.** We seek to outperform our competition fairly and honestly. Stealing proprietary information, possessing trade secret information that was obtained without the owner's consent, or inducing such disclosures by past or present employees of other companies is prohibited. Each employee should endeavor to respect the rights of and deal fairly with the Company's customers, suppliers, competitors and employees. No employee should take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or any other intentional unfair practice.
- E. **Business Entertainment.** The purpose of business entertainment and gifts in a commercial setting is to create good will and sound working relationships, not to gain unfair advantage with customers. No gift or entertainment should ever be offered, given, provided or accepted by any Company employee, family member of an employee or agent unless it: (1) is not a cash gift, (2) is consistent with customary business practices, (3) is not excessive in value, (4) cannot be

construed as a bribe or payoff and (5) does not violate any laws or regulations. Please discuss with your supervisor any gifts or proposed gifts which you are not certain are appropriate.

- F. **Record-Keeping.** The Company requires honest and accurate recording and reporting of information to make responsible business decisions.
- G. **Confidentiality.** Employees must maintain the confidentiality of confidential information entrusted to them by the Company or its customers, except when disclosure is authorized by the Legal Department or required by laws or regulations.
- H. **Protection and Proper Use of Company Assets.** All employees should endeavor to protect the Company's assets and ensure their efficient use. Any suspected incident of fraud or theft should be immediately reported for investigation. Company equipment should not be used for non-Company business, though incidental personal use may be permitted.
- I. **Proprietary Information.** The obligation of employees to protect the Company's assets includes its proprietary information. Proprietary information includes intellectual property such as trade secrets, patents, trademarks, and copyrights, as well as business, marketing and service plans, engineering and manufacturing ideas, designs, databases, records, salary information and any unpublished financial data and reports. Unauthorized use or distribution of this information would violate Company policy. It could also be illegal and result in civil or even criminal penalties.
- J. **Payments to Government Personnel.** The U.S. Foreign Corrupt Practices Act prohibits giving anything of value, directly or indirectly, to officials of foreign governments or foreign political candidates in order to obtain or retain business. It is strictly prohibited to make illegal payments to government officials of any country.
- K. **Business Gratuities.** In addition, the U.S. government has a number of laws and regulations regarding business gratuities which may be accepted by U.S. government personnel. The promise, offer or delivery to an official or employee of the U.S. government of a gift, favor or other gratuity in violation of these rules would not only violate Company policy but could also be a criminal offense. State and local governments, as well as foreign governments, may have similar rules. The Legal Department can provide guidance to you in this area.
- L. **Reporting any Illegal or Unethical Behavior.** Employees are encouraged to talk to supervisors, managers or other appropriate personnel about observed illegal or unethical behavior and when in doubt about the best course of action in a particular situation. It is the policy of the Company not to allow retaliation for reports of misconduct by others made in good faith by employees. Employees are expected to cooperate in internal investigations of misconduct.

Employees must read the Company's Complaint Procedures for Accounting and Auditing Matters, which describes the Company's procedures for the receipt, retention, and treatment of complaints received by the Company regarding accounting, internal accounting controls, or auditing matters. Any employee may submit a good faith concern regarding questionable accounting or auditing matters without fear of dismissal or retaliation of any kind.

1.14 - Dvinci Values Committee (DVC)

The DVC provides a mechanism to review and resolve a dispute or disagreement between Dvinci Executive Management and Dvinci Regional Management where one party is of the opinion that an issue or behavior is significantly detrimental to Dvinci and its brand.

1.14.2 Convening the Dvinci Values Committee

- A. If an issue or behavior is believed to be significantly detrimental to Dvinci by one party (the Dvinci Executive Management or the Dvinci Regional Management Team), then either party can request to the Vice President (VP) of Talent that the issue or behavior be reviewed by the DVC.
- B. The DVC will convene if the VP of Talent approves the request.

1.14.3 The Makeup of the Dvinci Values Committee

- A. The DVC will be selected by the VP of Talent.
- B. The DVC will consist of the following five members of the Dvinci community:
 - 1. The VP of Talent (permanent member and Chairman of the DVC)
 - 2. General Counsel, Compliance, Legal (permanent member)
 - 3. Chief Administrative Officer (permanent member)
 - 4. A RSM located within the same Region as the Dvinci employee who's issue or behavior is in question, but who is not in same reporting structure as that employee (selected for a specific case)
 - 5. A peer, having the same job title or equivalent, of the Dvinci employee who's issue or behavior is in question (selected for a specific case)
- C. The DVC will convene via conference call or Zoom.

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14.4 The Dvinci Values Committee Process

- A. An initial investigation will be conducted by a member of the Talent Department or the Legal Department depending on the issue.
- B. The results of the investigation will be presented in writing to the DVC prior to their meeting.
- C. 4 out of 5 members of the DVC must agree on a Course of Action.
- D. If 4 out of 5 members of the EC cannot reach a consensus on the Course of Action, the Chairman will make the final decision.

The DVC will decide on a Course of Action that is in accordance with all Labor and Employment laws. All decisions will be reviewed by a senior member of our Legal Team

B. Some Recommended Courses of Action:

- 1. Approval of issues/behaviors which are in agreement with current Dvinci company policies.
 - 2. Clarification of existing Dvinci company policies.
 - 3. Creation of new Dvinci company policies.
 - 4. Written warning(s) to the employee(s) in question.
 - 5. Suspension without pay for the employee(s) in question.
 - 6. Demotion of the employee(s) in question.
 - 7. Separation with the employee(s) in question.
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- A. If one party would like to appeal the Course of Action that was determined by the DVC, then that party must escalate the issue/behavior in question and the reason for the appeal to the VP of Talent.
 - B. The VP of Talent can dismiss the appeal or can convene a Founders Committee consisting of the CEO, CBDO, and the EVP of Legal.
 - C. The Course of Action as determined by a majority decision by the Founders Committee is final.

1.15 - Substance Abuse and Testing Policy

Revised November 2018

Dvinci, and its subsidiaries and affiliates (“the Company”), values its employees and customers and desires a safe, productive and healthy workplace. Drug and/or alcohol abuse adversely affect productivity, work quality and dependability, as well as pose a significant threat to the safety, security and welfare of the

Company, its employees, customers, vendors and the general public. Such abuse can also affect an employee’s opportunity for advancement and successful employment. Accordingly, the Company has established and administers this Substance Abuse and Testing Policy (“Policy”) to maintain a workplace free from the abuse of drugs and alcohol.

All Applicants. This Policy covers applicants for safety-sensitive positions insofar as applicants, after a conditional offer of employment has been made, are required to submit to and receive a negative test result on a pre-employment test as a condition to employment. “Applicants” subject to this Policy include contract or temporary workers or independent contractors seeking to perform services for the Company. Applicants, however, are not entitled to participate in any employment term available only to employees (e.g., any Employee Assistance or Rehabilitation Program).

All Employees. This Policy covers all employees. Employees must comply with this Policy as a condition of employment and continued employment.

This Policy is effective January 1st 2019

Pursuant to the Americans with Disabilities Act and similar state law requirements, the Company does not discriminate against applicants or employees who are qualified individuals with a disability who are not current illegal drug users and who do not otherwise violate this Policy, including individuals who are no longer engaging in such use and: (1) have successfully completed or who are currently participating in a supervised rehabilitation program; or (2) have otherwise been rehabilitated successfully. At all times the Company honors reasonable accommodation obligations under disability discrimination laws.

The Company operates in numerous states/jurisdictions, including Arizona, California (including San Francisco), Colorado, Connecticut, Delaware, Hawaii, Maryland, Massachusetts, Nevada, New Jersey, New York, Oregon, Pennsylvania, Texas, Washington and Washington D.C. Specific provisions of this Policy and state/local law requirements or legislation that apply to applicants to and employees of Company operations in certain states/locations are addressed in state/local law provisions for their location set forth in the Appendix to this Policy. Where a provision of this Policy and the Appendix to this Policy conflict, the provisions of the Appendix will control.

The Company reserves the right to inspect Company owned or leased vehicles and premises (including owned/leased parking lots) and property (e.g., offices, desks, lockers and other repositories). Where

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reasonable suspicion exists to believe an employee has used, possessed, consumed, transferred, transported, distributed, manufactured, sold, purchased or dispensed illegal drugs on Company premises, in Company vehicles or during working time, the Company will notify and cooperate with an appropriate law enforcement agency in any related investigation (e.g., permitting drug detection/sniffing dogs on company property). This Policy extinguishes and eliminates any continuing expectation of privacy as to the ability to conduct an inspection where reasonable suspicion exists to believe that there has been a Policy violation. Where reasonably practical as determined by the Company, inspections will be conducted in the presence of the employee implicated in the potential Policy violation. The Company will comply with all applicable state laws where reasonable suspicion is required in order to conduct inspections.

Drug means a controlled substance, as defined in Schedules I through V of Section 202 of the Controlled Substances Act (CSA), 21 U.S.C. § 812 the CSA's implementing regulations found at 21 C.F.R. Part 1308 and comparable state laws and regulations. "Drug" includes but is not limited to cocaine, opiates, marijuana, amphetamines and phencyclidine (PCP).

Illegal drugs means all drugs the use or possession of which is illegal under federal, state, or local law, including medical, recreational or synthetic marijuana as well as prescription medication which is used in a manner inconsistent with the prescription or for which the individual does not have a valid prescription.

Note: the Company reserves the right to take adverse action based on marijuana use or possession to the fullest extent permitted by law, whether or not marijuana has been medically prescribed.

Under the influence of alcohol means: (1) the presence of alcohol in the individual's system which equals or exceeds an alcohol concentration of 0.02; or (2) behavior, appearance, speech, or bodily odors that lead a supervisor to reasonably suspect that the employee is impaired by alcohol during working time or on Company premises.

Under the influence of drugs means: (1) the presence of any detectable amount of a drug or its metabolites demonstrated by a verified confirmed positive drug test result, or (2) behavior, appearance, speech, or bodily odors that lead a supervisor to reasonably suspect that the employee is impaired by drugs.

During working time means time during which an employee is being paid to work for or represent the Company or an employee is in fact representing the Company's interests. The term includes all paid break and meal periods.

Safety-sensitive position means field operations or customer facing positions, including any supervisory position, in which impairment caused by drug or alcohol use or even a momentary lapse of attention could threaten the health or safety of any person, e.g.:

- Operating a company owned, leased or rented vehicle or using a personal vehicle for company business.
- Warehouse operation such as inventory management, forklift operations, cleanup and prep for installations.

The Company reserves the right, subject to applicable law, to:

- (1) test specimens for the presence of drugs and/or alcohol (specimens may include urine, saliva, breath, sweat, blood, hair and/or other body component samples, as well as breath);
- (2) conduct on-site collections and testing (also known as “field” or point-of-collection testing);
- (3) use test results conducted by third parties including, but not limited to, law enforcement agencies and hospitals, as the basis for determining whether an employee has committed misconduct.

The Company will pay all testing costs, with the exception of any permitted confirmatory re-tests, the costs of which, unless restricted by law, the donor requesting the re-test must pay.

Testing circumstances include, but are not limited to, the following:

Pre-Employment

The Company conditions employment offers extended to job applicants for safety-sensitive positions on an applicant’s voluntary consent to taking a drug test and a negative test result. If an applicant does not have a negative test result or refuses to undergo testing, the employment offer will be withdrawn. Further, applicants who have a non-negative result or who refuse to submit to testing may not re-apply for one year after receipt of the confirmed positive test result by the Company.

Post-Accident or “Post-Incident” (Safety Sensitive Positions)

Dvinci has a duty to maintain a safe work environment. As part of that duty and in order to investigate work-related accidents, employees whose acts appear to have caused or contributed to a serious accident or incident may be required to submit to post-accident or post-incident testing as part of the investigation of the accident. Serious accidents or incidents include those that have caused an injury severe enough to warrant medical attention or first aid of any kind, or have caused any property damage. Only those workers whose actions may have caused or contributed to the accident will be tested.

Employees asked to take a post-accident or post-incident test will be transported to the collection site for testing and then transported home pending receipt of test results. Employees will be placed on administrative leave without pay pending the results of the test. If the test results are negative, the employee will be compensated for any wages lost due to the leave, unless the suspension without pay is justified under another company policy.

Employees are expected to make themselves available for post-accident or post-incident testing. If circumstances require an employee to leave an accident scene, the employee must make a good faith effort to, when possible, notify the Company of his/her location and, in consultation with the Company’s Incident Manager, Talent or the Safety Department, submit to post-accident or post-incident testing. Any employee who fails to report any work-related accident is in violation of this Policy and is subject to disciplinary action, up to and including termination of employment. Under certain state laws, employees

refusing to test or testing positive may be ineligible for workers' compensation and/or unemployment compensation benefits.

Reasonable Suspicion

Employees will be asked to submit to a drug and/or alcohol test if reasonable suspicion exists by a Director indicating that the employee is under the influence of drugs or alcohol or has violated this Policy. Reasonable suspicion means a basis for forming a belief based on specific facts and rational inferences drawn from those facts.

Employees asked to take a reasonable suspicion drug and/or alcohol test will be transported to the collection site for testing and then transported home pending receipt of test results. Employees will be placed on administrative leave without pay pending the results of the test. If the test results are negative, the employee will be compensated for any wages lost due to the leave, unless a suspension without pay is justified under another Company policy.

Return-to-Duty

Employees who have tested positive and or have violated this Policy whom the Company chooses to retain must submit to a return-to-duty drug and/or alcohol test the result of which must be negative before an employee will be permitted to return to duty, except where prohibited by applicable law.

Follow-Up

An employee who has been removed from his/her job duties on the basis of a violation of this Policy and whom the Company chooses to retain may be subject to follow-up drug and/or alcohol testing under this Policy to determine whether he or she is under the influence of alcohol or drugs. Follow-up testing may continue up to twelve (12) months from the return-to-work date, except where prohibited by applicable law.

1.15.1 Collection/Testing Procedures

Collection and Chain-of-Custody.

Persons being drug tested will be asked to provide a sample by the collection site person. The initial collection site may be a clinic or other medical facility or, subject to applicable law, the field (on-site). Procedures for the collection of specimens will allow for individual privacy and specimen collection will not be observed. Specimens will be subject to validation procedures as appropriate. In the event the results of an oral saliva/swab based field test result is non-negative or inclusive, a urine sample will be collected at a clinic or other medical facility. All urine drug test samples will be forwarded to a certified laboratory for testing.

Testing Methods.

All urine drug test samples will be screened using an immunoassay technique and all presumptive positive drug tests will be confirmed using gas chromatography/mass spectrometry (GC/MS). Breath and/or saliva tests may be used to detect the presence of alcohol. Alcohol tests will typically be conducted and, if positive, confirmed immediately at the collection site. An alcohol test will be considered positive if it shows an alcohol concentration that equals or exceeds 0.02. Tests will seek only information about the presence of drugs and alcohol in an individual's specimen, and will not test for any medical condition.

Notification.

Any individual who has a confirmed positive test result for drugs will be contacted by a MRO before the result is reported, and given an opportunity to provide any reasons he or she may have that he/she believes would explain the positive drug test. If the individual provides an explanation indicating that the positive drug-test result is due to factors other than the consumption of illegal drugs and that explanation is acceptable to the MRO, the MRO will order the positive test result to be disregarded and will report the test as negative to the Company. Otherwise, the MRO will verify the test as positive and report the result.

Individuals also will be provided with a copy of their own positive or non-negative test results. An individual who tests positive for drugs may request, within three days of being notified of the positive result, that his or her sample be sent to an independent certified laboratory for a second confirmatory test, at his or her own expense, although the Company may suspend, transfer, or take other appropriate action pending the results of any such re-test.

1.15.10 Post – Collection/Testing Procedural Requirements

Explaining Positive Test Results.

Applicants and employees will be given an opportunity to discuss a positive drug test result with the Company's Medical Review Officer before the result is reported to the Company as a verified confirmed positive test result.

Copies of Positive Test Results.

Upon request, the Company will provide applicants and employees with copies of positive test results.

Confirmatory Retests.

Applicants and employees with verified confirmed positive drug test results may, at their expense and within two (2) days of notice of the result, request a confirmatory re-test of the original split-sample specimen within seven (7) days of notice of the results by contacting the Senior Director of Safety.

Employees are strictly prohibited from engaging in the conduct listed below.

1. With respect to drugs, employees violate this Policy by engaging in the following conduct, whether or not during work time or on Company premises or property, except as otherwise noted:
 - a) bringing and/or storing (including in a desk, locker, automobile, or other repository) illegal drugs or drug paraphernalia on the Company's premises or property, including Company-owned or leased vehicles, in vehicles used for Company purposes or a customer's premises;
 - b) having possession of illegal drugs, per this Policy, being under the influence of illegal drugs, or testing positive on a test administered under or recognized by this Policy, for drugs;
 - c) using, consuming, cultivating, transferring, transporting, distributing, manufacturing, selling, purchasing or dispensing illegal drugs;
 - d) abuse of prescription drugs which includes exceeding the recommended prescribed dosage or using others' prescribed medications;
 - e) switching, tampering with or adulterating any specimen or sample collected under this Policy, or attempting to do so;
 - f) refusing to cooperate with the terms of this Policy which includes submitting to questioning, drug testing, medical or physical tests or examinations if requested; a refusal to test includes conduct obstructing testing such as failure to sign necessary paperwork, failing to report to the collector and/or collection site at the appointed time and failing to be reasonably available for a post-accident or post-incident test;
 - g) failure to advise a supervisor or manager of the use of a prescription or over-the-counter drug which may alter the employee's ability to perform the essential functions of his or her job where such use would create a significant risk to the health or safety of others that cannot be eliminated by reasonable accommodation;
 - h) failure of employees to notify a supervisor before going to work if he or she believes that he or she is under the influence of drugs; or,
2. With respect to alcohol - including but not limited to any beverage or medicine that contains alcohol - employees violate this Policy by engaging in the following conduct during work time or on Company premises or property, or as otherwise provided:
 - a) bringing and/or storing alcohol on Company premises or property, including Company owned or leased vehicles, in vehicles used for Company purposes or a customer's premises;
 - b) having possession of, being under the influence of alcohol, testing positive for alcohol or having alcohol in his/her system provided that, lawful off-duty alcohol use is not prohibited provided that such use does not interfere with an employee's job performance or safe operation of Company owned or leased vehicles;
 - c) using, consuming, transporting, distributing, selling or dispensing alcohol;

- d) switching, tampering with or adulterating any specimen or sample collected under this Policy, or attempting to do so;
- e) refusing to cooperate with the terms of this Policy which includes submitting to questioning, alcohol testing, medical or physical tests or examinations if requested; a refusal to test includes conduct obstructing testing such as failure to sign necessary paperwork, failing to report to the collector or technician and/or collection site at the appointed time and failing to be reasonably available for a post-accident or post-incident test;
- f) failure of employees to notify his or her supervisor before going to work if he or she believes that he or she is under the influence of alcohol;
- g) using alcohol within four (4) hours prior to performing a safety-sensitive function;
- h) reporting to work to perform safety-sensitive work or remaining at work with an alcohol concentration that equals or exceeds 0.02.

There may be occasions when it is permissible for employees of legal drinking age to consume reasonable amounts of alcohol at Company sponsored/sanctioned/hosted social events, provided that consumption of alcohol is authorized in advance by either the Company's Chief Executive Officer or the Senior Vice President of Talent. Examples of occasions that might qualify for exemption include social events (e.g., holiday parties, summer picnics). Employees may not bring any outside alcoholic beverages to such events, and may never possess or be under the influence of illegal drugs. Employees who choose to drink are strictly prohibited from driving a vehicle if beyond the legal drinking limit or his/her faculties are impaired by alcohol, and the company will make taxis or other alternative transportation available to any employee following such events.

No employee consuming alcohol at a Company sponsored/sanction/hosted event should drive any company owned or leased vehicle or perform safety-sensitive work.

Notwithstanding the foregoing exceptions, alcohol must be consumed in moderation at these events, and Company policies and standards, including those pertaining to harassment and workplace violence, continue to apply. Additionally, in no event may any minors who are in attendance at such events consume alcohol.

1.15.12 Consequences for Policy Prohibitions

Employees who engage in any of the conduct prohibited by this Policy are subject to discipline, up to and including termination of employment and at the Company's sole discretion. While the discipline imposed will depend on the circumstances, and the Company reserves the right to determine, in its discretion, discipline imposed, the Company has **ZERO TOLERANCE** for the following Policy violations, and the employment of employees who commit those violations will be terminated immediately: possession, sale or use of illegal drugs on Company premises or during working time, refusing to submit to testing, or attempting to switch, adulterate or tamper with a specimen.

Employees who are terminated as result of violating this Policy may not re-apply to the Company for one year.

1.15.13 Employee Assistance Program

Every Dvinci employee has access to our Care24 services whether or not they are enrolled in our medical benefit plans. Care24 is an employee assistance program that gives employees access to professional counseling services. Care24 provides assistance with a wide variety of problems or concerns, including substance abuse. Care24 is available 24 hours a day, 7 days a week (888-887-4114). Information is available online at the Talent wiki-page under the HR tab.

1.15.14 Self -Disclosure of Drug/Alcohol Dependence/Abuse Issues

The Company supports employees who voluntarily seek help for substance abuse (self-disclosure). The Company will provide information regarding our Employee Assistance Program about counseling and rehabilitation services and service providers. An employee who is receiving counseling and/or treatment for substance abuse may use available vacation, sick leave, and/or, if eligible, family and medical leave. Health insurance often covers the costs of such services, but costs not covered must be paid by the employee.

An employee's decision to seek help voluntarily will not be used as a basis for disciplinary action, although the individual may be transferred, given work restrictions, or placed on leave, as appropriate, subject to applicable law. A request for help is considered voluntary only if it is made before the employee is asked to submit to a drug or alcohol test and only if made prior to the violation of any Company policy, procedure or standard of performance or behavior. Nor will such self-disclosure excuse employees from compliance with standards of performance or behavior/conduct expected of similarly situated employees.

1.15.15 Prescription Drug Abuse

The proper use of medication prescribed by your physician is not prohibited; however, Dvinci does prohibit the misuse of prescribed medication. Employees' drug use may affect their job performance, such as by causing dizziness or drowsiness. It is the employee's responsibility to determine from his/her physician whether a prescribed drug may impair safe job performance and to notify a manager of any job restrictions that should be observed as a result. An employee need not report the medication used or the underlying medical condition to his or her supervisor/manager. However, in accordance with applicable law, the Company may ask the employee to discuss this information in order to determine when the employee is in need of a reasonable accommodation. Notwithstanding the foregoing, the Company

reserves the right to take adverse action to the fullest extent permitted under law with respect to impairment related to marijuana use, whether or not prescribed.

1.15.16 Confidentiality and Privacy

All drug and alcohol test results are reported to the Company's Incident Manager and will remain and be considered confidential. Results will only be disclosed within the Company on a need-to-know basis or as allowed by law and will be retained in a secure location with controlled access. Information about an employee's medical condition or history obtained in connection with a drug and/or alcohol test will be kept in a file separate and apart from the employee's personnel file. The release of an individual's drug and/or alcohol test results and other information gained in the testing process will only be otherwise disclosed in accordance with an individual's written authorization or as otherwise required or permitted by applicable law. By way of example only, test results and other information obtained in the testing process may be used and disclosed in litigation (e.g., arbitration, administrative hearings or judicial proceedings) if the information is relevant to the hearing or proceeding, to any government agency to the extent required by law, rule or regulation or is compelled by judicial or administrative process, or to a substance abuse or rehabilitation assessment/treatment facility or provider for the purpose of evaluation/assessment or treatment.

The Company will attempt to ensure that all aspects of the testing process, including specimen or sample collection, are as private and confidential as reasonably practicable. If a urine specimen is requested, employees or applicants will not be observed while providing a specimen.

1.15.17 Drug-Free Workplace

EMPLOYEES PERFORMING WORK ON DRUG-FREE WORKPLACE ACT COVERED CONTRACTS.

Employees subject to and performing work covered by federal and state Drug-Free Workplace Act of 1988 requirements are hereby specifically notified that the unlawful manufacture, distribution, dispensation, possession, or use of a controlled substance is prohibited in the workplace. Each employee engaged in the performance of covered government contracts will be given a copy of this provision of this Policy.

As a condition of employment on DFWA-covered government contracts employees must abide by the foregoing terms statement and notify the Company of any criminal drug statute conviction for a violation occurring in the workplace no later than 5 days after the conviction. The Company will notify the contracting agency within 10 days after receiving any such notice or otherwise receiving actual notice of a conviction. Under DFWAs, the Company must impose a sanction on, or require satisfactory participation in a drug abuse assistance or rehabilitation program by, any employee who is convicted of a violation for of a criminal drug statute occurring in the workplace.

Within 30 days after receiving notice from an employee of a conviction the Company must take appropriate personnel action against the employee, up to and including termination or require the employee to satisfactorily participate in a drug abuse assistance or rehabilitation program approved for those purposes by a Federal, State, or local health, law enforcement, or other appropriate agency.

The Company, per DFWA act requirements, has established a drug-free awareness program informing employees about the dangers of drug abuse in the workplace, the Company's policy of maintaining a drug-free workplace, available drug counseling, rehabilitation, and employee assistance programs and the penalties that may be imposed on employees for drug abuse violations.

At all times, the Company will make a good faith effort to continue to maintain a drug-free workplace through implementation of the DFWA provisions of this Policy.

If questions arise regarding this Policy, please direct them to the Incident Manager in the Safety Department.

1.15.11 Reservation of Rights

This Policy supersedes and revokes any other Company practice or policy relating to the use of drugs and alcohol in the workplace, drug and/or alcohol testing and all other subject matter addressed in this Policy. The Company reserves the sole right to interpret and administer this Policy, and at any time and at its sole discretion, amend, supplement, modify, revoke, rescind or change this Policy, in whole or in part, with or without notice and with or without consideration. This Policy is not an express or implied contract of employment nor is it to be interpreted as such. Additionally, this Policy does not in any way affect or change the status of any at-will employee. All employees who do not have a written employment contract with the Company are at-will employees. At-will employees continue to be free to terminate their employment or resign from employment at any time and the Company continues to be free to terminate the employment of at-will employees, with or without cause, with or without notice, for any lawful reason or for no reason at all. Nothing in this Policy is a promise or guarantee or should be construed as a promise or guarantee that the Company will follow in any particular circumstances any particular course of action, disciplinary, rehabilitative or otherwise.

1.16 - Whistle Blowing

Dvinci is committed to maintaining a culture where it is safe and acceptable for all employees to raise concerns about policy violations (including negligence, breach of contract) or employee and/or manager misconduct. The employee may contact any member of the Dvinci management team when reporting Company concerns. The employee may also contact the Talent department in the cases where the concern is about their immediate manager. Dvinci will maintain the information reported by the employee in confidence as necessary.

The employee raising the concern (whistle blowing) will not be retaliated against for raising the concern in good faith, and disciplinary action will be taken up to and including immediate dismissal of anyone who undertakes such retaliatory actions. For complete details, please access in the Legal section of Confluence (our Company's Wiki).

10.0 - Wages

10.1 - Timekeeping Requirements/No "Off the Clock" Time

It is the responsibility of all non-exempt employees to record and/or approve their own time at the start and at the end of each work period, including before and after the lunch break. Employees also must record and/or approve their time whenever they leave the building or the job site for any reason other than Dvinci business. Recording another employee's work time and allowing another employee to record your time is not permissible and is subject to disciplinary action except in the instances of our mobile timesheet system.

Hourly employees may not begin working until they have clocked in or prior to the recorded starting time on their timesheet. If an employee forgets to clock in or out, or if an employee believes their time record(s) or payroll check(s) are not accurate, the employee must notify a manager or the Talent department immediately, so the time can be accurately recorded for payroll purposes or the payroll check properly adjusted.

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