Work Policies



Please Review The Following Policies And Complete The Acknowledgment Packet.

- Safety Policies and Expectations
- Discriminatory Harassment
- Drug and Alcohol-Free Workplace
- Code of Business Conduct
- Confidentiality
- Attendance Policy and Expectations
- Time Off Policy

Tip: Keep the policies for your records and return only the signed Acknowledgment Packet.





At Kane, our greatest asset is our associates. Kane will prepare you to conduct your job assignment safely and successfully by providing the necessary training, tools, and resources. It is also your responsibility, and it is our expectation, that you will perform your job the right way and the safe way, every time. Meeting these expectations will help in achieving an injury-free workplace. Personal safety is a core job responsibility for all associates.

As a Kane associate, you are expected to:

- Accept responsibility for your own behavior and actions.
- Know and comply with all safety policies, standards, and procedures that apply to your job.
- Actively participate in all required training.
- Actively participate in safety meetings.
- Not knowingly commit unsafe acts.
- Know and manage your own personal limitations.
- Assess the hazards of the job area before starting any assignment and plan the job so that the work can be done safely.
- Manage any situations that affect your ability to do the job safely.
- Continuously evaluate conditions that affect your ability to do the job safely.
- Use the correct tools and use them safely.
- Maintain good housekeeping in your work area.

Because Kane Cares – Common Sense Expectations

- Body parts should remain in confines of the Powered Equipment at all times
- Once the safety halo is breached: forks should be lowered, and equipment turned off
- Ensure a detailed pre inspection is completed for all equipment: any issues should be documented and reported immediately to your supervisor
- Always wear the proper PPE including your seat belt
- PE power should be turned off when operator is 25 feet away with forks lowered
- Utilize the Powered Equipment horn at all times when approaching intersections, other equipment, and especially when you are approaching pedestrians
- Pedestrians always have the right of way
- Be aware of your surroundings at all times
- Pallets should be no higher than 6 high on the production lines

Additionally, to help ensure your safety and the safety of those around you, you are expected to follow a list of safety policies and procedures. Kane's disciplinary approach to safety infractions is outlined below. Each incident will be reviewed by safety and site management to determine seriousness, violations, and possible disciplinary action.

The counseling provided shall be in direct proportion to the seriousness and circumstances of the incident, which may range from a written warning to termination

- Equipment operators must have a valid operator's license, issued by Kane, to operate equipment.
- NEVER possess firearms, ammunition, or other weapons on company property. Kane will follow applicable provisions of state law regarding possession of weapons on company property.
- Comply with all Lockout/Tagout procedures and never remove a device that you are not authorized or trained to remove.
- Disabling a safety device on equipment or tools, including but not limited to removing guarding on a piece of machinery for any purpose other than approved maintenance activities.
- Failure to secure trailer in a door by building dock locks, chocks, glad-hand locks, or king pin locks.
- Never operate equipment or tools that you are not trained on, or that are unsafe.
- Physical altercation on Kane property
- Do not ride on any powered moving vehicle or equipment that is not designed for a passenger.
- Harassment, intimidation, or disruptive behavior will not be tolerated.
- Any acts or threats of violence.
- Horseplay of any kind is forbidden
- Follow the requirements contained in the company's Drug and Alcohol Free Workplace Policy.
- Talking on a cell phone, texting, or viewing items while on MHE

Will result in disciplinary action up to and including termination of employment

- Immediately report all incidents, accidents, near-misses, and unsafe conditions to your supervisor or member of management no matter how minor.
- If an associate fails to Intervene to address unsafe conditions or behaviors.
- Immediately report to your supervisor upon becoming aware of an injury or illness that may be work-related, or may impact your ability to perform your job functions.
- Wear required Personal Protective Equipment at ALL times, i.e.: safety vest, glasses, steel toed shoes., other safety equipment as required or assigned.
- Seatbelts/ restraints MUST be used at ALL times when operating equipment that is equipped with these safety devices.
- Operate equipment safely drive at a safe speed, in control at all times, looking in direction of travel, and yield to pedestrians.
- Use 3-points of contact when mounting/dismounting equipment.
- Verbal Altercation.
- Personal cell phones (not company issued, or sponsored), headphones, or other electronic devices are not allowed on the warehouse floor.
- Fall protection and training is required for any assignment that requires an associate to be elevated over 4 feet.
- Participate in all evacuation and shelter in place drills.
- Safe driving in all Kane parking lots and facility yards. 15 mph speed limit, 4-way emergency flashers, and never pass a moving vehicle or trailer.
- Only water is allowed on the warehouse floor. No food or other beverages.

DISCRIMINATORY HARASSMENT POLICY

KANE is committed to providing a work environment for its associates, applicants, temporary associates, drivers, vendors, and independent contractors that is free from all forms of unlawful discriminatory harassment. Unlawful discriminatory harassment is unwelcome, severe, or pervasive conduct that creates a hostile working environment or is made a condition of employment, and which is based on an individual's sex, race, religion, creed, age, national origin, disability, or certain other traits that are deemed "protected" under applicable federal, state and municipal fair employment practices laws.

KANE prohibits supervisors, managers or other decision-makers from making tangible employment decisions (hiring, firing, promotion, wage adjustments, etc.) based upon an associate's sex, race, religion, age, national origin, disability, or other protected traits, or upon an associate's response to sexual advances, sexual harassment or any other form of unlawful discriminatory harassment.

KANE does not tolerate any conduct that causes or contributes to discriminatory harassment. In addition, KANE does not tolerate retaliation or reprisals by its supervisors or managers against any associate who reasonably and in good faith opposes discriminatory harassment in the workplace and/or who in good faith uses KANE's harassment complaint procedures to deal with such issues.

All KANE associates, including but not limited to supervisors and managers, who violate this policy will be subject to disciplinary action, up to and including discharge.

Prohibition of Unlawful Discriminatory Harassing Conduct

Unlawful discriminatory harassment, as defined above, which is sufficiently severe or pervasive to alter the conditions of employment of the person who is being harassed, creates a discriminatory hostile working environment. KANE prohibits all forms of harassing conduct that might cause or contribute to such an environment. Harassing conduct includes, but is not limited to, derogatory sexual, racial, ethnic, religious, age-based, disability-related or other remarks, slurs, jokes, materials, or conduct which are inappropriate and tend to create such an environment. Harassing conduct is prohibited and will not be tolerated at KANE.

Sexual Harassment

Sexual harassment may include unwelcome sexual advances, requests for sexual favors, verbal or physical conduct of a sexual nature, and other harassing conduct based upon the victim's sex when submission to the particular conduct is, either implicitly or explicitly, made a term or condition of employment or where the conduct is sufficiently severe or pervasive to alter the conditions of employment of the person who is subjected to it and creates a hostile working environment.

The actual facts and particular circumstances of each situation will determine whether or not specific conduct will constitute discriminatory sexual harassment, as defined by law and as applied under this policy. While the following is not an all-inclusive list of inappropriate conduct, it will serve as a guide regarding the type of conduct that is typically found to cause or create a sexually hostile working environment. Any associate, supervisor or manager who engages in such conduct will be subject to disciplinary action, up to and including discharge.

Verbal Harassment

Verbal harassment may include:

- Derogatory or vulgar comments regarding a person's gender
- Sexually suggestive language or innuendo
- Sexually vulgar language
- Jokes of a sexual nature
- Remarks about a person's gender-related physical anatomy or characteristics
- Sexual propositions or intimidation
- Threats of physical harm for a sexual purpose
- Use of inappropriate or sexually offensive words
- Severe verbal harassment directed at an individual because of that person's gender
- Any other inappropriate, offensive communication of a sexual nature such as noises, catcalls or slang

Physical Harassment

Physical harassment may include:

- Unwelcome touching of another person
- Touching another person in a sexually suggestive way
- Slapping, pinching or grabbing parts of another person's body.
- Sexual assault
- Physical conduct directed at an individual because of that person's gender
- Intimidating conduct, such as blocking a person's movements or invading their personal space (directed at an individual because of that person's gender)

Visual/Non-Verbal Harassment

- Distributing or displaying sexually derogatory posters, cartoons or drawings, including nude pictures, posters, cartoons or drawings
- Distributing or displaying, reading or viewing written or graphic sexual materials in the workplace
- Distributing, displaying, reading or viewing sexually-oriented magazines in the workplace
- Distributing or displaying nudity or sexually-oriented graphics on computer terminals or downloading such materials from the internet
- Distributing or displaying sexually offensive or inappropriate e-mail messages or written materials
- Presence of sexually suggestive objects, pictures or graphics in the workplace
- Creating or forwarding sexually offensive or inappropriate voice mail messages in the workplace
- Sexually offensive leering
- Obscene sexual gestures

Sexual harassment may be directed towards males or females. It may be committed by managers, supervisors, co-workers, suppliers, customers, vendors and others. Acts and verbal communications that are typically considered non-offensive or acceptable by most people, such as compliments which are of a socially acceptable nature, are not considered to be sexual harassment. Rather, sexual harassment refers to forms and types of behaviors that are not welcome because they are personally offensive to a reasonable person and fail to respect another's rights. It is recognized that sometimes actions or communications that seem to be and which are intended to be harmless or amusing to some associates may be offensive to others. Likewise, actions or communications that might normally be overlooked outside of work may be offensive to people on the job that are the recipients of such actions or communications, and therefore can cause sexual harassment complaints. Recognizing the imprecise nature, at times, of determining whether or when conduct (including acts or communications) constitute, or rise to the level of being, discriminatory sexual harassment, KANE has established a strict policy

prohibiting any and all forms of conduct which contribute to sexual harassment.

Other Forms of Discriminatory Harassment

Harassment of any kind towards associates based upon race, religion, age, national origin, disability or other protected traits is completely unacceptable conduct and will not be tolerated by KANE. KANE prohibits all forms of harassing conduct that might cause or contribute to discriminatory harassment, including, but not limited to, the following:

- Using racial, religious, or ethnic slurs or epithets
- Using language that would reasonably offend members of a given race, religion, age, national origin, disability or any other group protected against discrimination under federal and state fair employment practices laws
- Distributing or displaying any materials that would reasonably offend members of a given race, religion, age, national original, or disability, or members of any other group protected against discrimination
- Displaying written or graphic materials on computer terminals that would reasonably offend members of a given race, religion, age, national original, or disability, or members of any other group protected against discrimination
- Displaying symbols, pictures or other cartoons, posters or graphic materials that would reasonably offend members of a given race, religion, age, national original, or disability, or members of any other group protected against discrimination
- Subjecting any individual to verbal or physical harassment due to that individual's race, religion, age, national origin, disability or other protected characteristics under federal and state fair employment practices laws

It is the intent of KANE, through this policy, to ensure that the workplace be free from the effects of all discriminatory conduct based upon race, religion, age, national origin, disability and other protected traits and characteristics recognized as 'protected' under applicable federal, state and/or municipal fair employment practices laws. Such conduct is not acceptable in any form in KANE's facilities or while an associate is conducting business on behalf of KANE.

Harassment Reporting Procedures

KANE is committed to taking prudent and reasonable measures to eliminate discriminatory harassment from its workplace. However, if Management is not aware of an incident of harassment when it takes place, that situation obviously cannot be addressed. Accordingly, all associates, managers and supervisors have the duty to report harassing conduct in the workplace to Management, and must follow these reporting procedures. Any associate (including managers and supervisors) who believes that he or she is being subjected to harassing conduct in the workplace is instructed to promptly take the following actions:

(a) If the harassing conduct is not severe or pervasive and if you are comfortable doing so, you
may wish to politely but firmly confront the harasser. If so, indicate that his/her harassing
conduct is not welcome and ask him or her to stop. If you are not comfortable following this
course of action in the first place, or if you do follow it but the harassment persists even after you
have advised the harasser to stop, then you should;

(b) Immediately report the harassing conduct to any one (or more) of the following individuals:

- the supervisor of your department;
- the supervisor of the alleged harasser's department;
- a Human Resource Representative; or
- the President or any Vice President.

2. Cooperate with the individual(s) who is/are investigating your complaint of harassment by providing him/her/them with detailed information regarding the situation(s) which gave rise to your complaint, including the identity of the harasser, the date(s) of each of the relevant incidents, the specific conduct being complained of, all witnesses to the conduct, and any other pertinent information. This type of information is necessary in order to conduct a proper investigation and also to determine and take prompt remedial action to bring the conduct to an end. If you do not cooperate with KANE in investigating any situations that potentially constitute harassing conduct, KANE may be unable to properly address the situation.

All complaints will be handled in a timely manner. Information concerning your complaint will be treated with the appropriate confidentiality. Of course, management personnel needed to participate in the investigation, the alleged harasser, and possible witnesses may be contacted and thereby learn of the complaint. No person will be permitted to discuss the complaint or the results of the investigation, except for discussions necessary to conduct the investigation, to take any appropriate remedial measures, and to administer and manage KANE's policy against discriminatory harassment.

Individuals accused of harassing conduct must not engage in any form of retaliation or reprisal taken against the person(s) who has (have) complained of the harassment or any person participating in the investigation of such complaint. No associate will suffer any form of retaliation or reprisal for making a good faith report of discriminatory harassment.

Harassment Investigation Procedures

Investigation of harassment complaints by the appropriate Management and/or Human Resource officials of KANE will be prompt. The Human Resource Department will be responsible for conducting the harassment investigation. Any manager or supervisor who receives an associate complaint of harassment, or who otherwise becomes aware of possible harassment in the workplace, must immediately report that harassment complaint to the Human Resource Department so that a prompt investigation can be conducted. If the harassment has occurred within the chain of command of the individual who would otherwise have had responsibility for conducting the investigation, arrangements will be made to designate someone else determined appropriate to conduct an investigation. The alleged harasser, and others as appropriate, will be informed that, regardless of the results of the investigation, any retaliation or reprisal against the complaining associate, then or in the future, is strictly forbidden.

Once the investigator has obtained sufficient relevant information, a determination as to whether discriminatory harassment has occurred will be made. To the extent practicable under all of the relevant circumstances, such determinations will normally be made within thirty (30) calendar days from the date the complaints were lodged. If it is determined that prohibited harassment has occurred, discipline and/or discharge will be imposed as determined appropriate by the Human Resource Department, and remedial measures determined necessary will be taken to promptly bring the harassment to an end. In all circumstances, the complaining associate and the alleged harasser will be informed whether a finding of prohibited harassment has been made.

KANE is committed to providing a safe, productive work environment, protecting KANE property and maintaining efficient operations. Therefore, KANE has implemented this policy regarding alcohol and drugs. Our goal is to establish and maintain a work environment that is free from any physical and psychological impairment caused by the use/misuse of alcohol and drugs. This Drug and Alcohol-Free Workplace Policy applies to all KANE associates and others who perform work for KANE. KANE complies with all Federal and State laws and regulations for drug and alcohol testing, including the Drug-Free Workplace Act of 1988. In some KANE facilities, special state laws may modify the application of this policy.

KANE reserves the right to change this policy at any time. Of course, any changes to this policy will be communicated to associates as soon as possible.

- 1. It is a violation of KANE policy for any associate to possess, transfer, sell, distribute, trade or offer for sale illegal drugs, or otherwise engage in the illegal use of drugs or alcohol on the job, during lunch or breaks, on KANE property at any time, in KANE vehicles or while representing KANE.
- 2. It is a violation of KANE policy for any associate to report to work under the influence of illegal drugs or alcohol. "Under the influence" means that the associate is affected by the use of alcohol or drugs or some combination of both in any detectable manner.
- 3. It is a violation of KANE policy for any associate to use prescription drugs illegally, or to abuse the use of over-the-counter drugs, including the use of prescription drugs in a manner other than as prescribed. However, nothing in this policy precludes the appropriate use of legally prescribed medications that may contain controlled substances if used as prescribed.
- 4. Any associate undergoing prescribed medical treatment with a controlled substance that may affect job performance or safety should report this treatment to his/her supervisor. The use of a controlled substance as a part of a prescribed medical treatment program is not grounds for disciplinary action, although it is important for KANE to know such is occurring. It may be necessary to change an associate's job assignment while the associate is undergoing treatment.
- 5. Violations of this policy are subject to corrective action up to and including termination.

<u>Scope</u>

All KANE associates will be subject to drug and alcohol testing as set forth in this Policy. All applicants for employment who receive conditional offers of employment from KANE will have to successfully complete a drug screen, as set forth in this Policy.

Controlled Substances

KANE specifically tests for the following controlled substances: Marijuana (Cannabinoids), Cocaine, Opiates, Amphetamines, Phencyclidine (PCP), Barbiturates, Benzodiazepines, Propoxyphene and Methadone, and the chemical derivatives of these substances. KANE reserves the right to add to, subtract from, or modify this list to reflect changes made to the schedules of controlled substances maintained by the Drug Enforcement Administration ("DEA") and the Food and Drug Administration ("FDA") pursuant to the Federal Controlled Substances Act.

Types of Testing

At KANE's discretion, an associate may be subject to a saliva test, a breathalyzer test, or a urine test. Although saliva, breathalyzer, and urine tests are the primary forms of testing used by KANE, associates may also be subject to other forms of testing, depending on the circumstances and the recommendation of KANE's testing provider. Regardless of the type of testing, samples will be collected, and testing administered, by KANE management or a testing provider approved by state and federal authorities. Drug and/or alcohol testing will be conducted at the following times:

- Pre-Employment. An applicant who has received a conditional offer of employment from KANE must submit to testing prior to performing his/her duties. That candidate must consent to release the test results to KANE. An offer of employment made to a candidate who either (1) refuses to submit to the test (or provide prior test results, if applicable), or (2) whose test results show the presence of illegal or controlled substances, will be withdrawn by KANE.
- Random. In jurisdictions where random testing is permitted, KANE, in its sole discretion, shall have the right to routinely, periodically or intermittently conduct random drug and alcohol testing for any associate (in compliance with state law, random testing in California is limited to safety-sensitive positions). Random selection shall be conducted throughout the year, and will be performed using a scientifically valid method of selection to ensure that each associate will have an equal chance of being selected each time selections are made in a particular group. By its very nature, random selection may result in associates being tested in successive random selections or more than once in a calendar year. Alternatively, some associates may not be selected during intervals falling in a particular calendar year. If a randomly-selected individual engages in conduct which does not lead to a collection, such conduct may be considered a refusal to test. Any refusal to test will result in corrective action, up to and including termination of employment.
- Post-Accident. As soon as possible, associates must immediately make themselves available for drug and alcohol testing following any accident on duty involving damage and/or injury. Any refusal to test will result in corrective action, up to and including termination of employment.
- Reasonable Cause. KANE reserves the right to test an associate when his/her behavior or appearance suggests that the associate may be under the influence of drugs and/or alcohol (such as slurred speech, erratic behavior, workplace performance, etc.). KANE reserves the right to suspend any such associate (with or without pay) pending KANE's receipt of the results of the test. Any refusal to test will result in corrective action, up to and including termination of employment.
- Return-to-Duty. KANE reserves the right to test any associate returning to duty following an extended absence from work (i.e., an absence of four weeks or more). Any refusal to test will result in disciplinary action, up to and including termination of employment.
- Follow-Up. For a period of six months following an associate's return from successfully completing an employer-mandated treatment program, or a voluntary treatment program with consent, and after first returning a negative return-to-duty test, an associate will be subject to follow-up drug testing. Any refusal to test will result in disciplinary action, up to and including termination of employment.

Testing Procedures

All testing will take place at KANE's facility, or at a designated testing facility. Any associate who does not report to the testing facility or to the supervisor for transportation to the testing facility will be deemed to have refused the test. Any refusal to test will result in corrective action, up to and including termination of employment.

The Medical Review Officer

Results of all drug tests will be sent directly to a Medical Review Officer ("MRO"). A MRO is a licensed physician knowledgeable in the medical use of prescription drugs and the pharmacology and toxicology of illicit drugs whose primary responsibility is to review and interpret positive test results obtained by the laboratory. For purposes of this policy, a "positive" result means that any level of alcohol or a controlled substance was detected by the test. The MRO must determine whether alternative medical explanations could account for a positive finding. Any associate who has a confirmed positive result by the laboratory will be offered the opportunity to discuss the result with the MRO. When appropriate, the MRO may order a reanalysis of the original sample by a certified laboratory.

If the MRO determines that there is no legitimate reason for a drug to be present in the sample, he/she will deem the test a "verified positive." Any associate with a verified positive result will have the option of having the original specimen retested at a different certified laboratory. The retesting request must be within 24 hours of the verified positive notification. The cost for the retest will be the sole responsibility of the associate and must be paid in advance.

Breath alcohol testing: any associate with a breath alcohol result of 0.02%-0.039% will be immediately removed from duty and will not be permitted to return to duty for a minimum of 24 hours. Any associate with a breath alcohol result of 0.04% or greater will also be immediately removed from duty, referred to a substance abuse professional and may be subject to corrective action.

Confidentiality / Recordkeeping

Records of associate drug and alcohol testing will be considered confidential medical records and will be retained in a secure manner. Records of drug and alcohol testing will only be released as follows:

- Pursuant to a valid subpoena issued by a court or administrative agency;
- Upon request from a state or federal regulatory authority; and/or
- Upon written consent by the associate, authorizing the release to a specified individual.

Corrective Action Guidelines

Violation of KANE's Drug and Alcohol-Free Workplace Policy will result in corrective action, up to and including termination of employment. Associates who test positive for illegal drugs or alcohol may be referred to KANE's Associate Assistance Program; however, referral to the Associate Assistance Program does not preclude corrective action. An associate's return to employment at KANE may be conditioned upon his/her successful completion of a substance abuse program.

Absent special circumstances, an associate will be subject to immediate termination for:

• Testing positive for an illegal controlled substance, provided the MRO finds there was no medical reason for the positive test result;

- Failure to provide a specimen (or a sufficient amount of a specimen), provided the MRO finds there was no medical reason for the associate to fail to provide a specimen (or a sufficient amount of a specimen);
- Returning an alcohol concentration of .04 or higher;
- Refusing a test, or for refusing to make himself/herself available for testing; and/or
- Tampering with a specimen, including adding adulterants, substituting another liquid for urine, diluting a specimen and/or attempting to substitute another person's urine for his/her own.

An associate who tests positive for illegal drugs will be given a period of five (5) working days after written notification of the positive test result to contest or explain the result to KANE.

KANE does not want to intrude into the private lives of its associates, but we recognize that an associate's involvement with drugs and alcohol may have an impact on the workplace. Therefore, KANE reserves the right to take appropriate corrective action for drug usage, sale or distribution even while off KANE premises. Any associate who is convicted of, pleads guilty to, or is sentenced for a crime involving an illegal drug is required to report the conviction, plea or sentence to KANE within five (5) days. Failure to do so will result in automatic discharge. Cooperation in complying may result in suspension without pay to allow management to review the nature of the charges and the associate's past record with KANE.

Associate Assistance Program

KANE has provided for an Associate Assistance Program (AAP). It is available to any associate and his or her family to assist with any personal problems, including, but not limited to, substance abuse problems. Any associate with a substance abuse problem is strongly encouraged to seek help voluntarily. Any associate who is mandatorily referred to the AAP and who refuses to participate in the AAP, or to follow through with its recommendation to complete successfully the AAP-recommended course of treatment, will be subject to corrective action up to and including termination.

Associate Name (Printed)

Associate Signature

Date

KEEP FOR YOUR RECORDS; SIGN IN ACKNOWLEDGMENT PACKET

This Code of Business Conduct summarizes general standards of conduct and specific corporate policies intended to promote and ensure the legal and ethical conduct of persons acting on behalf of Kane Is Able, Inc., ("KANE" or the "Company"). The Company is built upon the highest standards of business integrity and corporate morality. Consequently, the Company believes that it is the personal responsibility of each director, employee, consultant and agent of the Company to adhere to applicable laws, regulations, ethical principles and this Code of Business Conduct in carrying out his or her duties and responsibilities.

Each director, employee, consultant and agent of the Company should read this Code of Business Conduct thoroughly. Keep in mind that this Code of Business Conduct is only a guide. If you are concerned about a legal or ethical situation, or are not sure whether specific conduct meets KANE standards, feel free to discuss the situation with your supervisor or the Human Resources Department.

Company Mission

- We Aim to be recognized as a premier national provider of performance based supply chain solutions.
- We Exist to consistently exceed our clients' expectations through associate empowerment, operational excellence and a culture of innovation, rooted in an "order to cash" solution set, integrated with best of breed technology tools.
- We Embody sweating the details, honoring our word, avoiding surprises, treating our clients and their customers as family and being SAFE in all we do!

Business Principles

KANE is committed to conducting its business consistent with sound ethical and moral business principles. Accordingly, directors, employees, consultants and agents should always conduct themselves in order to:

- promote and preserve the Company's reputation for integrity through fair dealing and honest, ethical business conduct;
- build relationships with customers, vendors and others that are based on trust and to treat every individual with respect and dignity in the conduct of Company business;
- avoid even the appearance of having conflicts of interest with the Company in all business dealings and transactions;
- protect the Company's confidential information, and respect the confidential information of others;
- avoid any activities that could involve the Company in any unlawful practice or damage the Company's reputation or image; and
- promptly report to an officer of the Company any known violations of law (other than misdemeanor traffic offenses that are not drug or alcohol related), regulation, ethical principles or Company policies, and cooperate fully in any audit, inquiry, review or investigation by the Company.

General Standards of Conduct

To adhere to the Company's business principles, all directors, employees, consultants and agents are expected to understand and comply with the following general standards of conduct:

<u>Compliance with the Law</u>. It is the Company's policy to observe and comply with all laws, rules and regulations applicable to the Company and the conduct of its business.

<u>Accountability</u>. The Company believes it is the personal responsibility of each director, employee, consultant and agent of the Company to adhere to applicable law, regulations, ethical principles, and this Code of Business Conduct in carrying out his or her duties and responsibilities. Any director, employee, consultant or agent who does not adhere to such standards is acting outside the scope of his or her authority, and might be subject to disciplinary action.

<u>Honesty and Integrity</u>. In addition to complying with all applicable laws, all Company directors, employees, consultants and agents are expected to observe high standards of business and personal ethics in discharging their duties and responsibilities. This requires honesty and integrity in every aspect of dealing with other Company employees, employees of affiliates of the Company, the public, the business community, the Company's shareholders, customers, suppliers, and governmental authorities.

<u>Reputation</u>. Each director, employee, consultant and agent of the Company contributes to the Company's reputation. Consequently, each of us must understand this Code of Business Conduct and adhere to it whenever conducting Company business. The Company does not believe any sense of loyalty to the Company or a desire for profitability should cause one or more of us to act illegally, unethically or otherwise contrary to this Code of Business Conduct.

Finally, it must be understood that in the "court of public opinion" the Company is judged not just by what it actually does, but by what it appears to be doing. Consequently, each director, officer, employee, consultant and agent must constantly endeavor to avoid even the appearance of improper behavior.

Specific Company Policies

The Company's Board of Directors has adopted the following policies governing specific areas of conduct. Such conduct is either mandated by law or is critical to the ethical operation of the Company.

<u>Bribery</u>. No Company executive officer, director, employee, consultant or agent shall directly or indirectly provide or pay bribes, kickbacks and other similar payoffs and benefits to any suppliers, customers, governmental authorities or any other parties.

<u>Confidential or Proprietary Information</u>. Confidential or proprietary Company information may not be disclosed by any director, employee or consultant without Company authorization. Directors and certain company employees and consultants who have entered into separate agreements with the Company may have confidentiality and other obligations that extend beyond the term of their employment and the scope of this policy.

<u>Conflicts of Interest</u>. Directors, employees, consultants and agents should always act in the best interest of the Company and not permit outside interests to interfere with their job duties. Company policy requires disclosure of, and in some cases prohibits arrangements that constitute a conflict between, the

interests of its directors, employees, consultants and agents, on the one hand, and the Company, on the other. For purposes of this policy, a potential conflict of interest occurs when outside interests of a director, employee, consultant or agent (for example, financial or personal interests) interfere with KANE's interests or such individual's work-related duties. Any arrangement that could pose a conflict of interest should be discussed with the Human Resources Department and, if applicable, approved by the Board of Directors before it is finalized.

<u>Consulting Contracts with Board of Directors</u>. Company policy mandates that the Company will have no agreements or arrangements with any member of the Board of Directors or relatives of directors that provides for professional or consulting services to the Company or to an affiliate of the Company (including any material financial tie or related party transactional relationship with a significant customer or supplier to the Company) or to an individual officer of the Company or one of their affiliates without review and approval by the Board.

<u>Discrimination and Harassment</u>. The Company prohibits discrimination and sexual or other harassment in the Company's workplace.

<u>Drug and Alcohol Use</u>. It is the Company's goal to maintain a workplace free from drug and alcohol abuse. The Company's directors, employees and agents must be able to rely on colleagues who are not impaired or under the influence of drugs or alcohol while fulfilling their responsibilities to KANE.

<u>Fraud</u>. The Company prohibits all fraud by its directors, employees, consultants and agents. The term "fraud" as used in this policy includes but is not limited to:

- dishonest act;
- embezzlement;
- forgery or alteration of negotiable instruments such as Company checks and drafts;
- misappropriation of Company, employee, customer, partner, or supplier assets;
- conversion to personal use of cash, securities, supplies or any other Company asset;
- unauthorized handling or reporting of Company transactions; and
- falsification of Company records or financial statements for personal gain or any other reason.

The above list is not all-inclusive but intended to be representative of situations involving fraud.

<u>Retaliation</u>. Taking action to prevent problems is part of KANE's corporate culture. Any director, employee, consultant or agent who observes possible unethical or illegal conduct, is strongly encouraged to report their concerns. Any person reporting such concerns in good faith can be assured that their concerns will be listened to, thoughtfully considered, and fully investigated, as appropriate. Furthermore, the Company prohibits and will not tolerate retaliation in any form against a person making such a good faith report.

Intolerance of retaliation is not just Company policy – it's the law. Specifically, no director, employee, consultant or agent of the Company may intentionally retaliate against any person for providing to a law enforcement officer any truthful information relating to the commission or possible commission of any federal offense. Furthermore, the Company will not discharge, demote, suspend, threaten, harass or in any other manner discriminate against any person because of any lawful act done to provide information or otherwise assist in an investigation of corporate fraud or violation of regulations in a federal or Congressional investigation or one conducted by a Company representative.

<u>Signature Authority</u>. It is Company policy that employees may only sign documents on behalf of the Company when authorized to do so by the Company's Board of Directors or the Bylaws of the Company.

Administration of the Code of Business Conduct

The Company's Code of Business Conduct is administered as follows:

<u>Responsibility for Administration</u>. The Human Resources Department is ultimately responsible for the administration of this Code of Business Conduct. If you have any questions regarding this policy or if you have any questions about conflicts of interest that are not addressed in this policy, please contact the Human Resources Department.

<u>Periodic Review of Code of Business Conduct</u>. The Human Resources Department will periodically, but not less frequently than annually, review this Code of Business Conduct, and when necessary or desirable, make recommendations to the Board of Directors to ensure (a) continued conformance to applicable law, (b) that this Code meets or exceeds industry standards, and (c) that any weaknesses revealed through monitoring, auditing and reporting systems are eliminated or corrected.

<u>Communication of Policies</u>. To ensure the continued dissemination and communication of this Code of Business Conduct, the Human Resources Department will take reasonable steps to effectively communicate the standards and procedures included in this Code of Business Conduct to the Company's directors, employees, consultant and agents. At a minimum, each director, employee, consultant and agent of the Company will be given a copy of the Code of Business Conduct upon his or her election, appointment or hiring, and be asked to acknowledge in writing his or her receipt, review and understanding of the Code of Business Conduct.

Directors, employees, consultants and agents of the Company are encouraged to submit questions, concerns and suggestions regarding the Code of Business Conduct to the Human Resources Department in order to make it more clear, comprehensive and useful.

<u>Monitoring and Auditing</u>. The Human Resources Department will take reasonable steps to monitor and audit compliance with this Code of Business Conduct, including the establishment of monitoring and auditing systems that are reasonably designed to detect violations of this Code.

<u>Investigation of Violations</u>. If the Company receives information regarding an alleged violation of this Code of Business Conduct, the Human Resources Department or a designee thereof will work to:

- evaluate such information as to severity and credibility;
- initiate an informal inquiry or a formal investigation with respect thereto;
- prepare a report of the results of such inquiry or investigation, including recommendations as to the disposition of such matter;
- make the results of such inquiry or investigation available to the Board of Directors for action (including disciplinary action) if warranted by the severity of the violation; and
- recommend possible changes in this Code of Business Conduct as necessary or desirable.

The Company may, as appropriate, disclose the results of investigations to law enforcement or regulatory agencies.

Disciplinary Actions. The Company will consistently enforce this Code of Business Conduct with appropriate discipline. The Human Resources Department will determine whether violations of the Code of Business Conduct have occurred and, if so, decide whether any disciplinary measures should be taken against any director, employee, consultant or agent of the Company who has violated this Code of Business Conduct.

Persons subject to disciplinary measure may include, in addition to the violator, others involved in the wrongdoing, such as (a) persons who fail to use reasonable care to detect a violation, (b) persons who if requested to divulge information withhold material information regarding a violation, and (c) supervisors who approve or condone the violations or attempt to retaliate against employees or agents for reporting violations or violators.

Employment at Will. This Code of Business Conduct will not be construed or interpreted as creating an implied contract with any employee that he or she may be discharged only for cause. Employment with the Company is voluntarily entered into, and the employee is free to resign at will at any time, for any or no reason, with or without notice. Similarly, the Company may terminate the employment relationship at will at any time, for any or no reason, with or without notice, so long as there is no violation of applicable federal, state or local law.

Conduct not Prohibited by this Policy. This policy is not intended to preclude or dissuade employees from engaging in activities protected by state or federal law, including the National Labor Relations Act.

Amendment. This Code of Business Conduct may be amended only by the Board of Directors.

Every director and employee is required to sign this Code. The undersigned acknowledges that s/he has received, read and understands this Code:

Signed ______ Date _____

Name

KEEP FOR YOUR RECORDS; SIGN IN ACKNOWLEDGMENT PACKET

During your employment with KANE (Kane Is Able, Kane Warehousing, Kane Logistics, Kane Freight Lines, and/or Kalstar) you may be exposed to or generate confidential information and materials which are valuable to the company. Protecting this kind of information is vital to the continued and future success of our organization. This document has been prepared to ensure acknowledgement of your full understanding of the expectations and responsibilities related to confidential information.

When you accepted a position with our company you also accepted a moral and legal obligation not to use or disclose any such confidential information during or after your employment with the company. This relationship of confidence and trust between you and the company is necessary to protect the value of not only "the company", but also that of our associates and customer. We expect that you as an individual join us as the employer in not taking this responsibility lightly. You must also understand that the right of the company to protect such information is well recognized and enforced by the courts.

While it is impossible to list all of the different kinds of information which are considered confidential and proprietary, some examples include: information about our associates (current or former); information about our customers (current and former); intellectual property; financial and business information; project work; processing methods; policies and procedures related to KANE; organization charts and assignments of individual associates; and special techniques or methods of any kind of specific to the company or our customers. Confidential information may come in various forms including verbal, written, electronic, photographs, etc. A general rule is to consider all information about KANE business, associates, and customers as confidential unless you have been authorized by a Senior Management level official (Vice President level or above) to disclose. You should also remember that accidental disclosure of confidential information is to simply avoid proprietary discussions related to KANE or our customers with anyone other than KANE associates who have a bona fide need to know. When there is a need to exchange information that may be confidential in nature or have communication which may lead to the disclosure of confidential information, reasonable steps must be taken to ensure that the information is protected against unwanted /unintentional discloser of confidential information.

On a final note, you should be aware that KANE expects that you will not utilize any information received or generated by you as a result of your employment with KANE to develop any inventions, whether patentable or not, for your own use or profit. As a condition of your employment with KANE you will be asked to disclose any and all creations, ideas, discoveries, developments and inventions without payment other than the normal compensation provide to you for your services by KANE.

We hope these thoughts will be of help in guiding your conduct so that you do not compromise yourself, the company, our associates, and/or our customers.

Acknowledgement

I have read and understand the above statement concerning KANE's expectations for maintaining, handling and use of confidential information. Further I acknowledge that lapses could result in consequences ranging from formal discipline including possible termination of my employment with KANE and/or possible legal action being taken by the company, individual associates, or our customers.

Associate Printed Name

Date

Associate Signature

KEEP FOR YOUR RECORDS; SIGN IN ACKNOWLEDGMENT PACKET

Philosophy

Kane is a logistics provider. Our customers depend on us to deliver to their expectations. Associates are asked to make a diligent effort to report to work. We appreciate these efforts and have designed an overall incentive program to recognize individual, hourly attendance. <u>Policy Statement</u> Regular and prompt attendance is an important part of your personal work history. Your attendance record affects your merit increases, consideration for promotion, and sometimes your continued employment; therefore, you are encouraged to strive for perfect attendance.

Definitions

- Applies to all hourly Kane associates, both full-time and part-time.
- Absences covered under the Family Medical Leave Act (FMLA), Military Leave, Americans with Disabilities Act (ADA), Personal Leave, Bereavement, or Jury Duty/Civic Duty, and other state leave absences are excluded from attendance monitoring.
- Absences covered by paid Sick/Personal time, even if unscheduled, are not subject to attendance monitoring, with the exception of a no call/no show (NC/NS).
- If sick time is not available, both scheduled and unscheduled absences will be covered with any accrued vacation or floating holiday time and are subject to attendance monitoring.

Attendance

- An absence is any time missed from work: late reports and leaving prior to the end of a shift (beyond 5 minutes).
- Unscheduled absences are those that are not pre-approved by your manager.

Expectations/Attendance Monitoring

• Attendance is monitored on a daily and monthly basis and is based upon a rolling 6-month period and is weighted for full-time and part-time associates as follows.

-Each full day, including consecutive	=	2 Absence Points Each Day
-Partial days, up to half regularly scheduled day	=	1 Absence Point
-1 Day No Call/No Show	=	5 Absence Points Each Day

• Consecutive absences will receive 2 absence points for each day. A medical note will not change the points system. Approved leave time is not subject to attendance monitoring.

Absence Points Rolling 6 months	Corrective Action
6	Verbal Warning
8	Written Warning
10	Final Warning
12	Separation

Kane associates are expected to manage their attendance to result in less than 6 Absence Points during a rolling six-month period. In this way, there will typically be no consequence for <u>one's</u> <u>occasional inability</u> to attend work. However, Kane reserves the right to issue corrective action to any associate who demonstrates a pattern of abuse of this expectation and the right to issue corrective action without utilizing a progressive approach when deemed appropriate by operational and human resource leadership.

Sick/Personal Time

As we all strive for perfect attendance, it is normal to experience life events such as an illness, family emergency, child or parental care issues. KANE offers the benefit of paid sick/personal time to help you manage these instances without negative impact to your finances or your attendance record. Hourly associates receive sick/personal time according to policy. This is a benefit for hourly associates which may be used scheduled or unscheduled.

Sick/personal time is the only paid benefit time that, when used for unscheduled absences, will not be subject to attendance monitoring.

Management Expectations

Managers are expected to issue corrective action in a timely manner. The timekeeping system allows managers real time access to attendance records in order to review attendance.

Managers are expected to distribute individual absence logs to associates with any appropriate corrective action.

Managers will apply accrued time to any hourly associate's absence of one hour or more. Paid time off cannot be applied to any infractions less than one hour. Paid time off cannot be applied in increments greater than the amount of time absent. Paid time off will be applied in the following sequence: sick/personal, vacation, then floating holiday.

Absence/Lateness Reporting

If an associate cannot report to work as scheduled, he/she needs to report the absence to his/her manager <u>before the start of the scheduled shift</u>. This practice applies to each day that the associate does not report to work. Department specific call off policies may apply. For example, some facilities use a number to call off and leave a message.

A No Call/No Show (NC/NS) is defined when an associate:

- Does not call off prior to the start of his/her shift and does not report to work that shift.
- Calls prior to the start of his/her shift and reports a late arrival and then does not show for work or call again.

Holidays and Absences

Unscheduled/unapproved absences during the holiday or immediately preceding or following the holiday will result in non-payment of the holiday and will be subject to attendance monitoring.

Postings and Absences

An associate on a final warning for any reason within the last 6 months is ineligible to post for internal job positions to other cost centers. Internal moves are at the discretion of the management team. **<u>Good</u>**

Standing

Good standing is defined as the absence of final warnings within the past six (6) month period and is monitored on a six-month rolling calendar basis.

Print Associate Name:	Dept:	
Associate Signature:	Date:	

Hourly Perfect Attendance Award Policy

KANE is a logistics business based on customer service. Associate attendance directly impacts our ability to meet or exceed customer expectations. In addition, absences place an undue hardship on the other members of the team or department. For these reasons, all associates are expected to report to work on a regular, daily basis, as scheduled. Below are the guidelines we will follow to make this a successful incentive program for our associates.

Award Structure:

- For each month completed without an attendance infraction (no points received) the associate will receive 15 KANE Cash rewards (Maximum yearly award is 180 KANE Cash rewards.).
- All KANE Cash received can be saved or used when rewarded.
- Taxes for this cash reward will be incurred only when an associate uses funds from the card. The taxes will be incurred on the next available pay check.
- Management will continue to monitor associate attendance per current policy and will inform HR of all associates that are to receive an attendance award for the prior month. HR will then load the KANE Cash reward into the associate's personalized reloadable card.
- KANE Cash reward for perfect attendance should be loaded in the receiving associate's account no later than the end of the month following the month the reward is achieved.
- KANE Cash incentives will be charged to the associates' cost center.
- New hires are immediately eligible for the attendance incentive, but will not receive the reward until after their effective date for benefits passes. If employment terminates prior to the benefits effective date, no reward will be issued.

Once Kane Cash rewards are issued to an associate, they remain in the account and may be accessed by the associate up to the date of termination.

KANE knows to be at your best, you must have a healthy balance of work and life. This is why KANE makes an investment into paid time off. The following policy provides the details of the time off options.

Following a 90-day introductory period, full-time non-exempt associates are eligible for Paid Time Off (PTO) benefits including: Vacation, Sick Time, Holiday, Bereavement, and Jury Duty (eligibility described in the policy below). All accrued time must be applied to all absences – planned or unplanned – before an associate can take unpaid time off from work. All PTO benefits are paid at straight time rate, and do not count towards "hours worked" for overtime calculation purposes.

The Accrual Structure is defined below, unless otherwise stated in the offer letter and/or where required by state law. Vacation accrual occurs monthly on the anniversary date.

VACATION ACCRUAL STRUCTURE				
Service Level	Monthly Accrual Rate	Vacation Accrual Cap		
Date of Hire up to 1 st Anniversary	3.34 hours per month (40 hours/year)	80 Hours		
1 to 2 Years	6.00 hours per month (72 hours/year)	112 Hours		
2 to 6 Years	6.67 hours per month (80 hours/year)	120 Hours		
6 to 10 Years	10.67 hours per month (128 hours/year)	168 Hours		
10 to 15 Years	11.33 hours per month (136 hours/year)	176 Hours		
After 15 th Anniversary	15.00 hours per month (180 hours/year)	220 Hours		

PTO Accrual Structure: *

SICK TIME ACCRUAL STRUCTURE		
Accrual Date	Quarterly Accrual Rate	
January 1 st	10 hours	
April 1 st	10 hours	
July 1 st	10 hours	
October 1 st	10 hours	

*Drivers refer to your benefits summary; Kennesaw associates refer to your PTO Policy

Rules:

- During unpaid absences of 30 days or more, associates will not accrue time.
- PTO accruals can be used in minimum increments of 1 hour.
- Should an associate move from a Full Time to a Part Time status, the associate will retain their earned vacation balance as of the effective date of their status change.
- Associates are expected to schedule PTO as far in advance as possible and must be approved by associate's manager
- PTO Scheduling will be based upon an associate's length of service with the Company. If two
 (2) or more associates in the same department wish to take the same week off but it would,
 in the opinion of management, create a staffing problem, the associate with greater overall
 service with the Company will normally be the one permitted to schedule that week. Full
 weeks of scheduled time off will normally be afforded priority over single days. Management
 will also have the authority to consider other factors in the determination of vacation
 selection among associates, as they deem necessary. For example, regardless of competing
 associates' length of service, the number of weeks that any associate can select at one time
 may be controlled by a manager, to give associates with fewer years of service at least some
 opportunity for preferred times off as well.

Carry Over: The following carry over rules apply to all associates, unless otherwise required by state law.

- Vacation: A maximum balance of 80 hours of vacation time into the next calendar year.
- Sick Time: Must be used within the year it was granted.
- Forfeiture: Forfeited balances are not eligible for pay out.

Termination: The following rules apply to all terminated associates, unless otherwise required by state law.

- Vacation: Resigning associates who provide at least two weeks' notice, and work throughout the entire two-week notice period will be eligible to receive pay out of unused time that was accrued within that calendar year. Vacation time carried over from previous year is not eligible for pay out. Notice of resignation should be submitted in writing, and immediately forwarded to Human Resources to qualify for payment in the associate's last paycheck. PTO may not be used during or substituted for a two-week notice or used to extend employment. Any associate who does not fulfill two weeks' notice, or is terminated for cause by the Company, forfeits all remaining accrued vacation time.
- Sick: Sick time is not payable upon termination.

Exempt Associates: For all exempt associates that exhaust Sick and Vacation time, full day absences occasioned by personal requirements will be unpaid, unless otherwise required by law.

State Specific Requirements:

- California: Per state compliance requirements, full-time California associates will receive a front load of 40 hours of sick time following their 90-day introductory period and will continue to receive 40 hours yearly on their anniversary date. Vacation time is accrued weekly.
- Michigan: Per state compliance requirements, Michigan associates will be prorated to 10 hours of sick time per quarter during their first calendar year. Following the first year, all Michigan associates will receive a front load of 40 hours of sick time annually on January 1st.

Holiday Pay

The following holidays are recognized as paid holidays: New Year's Day, Good Friday, Memorial Day, Independence Day, Labor Day, Thanksgiving Day and Christmas Day. Holidays are paid at standard shift hours. (Ex: 8, 10, 12)

Associates are required to work at least half of their scheduled shift before and half of their scheduled shift immediately following the holiday in order to be eligible for holiday pay, unless they have been preapproved for a scheduled, paid day off.

Associates on unpaid block leaves of absence are not eligible to receive holiday pay for holidays that occur during the period of block leave.

Bereavement Pay Absences

All full-time associates will receive up to three (3) days of paid bereavement leave for the death of an immediate family member (parent, step-parent, current parent-in-law, spouse, child, step-child and sibling) as needed, including for attending services and handling related matters. One (1) day will be paid for the death of grandparent and grandchild. With supervisor's approval, up to one (1) full day without pay to attend funerals of aunts, uncles, cousins, other in-laws and other relatives and friends may be available. Unused sick hours or accrued vacation hours will be applied, if available, for related absences after exhaustion of any bereavement pay.

Associates must provide an obituary, funeral notice, or other form of proof of death to their immediate supervisor to receive paid bereavement leave. If an associate requires time off for bereavement that does not fall under this policy, it should be discussed with the manager, and will be accommodated when possible.

Jury Duty Pay

We recognize our associate's civic duty to serve on jury duty. Kane requires associates to report their request to serve immediately to their supervisor. A maximum of five (5) days will be paid in any calendar year, unless otherwise required by law.

Associates who are unable to report to work because of jury duty shall be paid for up to five (5) days of missed time at their regular rate of pay. Associates must bring in proof of the hours that they reported to jury duty in order to be eligible for jury duty pay.

Voting

Associates are encouraged to vote during their non-working hours. Where state law requires, associates may be eligible for paid time off during a work shift to vote on the day of an election. Your supervisor/department may specify the hours during which you may absent yourself to vote.

Acting as a Witness

If you are required by law to appear in court as a witness, time off will be provided to in accordance with applicable laws. You must present the witness subpoena to your supervisor as soon as you receive it. You are also required to report for your normal work schedule during any hours or days that your presence is not required as a witness. Time off will be unpaid unless you choose to utilize vacation or personal time.

Victims of Domestic or Sexual Violence

If an associate requires time off from work to deal with the legal, medical or psychological consequences of domestic violence, the length of leave available will be determined based upon the individual's particular needs, the state in which the individual resides and the facility in which the associate works. If you need to apply for a leave or other accommodation due to domestic violence, contact your Human Resources Department Representative.

Military Leave of Absence

We support our U.S. military personnel and comply with all applicable federal and state laws and regulations regarding associates on active or reserve duty. If associates are inducted into the U.S. Armed Forces or serve in the Military Reserves or National Guard, they should notify their supervisor and Human Resources Department Representative. We comply with all provisions of the Uniformed Services Employment and Re-Employment Rights Act ("USERRA").

Associates may apply accrued personal leave and unused, earned PTO leave to military leave if they wish; however, are not obligated to do so. Associates are expected to notify their supervisor as soon as they receive their orders.

Leave of Absence and Family Medical Leave (FMLA)

Please refer to the associate handbook and Leave of Absence Policy for additional information.