

Agenda

Economic Development Corporation

Board of Directors

City of Kalamazoo



Thursday, May 4, 2023

7:45 AM

CPED Main Conference Room - 245 N. Rose Street, Suite 100

A. CALL TO ORDER/ROLL CALL

B. ADOPTION OF FORMAL AGENDA

C. APPROVAL OF MINUTES

1. Approval of the minutes from the meeting of the Economic Development Corporation on March 16, 2023 (**Action: Motion to Approve. Voice Vote.**)

D. PUBLIC COMMENTS

E. DIRECTORS' COMMENTS

F. NEW BUSINESS

1. Approval of a recommendation to the City Clerk a 90-day probationary approval of the Medical Provisioning & Adult Use Retail Marijuana Business Permit for AEY Capital, LLC dba Gage (**Action: Approval of a recommendation to the City Clerk a 90-day probationary approval of the Medical Provisioning & Adult Use Retail Marijuana Business Permit for AEY Capital, LLC dba Gage) - Roll Call Vote**
2. Approval of a recommendation to the City Clerk to Approve the 2-year renewal of the Medical Provisioning & Adult Use Retail Marijuana Business Permit for Thrive Enterprises, LLC dba Cookies Kalamazoo. (**Action: Approval of a recommendation to the City Clerk to Approve the 2-year renewal of the Medical Provisioning & Adult Use Retail Marijuana Business Permit for Thrive Enterprises, LLC dba Cookies Kalamazoo) - Roll Call Vote**

G. UNFINISHED BUSINESS

1. Approval of a recommendation to the City Clerk to Approve the 1-year renewal of the Adult Use Marijuana Business Permit for WTOG, LLC DBA Rair

(Action: Approval of a recommendation to the City Clerk to Approve the 1-year renewal of the Adult Use Marijuana Business Permit for WTOG, LLC DBA Rair) - Roll Call Vote

H. COMMUNICATIONS AND ANNOUNCEMENTS

I. STAFF REPORTS AND UPDATES

1. Cannabis Committee

1. Resignation of Jason Novotny from EDC Cannabis Committee
2. Committee Update

J. ADJOURNMENT

**CITY OF KALAMAZOO
ECONOMIC DEVELOPMENT CORPORATION BOARD MEETING
Thursday, March 16, 2023
Community Planning and Economic Development
245 N. Rose Street, Kalamazoo, MI 49007**

MEMBERS PRESENT: Nathan Bolton; Michael Gurnee; Kevan Hess; Andrew Schipper; Jason Novotny; Lucas Middleton; Torean Greeley; Sharon Ferraro; Rachel Bair

MEMBERS ABSENT: Qianna Decker; Kyle Gulau

CITY STAFF PRESENT: Clyde Robinson (City Attorney); Jamie McCarthy (Sustainable Development Coordinator); PJ Thuringer (Economic Development Supervisor); Logan Mulholland (Envirologic, Consultant); Jared Chambers (Business Specialist); Beth Cheeseman (Executive Administrative Assistant)

Meeting was called to order at 7:46 AM by Chair Bolton.

MOTION TO EXCUSE ABSENT MEMBERS: Director Gurnee moved to excuse absent members; seconded by Director Novotny. Motion approved by voice vote unanimously.

APPROVAL OF AGENDA: Director Schipper moved the approval of the agenda as presented; seconded by Director Hess. Motion approved by voice vote unanimously.

APPROVAL OF MINUTES: Director Greeley moved the approval of the minutes from the retreat of January 31, 2023; seconded by Director Bair. Motion approved by voice vote unanimously.

APPROVAL OF MINUTES: Director Ferraro moved the approval of the minutes from the meeting of February 16, 2023; seconded by Director Gurnee. Motion approved by voice vote unanimously.

PUBLIC COMMENTS

None.

DIRECTORS' COMMENTS

None.

NEW BUSINESS

1. Approval of a recommendation to the City Clerk to Approve the 2-year renewal of the Adult Use Marijuana Business Permit for True Leaf Solutions, LLC. (Action: Approval)

of a recommendation to the City Clerk to Approve the 2-year renewal of the Adult Use Marijuana Business Permit for True Leaf Solutions, LLC.)

Mr. Thuringer stated that True Leaf Solutions has 12 full-time employees and one part-time employee. The lowest paid employees make over \$33,000 a year. True Leaf Solutions offer 10 paid days off per year. They used local stores and small businesses to rehab their building – including minority-owned businesses. Eleven of their employees live in the City of Kalamazoo. Their Assistant Manager was disproportionately impacted by marihuana convictions. True Leaf Solutions have five minority employees. Mr. Thuringer stated that they are planning to continue to diversify their workforce in the future. They are not in default with the City, and they conform with the City's anti-discrimination ordinance. One of their employees lives in the Eastside Neighborhood. True Leaf Solutions plans to employ residents in identified census tracks. Mr. Thuringer said they have two display boards on the edge of downtown. They have message boards to access individuals who live in area. He shared that they are currently a gold star qualifier, so staff recommendation is for a two-year adult use retailer permit.

Director Novotny moved approval of a recommendation to the City Clerk to Approve the 2-year renewal of the Adult Use Marijuana Business Permit for True Leaf Solutions, LLC; seconded by Director Hess.

A roll call vote was taken, and the motion passed unanimously.

2. Approval of a recommendation to the City Clerk for a 90-day probationary approval of the Adult Use Marijuana Business Permit for WTOG, LLC DBA Rair. (Action: Approval of a recommendation to the City Clerk for a 90-day probationary approval of the Adult Use Marijuana Business Permit for WTOG, LLC DBA Rair.

Mr. Thuringer stated this was Rair's first renewal. They are located at 104 N. Drake. Rair has seven full-time employees and nine part-time employees. He shared that Rair's part-time employees make \$21,600 per year and their full-time employees make over \$30,000 per year. All employees get paid vacation. Mr. Thuringer said that the community benefited from their construction of a new building which was a \$1.3 million dollar investment. Rair employs seven people from the City of Kalamazoo. Two employees were from census tracks identified in the ordinance. Rair will participate in expungement clinics. They will ensure that for all positions, they include one candidate who meets the Social Equity criteria. Mr. Thuringer stated that Rair is currently in default with the City. Their personal property tax statement was submitted and scheduled for review this week. That is why staff is recommending a 90-day probation. He said that Rair is certified that they comply with City's anti-discrimination ordinance. They have 11 employees from the City of Kalamazoo. Rair plans to employ residents from identified census tracks and participate in job fairs that help them gain employees from those areas. Mr. Thuringer reported that Rair is a silver qualifier as required by ordinance. He said that staff is recommending a 90-day probation and will bring it back to the Board for full approval when taxes are sorted out.

Director Novotny said he would like to see them take some companywide Social Equity plan pieces and come back next year with metrics around them. He was especially interested in seeing them reach out to veterans groups and hold expungement clinics. Director Novotny would like them to do some activities in Kalamazoo that they have done in other places in Michigan.

Director Gurnee moved approval of a recommendation to the City Clerk for a 90-day probationary approval of the Adult Use Marijuana Business Permit for WTOG, LLC DBA Rair; seconded by Director Greeley.

A roll call vote was taken, and the motion passed unanimously.

Mr. Amos from True Leaf Solutions said that Kalamazoo's process is new and tough to navigate. He praised Mr. Chambers for holding their hand and helping them through the process. Mr. Amos thought it was a lot of work, but he appreciated Mr. Chamber's help. Justin from Rair echoed those sentiments.

3. Approval of award and contract with Dickinson Wright for legal services for the Economic Development Corporation (Action: Motion to approve award and contract with Dickinson Wright for legal services for the Economic Development Corporation)

Mr. Thuringer said that they most recently had interviews with their top two firms. The vote was unanimous that they should choose Dickinson Wright. He said they have a lot of municipal experience and were the most reasonably priced.

Director Bolton confirmed that they heard this at a committee level, so the information was not new.

Director Middleton said he sat in on the interviews and the depth of their municipal practice was attractive. He felt that Dickinson Wright had a thorough understanding of what their boards do. They have the ability to offer sage advice and creative solutions. Director Middleton said he was impressed with both candidates, but he agreed that Dickinson Wright was the correct choice. They were also the most reasonably priced.

Director Middleton moved to approve award and contract with Dickinson Wright for legal services for the Economic Development Corporation; seconded by Director Hess.

A roll call vote was taken, and the motion passed unanimously.

UNFINISHED BUSINESS

None.

COMMUNICATIONS AND ANNOUNCEMENTS

None.

STAFF REPORTS AND UPDATES

None.

ADJOURNMENT: 8:01 AM

Signature

Signature

Name/Title

Name/Title

INTER-OFFICEMEMO

To: The Economic Development Corporation Board of Directors

From: Paul Thuringer, Economic Development Supervisor
Jared Chambers, Business Specialist

Date: April 6, 2023

Re: Medical Provisioning & Adult Use Retail Permit Renewal for AEY Capital, LLC dba GAGE

The City Clerk's Office has requested that the Economic Development Corporation (EDC) Board of Directors evaluate the *Marihuana Facility Permit Renewal Application* submitted by GAGE for its facility at 3825 Stadium Dr., and that the EDC Board provide a recommendation regarding the renewal of this permit.

BACKGROUND

On February 1, 2022, the City Clerk issued a Medical Provisioning & Adult Use Retail Permit to AEY Capital, LLC, the applicant, for its facility at 3825 Stadium Dr. These City Operating Permit is set to expire on April 30, 2023, and must be renewed prior to that date in order for the facility to continue operating. The applicant has submitted the required renewal application and the annual permit fee. City ordinance requires that the Economic Development Corporation review the renewal application and provide a recommendation. Below is the ordinance language that describes the specific role and responsibilities of the EDC in this process:

Sec. 20B-12

C. In determining whether to grant a renewal of a permit, the members of the City's Economic Development Corporation board will evaluate the permit holder's compliance with the statements it provided with its initial application and submission with its request for renewal of the following information:

1. The Staffing plan for the business which describes the actual number of employees, including the number and type of jobs that the facility has created, and the amount and type of compensation (including benefits) paid for such jobs;
 - They currently employ 10 people. Annually, these positions aggregately generate nearly \$450,000. These jobs include:
 - 1 – General Manager; \$80,000 annually
 - 2 - Assistant Managers; \$52,500 each average annual salary
 - 1 - Inventory Manager; \$52,500 annually
 - 4 - Product Specialists; \$16.14 on average per hour
 - 2 - Inventory Specialists; \$17.00 on average per hour

2. An explanation, with supporting factual data, of the economic benefits to the City and the job creation for local residents achieved by the business, results of efforts for community outreach and worker training programs;
 - **EDISON NEIGHBORHOOD**
 - Loaves and Fishes: A food bank with the mission to feed hungry people and engage the community in the fight to end hunger.
 - \$5,000 DONATION MADE
 - **EASTSIDE NEIGHBORHOOD**
 - Prevention Works: An organization that develops and implements programs that address substance abuse prevention, social-emotional development, family life skills, parenting, and adolescent health.
 - \$5,000 DONATION MADE
 - They have participated in SW Michigan Food Bank canned food drive in Nov. 2022 and a “warm” clothing drive in Dec. 2022
3. An explanation, with supporting factual data, of the efforts and success achieved by the social equity plan of the business to promote and encourage participation in the marihuana industry by local residents that have been disproportionately impacted by marihuana prohibition and enforcement, and the positive impact of the social equity plan on local residents.
 - Last Prisoner Project – “Roll-up” collection where customers can round up change at the time of purchase in-store. All amounts donated to Last Prisoner project.
 - A progressive grant program plans to offer nearly \$1 million to companies to assist in building out their business to overcome any societal barriers due to the prohibition of marijuana.
 - Through their social equity initiative, Cookies enables selected entrepreneurs to expand their business endeavors by offering them the funds they need to either kick-start or grow their business.
 - 2019: \$50,000
 - 2020-2021: \$100,000
 - 2022: \$200,000
 - **\$50,000** was granted to the Midwest Canna Nurses in 2022 - A registered minority-owned consulting company that connect cannabis and healthcare by offering educational resources, encouraging informed consumption and developing individualized care plans for holistic treatment.
4. A statement that the business is not in default to the City for any property tax, special assessment, utility charges, fines, fees, or other financial obligation owed to the City;
 - They are not in default to the City.
5. A statement that the hiring and public accommodation practices of the facility conform to the City's Nondiscrimination Ordinance provisions and documentation of the total number of employees broken out by managerial and operational employees, number of women, and number of minority employees and number of employees disproportionately impacted by marihuana prohibition and enforcement.
 - The hiring and public accommodation practices of the permitted facility

conforms to the City's anti-discrimination ordinance provisions.

6. A statement, with supporting documentation, providing answers to the following questions:
 - a. How many City residents do you currently employ?
 - 11 out of our 24 employees are located in the City.
 - b. How many current employees reside in Census Tracts 1 (Eastside); 9, 10 (Edison), and/or 2.02,3 (Northside)?
 - Currently, none are from these census Tracts
 - c. What is your plan to employ residents of the identified census tracts?
 - "Whenever we receive job applications or encounter individuals at job fairs, we review candidates who apply and prioritize individuals who reside in this area. We ask for the prospective employees' address at the beginning of the application process, but not everyone submits a full/proper address. We have mandated a full address and will continue to do so to give priority to applicants who reside in these areas."
 - d. How many of your employees have prior marihuana convictions (excepting a conviction for delivery or distribution to a minor)?
 - They employ one individual for a misdemeanor conviction but it is not marijuana-related.
 - e. What is your plan for employees with a prior marihuana conviction to move up within your business and/or the marihuana industry?
 - "We offer continuous training opportunities throughout the year along with SOPs and training materials that the employees can reference. In addition, we always prioritize internal candidates before looking externally. When we post for internal opportunities, we do not hold any kind of convictions against that employee. Additionally, an employee's prior criminal history will never be considered in a negative light when reviewing their job performance during annual performance reviews."
7. Proof that the marihuana business has received recognition and maintains the status as a Silver Level Social Equity All-Star or better with the Michigan Cannabis Regulatory Agency.
 - On April 4, 2023 AEY Capital, LLC became Gold-level certified.

Additional questions from the EDC Cannabis Committee with answers from Gage.

- Question 1: What makes an employee eligible for benefits? Who can get insurance and 401k? - For Medical, Dental, Vision etc. you must be a full-time employee working a minimum of 30hrs per week to be eligible. LTD, STD and life insurance you must be full time and work a minimum of 37hrs a week. Paid Time Off for part-time employees is accrued up to 5 days a year and full-time is accrued up to 2 weeks a year. Only full-time employees get paid holidays. For 401k enrollment you have to be employed for 6 months and have 500 hours of service.
- Question 2: How many people of our employees are currently eligible for these benefits? – 23 of the 24 employees are currently eligible. The 1 part-time employee who is not currently eligible must meet the 6 months of service and 500 hours of service before they may enroll in 401k.
- Question 3: What were the turnover rates? For this past year, we have had a very low turnover rate of 14%. This included 2 involuntary terminations and 2 voluntary terminations.

Please see the attached Marihuana Renewal Application Checklist that verifies if this business has met all the requirements for renewal, pending the deficiency of a failed retaining wall. This checklist was completed by City staff to verify if all requirements of the ordinance have been met. The City Clerk has verified that the applicant has no outstanding financial obligations to the City, there have been no complaints to the City Manager regarding compliance with the City's anti-discrimination ordinance, the facility has passed its City Fire inspection but not the Zoning inspection. The applicant has **not** met all the requirements for renewal.

RECOMMENDATION

Staff recommends that the EDC Board recommend to the City Clerk's Office **a 90-day probationary** approval of the Medical Provisioning & Adult Use Retail Permit to AEY Capital, LLC DBA Gage, pending repair of the retaining wall.

ATTACHMENTS

AEY Capital, LLC Renewal Application

Attachments (Staffing Plan) and (Community Benefits Statement) from the applicant

Adult Use Retailer & Medical Provisioning Center Marihuana Renewal Application Checklist for:

AEY Capital LLC

3825 Stadium Drive

Contact: Jennifer Domingue

jenniferd@gageusa.com

Type: Adult Use Retailer & Medical Provisioning Center

	Date Received	Received By	Comments	
Renewal Application Received	1/26/2023	Scott Borling		
Inspection Type:	Inspection Date	Completed by:	Satisfactory?	Notes
Zoning Inspection	3/2/2023	Pete Eldridge	No	Failing retaining wall, needs building permit
Fire Inspection	3/2/2023	Scott Brooks	Yes	
	Date	Name	Comments	
Business Community Benefits Check-In	3/7/2023	Jared Chambers		
	Invite Sent	EDC Meeting Date		
Invite to EDC Meeting		4/20/2023		
	Full-Time	Part-Time	Comments	
Jobs Created	10			
	Yes/No	Comments:	Verified by:	
Any Past Due Financial Obligations with City? (i.e. taxes owed, fees, fines, etc)	No		Andrew Falkenberg	
Silver Level Social Equity All-Star or better status with the Michigan Cannabis Regulatory Agency	Gold			
Attachments	Staffing Plan	City Economic Benefits Plan	Social Equity Plan	Handbook
	Yes	Yes	Yes	N/A

All Items Complete No

MARIHUANA BUSINESS PERMIT RENEWAL APPLICATION

Pursuant to Chapter 20B of the Kalamazoo City Code

City of Kalamazoo
Office of the City Clerk
241 West South Street
Kalamazoo, MI 49007

(Please Print)

BUSINESS INFORMATION (The entity that is licensed by the state and that holds a City MMF permit)

Official Business Name AEY CAPITAL LLC d/b/a Gage Cannabis Company

Business Address 1551 Academy Street

City Ferndale **State** MI **Zip Code** 48220 **Business Phone** (248) 808-4789

Business E-mail legal@gageusa.com **Business Website** www.gageusa.com

TYPE OF PERMIT BEING RENEWED

Medical

Grower:

☐ Class A (500 plants)

☐ Class B (1,000 plants)

☐ Class C (1,500 plants) No. of Class C Permits

☐ Processor

☐ Safety Compliance

☒ Provisioning Center

☐ Secure Transporter

Adult Use

Grower:

☐ Class A (100 plants)

☐ Class B (500 plants)

☐ Class C (2,000 plants) No. of Class C Permits

☐ Excess Grower

☐ Processor

☐ Safety Compliance

☐ Microbusiness

☒ Retailer

☐ Secure Transporter

☐ Designated Consumption Lounge

FACILITY INFORMATION

Property Address 3825 Stadium Drive Kalamazoo, MI 49008

Real Property Parcel Number 06-30-256-001

Advertised Facility Name Gage Cannabis Company "GAGE"

Manager - Full Name Katherine Schinske

CONTACT INFORMATION [the primary point(s) of contact for this application]

Name Brianna DiSalvio

Address 1551 Academy St

City Ferndale

State MI

Zip Code 48220

Phone 248-808-4789

E-mail bdisalvio@terrascend.com

Name Travis Copenhaver

Address 334 E. Washington St.

City Ann Arbor

State MI

Zip Code 48104

Phone 574-536-7185

E-mail t.copenhaver@vicentesederberg.com

ATTACHMENTS

Please attach the following as separate documents to this application:

1. The attached Staffing Plan worksheet and any additional pages that provide a description of the actual number of employees, including the number and type of jobs that the licensed facility has created, and the amount and type of compensation (including benefits) paid for such jobs; and
2. An explanation, with supporting factual data, of the economic benefits to the City and the job creation for local residents achieved by the facility; the results of community outreach efforts; and worker training programs.
3. A social equity plan that: (a) promotes and encourages participation in the marihuana industry by local residents that have been disproportionately impacted by marihuana prohibition and enforcement; and (b) positively impacts local residents.

The City's Economic Development Corporation will use the information provided in these documents to evaluate the permit holder's compliance with the statements it provided with its initial application (specifically the representations made in Attachment G – Staffing Plan and Attachment H – Community Benefits Statement).

Please complete the following certifications:

- ☒ The permitted facility is not in default to the City for any property tax, special assessment, utility charges, fines, fees or other financial obligation owed to the City.
- ☒ The hiring and public accommodation practices of the permitted facility conforms to the City's anti-discrimination ordinance provisions.
- ☒ I consent to an inspection of the permitted premises as required by ordinance to ensure the premises and its systems are in compliance with the requirements of Chapter 20B of the Kalamazoo City Code.
- ☒ I understand that renewal of a City Operating Permit is contingent on renewal of the State Operating License for this facility.

I hereby certify under the penalty of perjury that the statements made in this application, including all attachments thereto, are true. I further certify that I am an officer, director, or managerial employee of the applicant or a person who holds a direct or indirect ownership interest in the applicant.

Applicant Signature:  Date: 1/24/2023

Name (printed): David J. Malinoski Position: Owner

STAFFING PLAN

Summary

Please indicate the number of employees who work at the licensed facility:

Full-time employees (32+ hours per week) 10 Part-time employees (< 32 hours per week) _____

Position Types and Compensation

Please provide a description of the types of jobs the licensed facility has created, along with the amount of compensation and benefits paid for such jobs:

Position Title: General Manager Annual Average Compensation \$ 80,000

How many people are employed in this position at the licensed facility? 1

Are health insurance benefits available for employees in this position? Yes ☒ No _____

If yes, please indicate the employer contribution to health insurance costs: All _____ Partial ☒ None _____

Position Title: Assistant Manger Annual Average Compensation \$ 52,500

How many people are employed in this position at the licensed facility? 2

Are health insurance benefits available for employees in this position? Yes ☒ No _____

If yes, please indicate the employer contribution to health insurance costs: All _____ Partial ☒ None _____

Position Title: Inventory Manager Annual Average Compensation \$ 52,500

How many people are employed in this position at the licensed facility? 1

Are health insurance benefits available for employees in this position? Yes ☒ No _____

If yes, please indicate the employer contribution to health insurance costs: All _____ Partial ☒ None _____

Position Title: Product Specialist Annual Average Compensation \$ 33,571

How many people are employed in this position at the licensed facility? 4

Are health insurance benefits available for employees in this position? Yes ☒ No _____

If yes, please indicate the employer contribution to health insurance costs: All _____ Partial ☒ None _____

Position Title: Inventory Specialist Annual Average Compensation \$ 35,360

How many people are employed in this position at the licensed facility? 2

Are health insurance benefits available for employees in this position? Yes ☒ No _____

If yes, please indicate the employer contribution to health insurance costs: All _____ Partial ☒ None _____

Please provide information on any benefits other than health insurance that are offered to all employees:

For more information related to GAGE's staffing policies and procedures, please see attached documents. GAGE provides employer contribution to health insurance costs when our employees elect to receive such costs in their insurance plans.

Attach additional pages as necessary.



Adult Use Retailer & Medical Provisioning Center Renewal Application

3825 Stadium Drive, Kalamazoo, MI 49008

EMPLOYEE AND STAFFING OVERVIEW

AEY Capital LLC's (AEY Capital uses the names "Cookies," "Gage Cannabis Company," or "GAGE" interchangeably) core belief is that the success of our business will be dictated by the professionalism and commitment of our employees. As such, we have made efforts to ensure that our employees are not only trained in the scientific aspects of cannabis but are also thoroughly trained in the day-to-day operations of the business.

- A few of the points that will be covered in this Exhibit are:
- We currently employ 10 employees at our adult use retail and medical provisioning center establishment.
- We employ at least one or more Kalamazoo County residents. As of now, we employ 8 Kalamazoo County residents.
- We have redundancies and protocols to ensure safe dispensing and have professional-level security at the facility for clients and confidential information.
- We provide training and educational opportunities for our employees including best practices for patient confidentiality, tracking, and fraud.
- Per the state rules, our own internal protocols, employees will be required to take ongoing training.
- We offer benefits to eligible employees in addition to competitive wages and salary, paying above the minimum wage, and offer regular merit salary increases.
- We offer paid employer health insurance to eligible employees.
- We have a professional written employee handbook including a code of ethics to ensure employee honesty and integrity.

Job Creation, Adult Use & Provisioning Center

Concerning our adult use marijuana retailer and medical provisioning establishment at 3825 Stadium Drive (the Facility), the Facility created 10 full-time jobs. Employees are offered competitive wages and benefits and it is in our hiring practices to employ residents and individuals with societal barriers to employment.

As discussed below, those jobs include:

- General Manager – \$80,000 annual salary
- Assistant Manager - \$52,500 each average annual salary
- Inventory Manager - \$52,500 each average annual salary
- Product Specialist - \$16.14 on average per hour
- Inventory Specialist - \$17.00 on average per hour

This Document contains sensitive nonpublic business data and information, and thus is exempt from disclosure pursuant to any FOIA statute.



Adult Use Retailer & Medical Provisioning Center Renewal Application

3825 Stadium Drive, Kalamazoo, MI 49008

These positions contribute nearly \$450,000 new annual wages in the City, all of which would be subject to the City's income tax. These amounts are in addition to revenue related to property taxes, application and renewal fees, and the City's share of excise tax revenue under MRTMA.

Moreover, we are prioritizing local residents for each of these positions, meaning that these wages would stay in the City, as well as the commitment to hire those with societal barriers.

Projected Annual Budget and Revenue

Based upon the wages and salaries mentioned above (approximately \$442,500), as well as the cost of leasing the premises, annual state and local licensing fees (budgeted at approximately \$15,000 annually), the state and local regulatory assessment (budgeted at approximately \$60,000 annually) the cost of utilities, purchasing inventory, and other fixed and variable costs and expenses, we anticipate roughly an annual budget of \$585,000 million.

Post-Hiring Overview:

Upon hire, all employees undergo a comprehensive three-day orientation in the business, including receiving information on company policies, procedures, and expectations. *See Staff Training Standard Operating Procedures*. This orientation also includes training on basic security and sanitation protocols. Training also includes an introduction to all the facility's human resources policies, including vacation and leave time, disciplinary procedures, and personal hygiene and grooming requirements. *See Employee Handbook*. There will also be training on the various roles and responsibilities of all the employees for the facility. *See Person in Charge SOP*.

Most importantly, orientation will also include robust training on the requirements under MRTMA and the rules promulgated thereunder ("The Administrative Rules"), as well as the local ordinances overseeing the Facility.

EMPLOYMENT SOPS

PERSON IN CHARGE SOP

1. Purpose:

This SOP outlines the responsibilities of the Senior Person in Charge, Responsible Person in Charge and Alternative Person in Charge at GAGE'S Adult Use Retail / Provisioning Facility.

2. Persons in Charge:

- 2.1. Senior Person in Charge.
- 2.2. Responsible Person in Charge ("RPIC").
- 2.3. Alternative Responsible Person in Charge ("APIC").

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**Adult Use Retailer & Medical Provisioning Center
Renewal Application**

3825 Stadium Drive, Kalamazoo, MI 49008

3. Procedure:

3.1. Senior Person in Charge

3.1.1. Overall responsibility for the management of the activities conducted by GAGE.

3.2. RPIC

3.2.1. Responsible for supervising the activities with respect to cannabis conducted by our company.

3.2.2. Ensure that the activities comply with LARA regulations, local ordinances, and the Food and Drugs Act.

3.3. APIC

3.3.1. In charge to work at the licensed producer's site and has the authority to replace the ARPIC.

3.3.2. Ensure that the activities comply with LARA, local ordinances, and the Food and Drugs Act.

3.4. Security Mandates

3.4.1. The RPIC or, if applicable, the ARPIC must be physically present while other persons are in rooms where cannabis is present including:

- During the destruction of Cannabis;
- In the Packaging Room;
- In the Vault | Storage Room; and
- On the Sales Floor

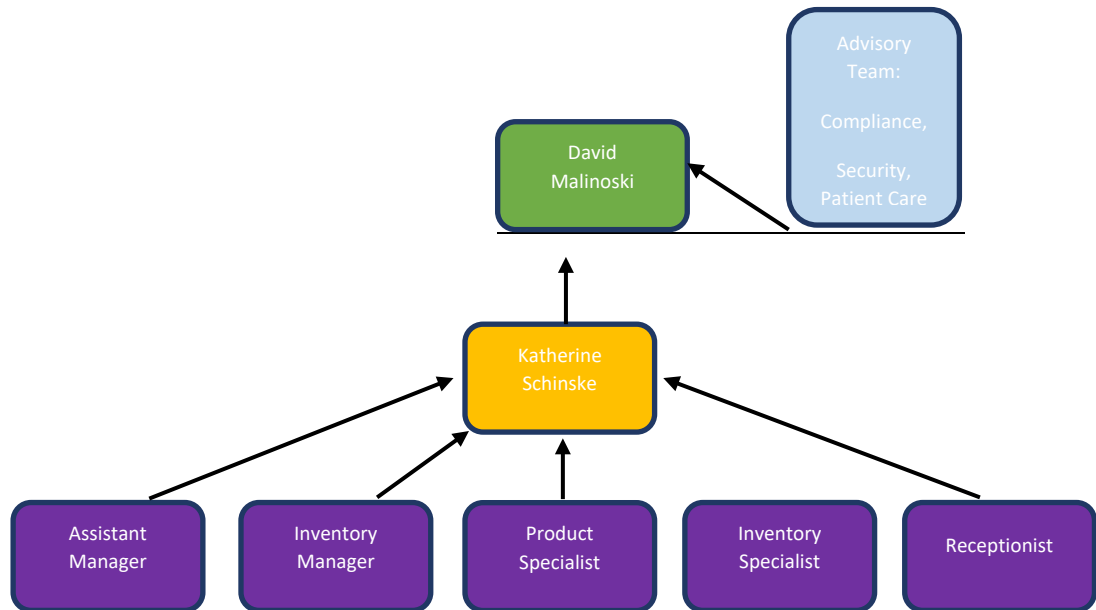
3.4.2. Our company will not perform a transaction involving cannabis unless the RPIC or ARPIC, is physically present.



Adult Use Retailer & Medical Provisioning Center Renewal Application

3825 Stadium Drive, Kalamazoo, MI 49008

ORG Chart for Adult Use / Provisioning facility:



4. Related Documents:

- 4.1. Training Record Form.
- 4.2. Org. Chart (inserted above).

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Adult Use Retailer & Medical Provisioning Center Renewal Application

3825 Stadium Drive, Kalamazoo, MI 49008

STAFF TRAINING SOP

1. Purpose:

This procedure outlines the orientation and training program for employees at Gage Cannabis Company. GAGE is committed to ensuring its employees are fully trained and qualified to perform assigned job duties. Every Facility employee must undergo thorough training before beginning work, which will be reviewed, adjusted, and implemented as our needs change. Continuous development post onboarding ensures efficiency and implementation of best practices as they surface.

2. Responsibilities:

- 2.1. Head of Quality Assurance.
- 2.2. Head of Operations.

3. Procedure:

3.1. GENERAL ORIENTATION

- 3.1.1. All new personnel will begin with an orientation.
- 3.1.2. An overview of GAGE's mission statement and vision is provided, along with insight to the standards of work and commitment required to produce the highest quality medicine and product.
- 3.1.3. An employee handbook clarifies company policies, procedures, and expectations. Job descriptions are explained at orientation, so employees know the requirements of their position.
- 3.1.4. The chain of command is reviewed to give employees a clear understanding of whom to address when questions or concerns arise.
- 3.1.5. Employees are introduced to areas of the building they will work in, emergency exits, lockers, restrooms, and general areas.
- 3.1.6. Keycard security and restricted access areas are reviewed.
- 3.1.7. Proper workflows between areas are explained to minimize the risk of pest and pathogen contamination.
- 3.1.8. Employees are instructed on appropriate sanitation protocols and given the Standard Operating Procedures.
- 3.1.9. New employees are taught the Standard Operating Procedures for every assignment, and, like managers, are provided with a copy of the Standard Operating Procedures that must be adhered to precisely in the performance of job functions.

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Adult Use Retailer & Medical Provisioning Center Renewal Application

3825 Stadium Drive, Kalamazoo, MI 49008

- 3.1.10. Employees are closely supervised during an evaluative training period, until the manager is confident in the performance of their job duties. Employees are evaluated on their continued ability to learn and implement tasks timely and effectively, as well as their ability to work both with and without a team.
- 3.1.11. GAGE firmly believes in making the most out of every learning opportunity. Should a mishap occur, all applicable employees evaluate what happened, why it happened, and how to prevent similar problems from occurring in the future.

3.2. MANAGER ORIENTATION

- 3.2.1. Manager onboarding includes familiarization with facility security, tracking, and sales as outlined in our SOP booklet, also provided at orientation, which serves as a reference for understanding the ideal techniques and strategies utilized for their retail and provisioning center establishment.
- 3.2.2. Managers undergo an observation period to ensure efficient operation and will be evaluated on the ability to consistently fulfill sales objectives free from pest and pathogen contamination or compliance oversights ensuring compliance with regulations and Standard Operating Procedures, and the ability to manage an effective and reliable team.

3.3. GENERAL TRAINING

- 3.3.1. Training begins once employees have undergone orientation and will vary in length depending on needs. Every employee reviews the same training topics to ensure understanding and transition to our retail and provisioning center techniques.
- 3.3.2. Every effort will be made to complete the following training agenda over the first six (6) working days, supplemented by tasks that grow in complexity within the facility over the first two (2) weeks of employment to ensure comprehension and systematic operation.

3.4. TRAINING AGENDA

3.4.1. **Day 1: Facility and Security:**

- Learning your way around the facility and the separated areas.
- Storage of products/extracts.
- METRC recordkeeping intro.
- Security.

3.4.2. **Day 2: Packaging:**

- How to handle unpacking the marihuana products.
 - Ensuring sanitation of packaging and handling surfaces.
 - Personal hygiene standards.

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Adult Use Retailer & Medical Provisioning Center Renewal Application

3825 Stadium Drive, Kalamazoo, MI 49008

- Keeping track of transactions.
- METRC training part 2.
- How the sales and fulfillment process works.
 - Introduction to daily limits.
 - The sales process of:
 - Ensuring the patient or caregiver has a valid registry with the Statewide system;
 - Verification of a valid photo ID card;
 - Ensuring daily limits are not exceeded; and
 - Ensuring the product has the correct label information and has passed S&C standards.

3.4.3. **Day 3-5: Patient Education, Professionalism, and Compliance:**

- Compliance training.
- Patient education information.
- Professionalism.
- Recordkeeping part 2.

3.4.4. All employees will undergo a 30-day evaluation and are encouraged to seek additional assistance/training throughout and beyond their evaluation period.

3.5. QUARTERLY ASSESSMENTS, SOP TRAINING & TRAINING RECORDS

- 3.5.1. Quarterly assessments identify additional training needs or revisions to policies and procedures.
- 3.5.2. Thorough records are kept of all changes and training sessions, including lessons, participants, and trainers.
- 3.5.3. Continuous development and policy refinement ensure cultivation objectives are consistently fulfilled, and all aspects of the company are working efficiently, compliantly, and sustainably.

3.6. RELATED DOCUMENTS:

- 3.6.1. Employee Handbook
- 3.6.2. Hygiene Standards (page 26 of the Hourly Employee Handbook)



Adult Use Retailer & Medical Provisioning Center Renewal Application

3825 Stadium Drive, Kalamazoo, MI 49008

HIRING PROCEDURES & WORK DIRECTIVE

PURPOSE:

To list the policy and procedure for new hires, badging, badge renewals, and termination of employees.

SCOPE:

This SOP covers the processes for new hires, badging, badge renewals, and termination of employees.

RESPONSIBILITY:

The following departments are responsible for performing the activities described herein: Security, Compliance, and Administration.

DEFINITIONS:

- 1.0 **Administration:** Office Administrator (“OA”).
- 2.0 **Board:** The Board of Gage Cannabis Company, through its liaisons.
- 3.0 **Compliance, Chief Compliance Officer, Counsel**
- 4.0 **GAGE Application:** All pre-employment materials or communication before any offer may be extended.
- 5.0 **GAGE Badge (“Facilities Badge”):** An electronic color-coded card that opens various doors around the Facility.
- 6.0 **LARA Employment Credentials Badge (“LARA/MRA Badge”):** The red background MMP program card with identification that is required to be displayed conspicuously in the facility.
- 7.0 **Executive Management:** The General Manager or any other executive level managers to be named later.
- 8.0 **New Hire Paperwork Packet (“New Hire Packet”):** shall consist of background release form, I- 9, W-4, MI-W4, the Noncompete Agreement, the Nondisclosure Agreement, the Direct Deposit Form, the Employee Profile, Administrative contact form, and the Employee Handbook.
- 9.0 **Payroll:** The payroll provider
- 10.0 **Security:** The head of security.



Adult Use Retailer & Medical Provisioning Center Renewal Application

3825 Stadium Drive, Kalamazoo, MI 49008

- 11.0 **Stock Rejection Letter:** an email in the employment computer file that politely notifies the applicant that GAGE has decided to go with another candidate that more closely aligns with the current needs.

NEW HIRE PROCESS AND PROCEDURE:

- 12.0 All new positions, including replacements, must be approved by Executive Management prior to listing such positions or interviewing any candidates.
- 13.0 Applications and inquiries for employment are forwarded to OA.
- 14.0 If an ad is to be placed, local publications are to be used first and only after local resources are exhausted, shall a larger area search be made.
- 15.0 Make a physical folder for all resumes separating out the qualified from the underqualified.
- 16.0 After an application or inquiry comes in, OA will confer with the appropriate department head or Executive Management to see if the candidate is suitable for employment, if not, nothing shall be done further for underqualified candidates.
- 17.0 If the applicant is deemed appropriate for a phone screen or in-person interview, OA shall coordinate with the COO or Counsel, who shall in turn coordinate with any other management personnel that needs to be involved for a time and place for the interview.
- 18.0 If the interview is to take place on-site at GAGE.: at least 24 hours before such interview shall take place, OA shall fill in a visitor request on the SmartSheet and submit it to the Executive management. Visitors shall be approved before entering the premises, and sign in per the Visitor's List SOP thereafter.
- 19.0 If the candidate is not suitable for further interviews, the Stock Rejection Letter shall be emailed to the applicant by OA (only if the candidate is interviewed).

IF THE CANDIDATE IS SELECTED FOR HIRE:

- 20.0 Counsel will draft the offer letter including a background check release form to be filled out by applicant.
- 21.0 After a background check release form is returned and completed by the applicant, OA will put a copy of such in the potential applicant's folder (physical and electronic) and a GAGE criminal background check will be initiated.
- 22.0 When the report is completed, the results will be forwarded to Executive Management by OA for review; and
- 23.0 If the background check is favorable, the OA shall forward the applicant (a) the link for the application, (b) fingerprint instructions, and (c) notification that the OA will be available for assistance through the application process.
- 24.0 If the background check disqualifies the applicant per the MMFLA/MRTMA and the Administrative Rules, send the stock rejection letter and retain the records for 3 years.



Adult Use Retailer & Medical Provisioning Center Renewal Application

3825 Stadium Drive, Kalamazoo, MI 49008

- 25.0 OA will fill out any information required on the Employment Verification Form, then PDF the documents to the MRA if required, save a copy in the employment folder, and mail another to the Government in a trackable form.
- 26.0 MRA will return certification for employment and a Badge to GAGE. OA shall add the certification info to the SmartSheet for employee information and badging.
- 27.0 Security shall add the license certification to the certificate book near the front entry doors at such time it is received.
- 28.0 OA shall coordinate the new hire's first day at the facility where onboarding will take place, OA shall copy Security on the schedule for the new employee's first day and notify the new hire to bring their passport or license (or permanent resident card) and social security card and any other identification/ blank check needed for onboarding.

NEW HIRE'S FIRST DAY:

- 29.0 Upon arrival of the new hire for their first day, OA shall notify Security, who shall be ready with onboarding once the new hire arrives.
- 30.0 Security shall escort the new hire into the building and process the new hire's Facilities Badge and brief the new hire on security and badging matters including giving the new employee a copy of the Fire and Safety SOP, Handling Administrative Procedures SOP, and the Employee Handbook.
- 31.0 After the new hire is given a Facilities Badge, Security shall escort the employee to OA, who will give the new hire the New Hire Packet.
- 32.0 The new hire shall complete and execute all forms on their first day, including executing the employee handbook; however, the new hire may take home the W-4 and MI-W4, which shall be returned executed to OA within two (2) business days of their first day.
- 33.0 After all the paperwork is finished, the OA shall prepare any reimbursements due to the new employee for money expended in the application process (for the license fee, fingerprints, and the background check fee).
- 34.0 OA shall call the new hire's superior to come retrieve the new hire and begin practical training.

FOR HOURLY EMPLOYEES ONLY:

- 35.0 During onboarding, when the hourly employee fills out the Direct Deposit Form with the OA, the information shall be forwarded to Payroll.

REPORTING REQUIREMENTS FOR CHANGES IN MANAGEMENT / THOSE WITH MANAGEMENT RESPONSIBILITY.

- 36.0 Counsel shall notify the MRA in writing (email) within ten (10) business days of any employment changes related to personnel who: hold management positions; have management responsibility; and/or will exercise control over Respondent's facility. Such personnel includes, but is not limited to, the following positions: Chief Executive Officer, Chief Operating Officer, Chief Information Officer, Chief Financial Officer, and Chief Compliance Officer. Changes

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3825 Stadium Drive, Kalamazoo, MI 49008

requiring notification include, but are not limited to, hiring, promoting, reassigning, replacing, removing, termination, involuntary/voluntary separation, and/or the swapping of one individual from one management position to another.

BADGE RENEWAL PROCESS AND PROCEDURE:

- 37.0 OA shall keep a spreadsheet of all badge expiration dates. At the end of each month, OA shall make a list of upcoming badge or certification expirations for the next calendar month. OA shall email Compliance with a report, copying Security for a heads-up, to ensure all new badges are received and any new photos required for such badges are sent to the MRA for the new badges.
- 38.0 Any upcoming badge expirations on the list from section 10.1, shall be renewed at such time unless the employee is not going to continue employment with GAGE. Any questions that arise about continued employment shall be addressed with the COO at such time.

BADGE EXPIRATION / RESIGNATION / TERMINATION GENERAL PROCEDURES:

- 39.0 At such time any employee resigns or is terminated, the employee's Facilities Badge shall be collected by Security deactivated and shredded, and such event shall be logged into a Smartsheet for compliance auditing purposes. If the employee is not in the Facility, the badge shall be deactivated by Security and it shall be noted that the Facility Badge could not be collected but was deactivated.
- 40.0 The employee's MRA Badge shall be given to OA at resignation or termination for logging into a Smartsheet for compliance auditing purposes. The badge shall be returned to the MRA with the MMP termination verification form within five (5) days of such termination or resignation. If the badge has been improperly taken out of the building, contact the employee to retrieve the card. The employee can be brought in with their card and the card collected, or it can be arranged to deliver the MRA Badge to another employee for gathering.
- 41.0 The Collection Smartsheet will have boxes that indicate (a) the Facilities Badge was collected, (b) the Facilities Badge was disabled and shredded, (c) the Badge was collected and logged, (d) the Badge was delivered to OA for return; and
- 42.0 The Termination Smartsheet will have (a) the dates of such activities, (b) the date the Badge was mailed to the MRA via trackable mail, and (c) the tracking number of the envelope it was sent in.
- 43.0 Expiration: Expired badges shall be given to Compliance for shredding.

EMPLOYEE TERMINATION / OFFBOARDING PROCESS AND PROCEDURE:

- 44.0 In the event that an employee is terminated without cause (at-will):
- 45.0 The employee will be notified of the termination in a closed office with no less than two management or Executive Management members present; and
- 46.0 The employee will be given a termination packet.
- 47.0 Terminated employee's files need to be kept for at least one-year post-termination date.
- 48.0 In the event an employee is terminated for cause:

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3825 Stadium Drive, Kalamazoo, MI 49008

49.0 The same procedures will be followed as in sections 45.0 through 47.0. However, the employee will be notified of why, and given an opportunity to review their employee folder to contest any write ups or information contained therein. Any contestation shall be noted and put in the file. In the event unemployment insurance is claimed on behalf of the terminated employee, Counsel shall be notified to contest the case.

BENEFITS PLAN

At GAGE, we believe that the minimum is not where we want to be with anything; therefore, we are offering the following benefits to all our employees:

- Health insurance
- Health Savings Accounts
- Dental
- Optical
- Life Insurance
- Disability insurance
- Pet insurance
- 401K
- Unlimited PTO for salary workers



Spartan Partners Services LLC Hourly Summary of Available Coverage

Plan Year 2022

Spartan Partners Services LLC (Gage) provides a comprehensive benefits package to all full-time employees including medical, dental, vision, disability, life, accident and pet insurance. A summary of each coverage is shown below.

Plan Options:	Blue Care Network (BCN) HMO** No out-of-network coverage unless deemed an emergency	Blue Cross Blue Shield of Michigan (BCBSM) PPO with HSA Option**
Deductible	\$1,500 (Single) / \$3,000 (Family)	\$2,500 (Single) / \$5,000 (Family)
Coinsurance	Covered 80% after deductible	Covered 80% after deductible
Coinsurance Maximum	\$2,500 (Single) / \$5,000 (Family)	Not Applicable
Out of Pocket Maximum	\$6,600 (Single) / \$13,200 (Family)	\$4,000 (Single) / \$8,000 (Family)
Office Visit Copay (PCP/Spec.)	\$20/\$40	80% after deductible
Online Visits	\$20 copay	\$59 copay (applied to deductible)
Emergency Room	\$250 copay after deductible	80% after deductible
Hospitalization (In Patient or Out Patient)	Covered 80% after deductible	80% after deductible
Diagnostic Test & X-rays	Covered 80% after deductible	80% after deductible
High Tech. Imaging (MRI, CAT)	\$150 copay after deductible	80% after deductible
Prescription Drugs	\$4/\$15/\$40/\$80/ 20% max. \$200/20% max. \$300	\$15/\$50/\$70 or 50% (\$100 max.) All drug copays after deductible

***Chart above illustrates in network coverage only. See full benefit summary in the BenXpress Online System*



DENTAL

You have the choice of 2 plans to fit the needs of you and your family. Spartan Partners offers an EPO (Network Only) and a PPO option, both insured through Blue Cross Blue Shield of Michigan. Both plans utilize the BCBSM Blue Dental PPO Network.

Plan Options:	BCBSM EPO (Core)		BCBSM PPO (Buy-Up)	
	PPO Dentist	Out-of-Network	PPO Dentist	Out-of-Network Balance billing may apply
Deductible (Single/Family)	\$25/\$75	Not Covered	\$25/\$75	\$25/\$75
Diagnostic & Preventive	Covered at 100%		Covered at 100%	Covered at 100%
Basic Services	Covered at 80%		Covered at 80%	Covered at 80%
Major Services	Covered at 50%		Covered at 50%	Covered at 50%
Ortho Services	Not Covered		Covered at 50%	Covered at 50%
Annual Maximum	\$1,000		\$1,000	
Lifetime Ortho Max.	N/A		\$1,000	

VISION

Vision coverage is offered through Blue Cross Blue Shield of Michigan utilizing the VSP Network

Eye Exams	Covered once every 12 months - \$5 Copay
Lenses	Covered once every 12 months - \$10 Copay (1 copay for both lenses & frames)
Frames	Covered once every 24 months. Provides \$130 retail allowance after \$10 Copay
Contact Lenses	Covered once every 12 months. Medically Necessary: Covered 100% after \$10 copay Elective: \$130 Allowance
Non-participating providers are reimbursed based on pre-determined amount	

ADDITIONAL BENEFITS

In addition to the above benefits, Spartan Partners offers Employer paid Life/AD&D, and Short-Term Disability. Also available for the employee is an Employee Assistance Program through Dearborn Group, an HSA through BCBSM/Health Equity, and Voluntary coverages such as Pet Insurance, Voluntary Term Life/AD&D and Accident Coverage. See below for a brief overview of these coverages.

Employer Paid Life & AD&D Insurance – Dearborn Group	Flat \$15,000 Benefit
Short Term Disability – Dearborn Group	Flat \$300 per week benefit
Voluntary Life/AD&D Employee Amounts – Dearborn Group	\$10,000 increments to a \$500,000 max Guaranteed Issue (newly eligible only) \$50,000
Voluntary Life/AD&D Spouse Amounts – Dearborn Group	Up to 50% of EE amount to a \$250,000 max (\$5,000 increments) Guaranteed Issue (newly eligible only) \$10,000
Voluntary Life/AD&D Child Amounts – Dearborn Group	Up to 100% of EE amount to a \$10,000 max (\$1,000 increments)
Voluntary Accident – Dearborn Group	Pays benefits based on the injury you receive and the treatment you need. Offered as a voluntary benefit
Voluntary Pet Insurance – Nationwide	Pet Insurance offered as a voluntary benefit
Employee Assistance Program – Dearborn Group	EAP provided through Dearborn Group at no additional cost to you
Health Savings Account (when the PPO is elected) – BCBSM / Health Equity	Can elect up to: \$3,650 annual maximum for Single (pre-tax payroll deduction) \$7,300 annual maximum for Family (pre-tax payroll deduction)

Please refer to the full benefit summary in the BenXpress Online System for a thorough review of your benefits

Employee Contributions

Medical Options		
Blue Care Network	Tier	Weekly Employee Contribution
BCN HMO	Employee Only	\$19.03
	Two-Person	\$40.83
	Family	\$57.10
Blue Cross Blue Shield of Michigan (PPO)	Tier	Weekly Employee Contribution
BCBSM PPO	Employee Only	\$26.16
	Two-Person	\$57.95
	Family	\$78.49
Dental Options		
Blue Cross Blue Shield of Michigan	Tier	Weekly Employee Contribution
Blue Dental EPO (Core)	Employee Only	\$0.00
	Two-Person	\$3.66
	Family	\$9.15
Blue Dental PPO (Buy-up)	Employee Only	\$2.07
	Two-Person	\$7.81
	Family	\$16.42
Vision Option		
Blue Cross Blue Shield of Michigan / VSP	Tier	Weekly Employee Contribution
VSP 12-12-24	Employee Only	\$0.93
	Two-Person	\$1.86
	Family	\$3.09
Accident Coverage		
Dearborn Group	Tier	Weekly Employee Contribution
Dearborn Group Accident	Employee Only	\$2.85
	Employee + Spouse	\$4.71
	Employee + Child(ren)	\$5.52
	Family	\$8.64

Voluntary Life/AD&D Rates can be found in the full Spartan Partners Services LLC benefits guide.

Pet Insurance Rates (as well as obtaining more information and securing coverage) can be found at: www.petinsurance.com/gageusa

Every effort is made to provide an accurate description of benefits offered. However, should there be a discrepancy between this document and a plan document, the plan document will prevail.



Spartan Partners Services LLC Salaried Summary of Available Coverage

Plan Year 2022

Spartan Partners Services LLC (Gage) provides a comprehensive benefits package to all full-time employees including medical, dental, vision, disability, life, accident and pet insurance. A summary of each coverage is shown below.

Plan Options:	Blue Care Network (BCN) HMO** No out-of-network coverage unless deemed an emergency	Blue Cross Blue Shield of Michigan (BCBSM) PPO with HSA Option**
Deductible	\$1,500 (Single) / \$3,000 (Family)	\$2,500 (Single) / \$5,000 (Family)
Coinsurance	Covered 80% after deductible	Covered 80% after deductible
Coinsurance Maximum	\$2,500 (Single) / \$5,000 (Family)	Not Applicable
Out of Pocket Maximum	\$6,600 (Single) / \$13,200 (Family)	\$4,000 (Single) / \$8,000 (Family)
Office Visit Copay (PCP/Spec.)	\$20/\$40	80% after deductible
Online Visits	\$20 copay	\$59 copay (applied to deductible)
Emergency Room	\$250 copay after deductible	80% after deductible
Hospitalization (In Patient or Out Patient)	Covered 80% after deductible	80% after deductible
Diagnostic Test & X-rays	Covered 80% after deductible	80% after deductible
High Tech. Imaging (MRI, CAT)	\$150 copay after deductible	80% after deductible
Prescription Drugs	\$4/\$15/\$40/\$80/ 20% max. \$200/20% max. \$300	\$15/\$50/\$70 or 50% (\$100 max.) All drug copays after deductible

***Chart above illustrates in network coverage only. See full benefit summary in the BenXpress Online System*



DENTAL

You have the choice of 2 plans to fit the needs of you and your family. Spartan Partners offers an EPO (Network Only) and a PPO option, both insured through Blue Cross Blue Shield of Michigan. Both plans utilize the BCBSM Blue Dental PPO Network.

Plan Options:	BCBSM EPO (Core)		BCBSM PPO (Buy-Up)	
	PPO Dentist	Out-of-Network	PPO Dentist	Out-of-Network Balance billing may apply
Deductible (Single/Family)	\$25/\$75	Not Covered	\$25/\$75	\$25/\$75
Diagnostic & Preventive	Covered at 100%		Covered at 100%	Covered at 100%
Basic Services	Covered at 80%		Covered at 80%	Covered at 80%
Major Services	Covered at 50%		Covered at 50%	Covered at 50%
Ortho Services	Not Covered		Covered at 50%	Covered at 50%
Annual Maximum	\$1,000		\$1,000	
Lifetime Ortho Max.	N/A		\$1,000	

VISION

Vision coverage is offered through Blue Cross Blue Shield of Michigan utilizing the VSP Network

Eye Exams	Covered once every 12 months - \$5 Copay
Lenses	Covered once every 12 months - \$10 Copay (1 copay for both lenses & frames)
Frames	Covered once every 24 months. Provides \$130 retail allowance after \$10 Copay
Contact Lenses	Covered once every 12 months. Medically Necessary: Covered 100% after \$10 copay Elective: \$130 Allowance
Non-participating providers are reimbursed based on pre-determined amount	

ADDITIONAL BENEFITS

In addition to the above benefits, Spartan Partners offers Employer paid Life/AD&D, Short and Long-Term Disability. Also available for the employee is an Employee Assistance Program through Dearborn Group, an HSA through BCBSM/Health Equity, and Voluntary coverages such as Pet Insurance, Voluntary Term Life/AD&D and Accident Coverage. See below for a brief overview of these coverages.

Employer Paid Life & AD&D Insurance – Dearborn Group	1x's Annual Earnings to a \$200,000 maximum
Short Term Disability – Dearborn Group	60% of Weekly Earnings to a \$2,000 maximum
Long Term Disability – Dearborn Group	60% of Monthly Earnings to a \$7,500 maximum
Voluntary Life/AD&D Employee Amounts – Dearborn Group	\$10,000 increments to a \$500,000 max Guaranteed Issue (newly eligible only) \$50,000
Voluntary Life/AD&D Spouse Amounts – Dearborn Group	Up to 50% of EE amount to a \$250,000 max (\$5,000 increments) Guaranteed Issue (newly eligible only) \$10,000
Voluntary Life/AD&D Child Amounts – Dearborn Group	Up to 100% of EE amount to a \$10,000 max (\$1,000 increments)
Voluntary Accident – Dearborn Group	Pays benefits based on the injury you receive and the treatment you need. Offered as a voluntary benefit
Voluntary Pet Insurance – Nationwide	Pet Insurance offered as a voluntary benefit
Employee Assistance Program – Dearborn Group	EAP provided through Dearborn Group at no additional cost to you
Health Savings Account (when the PPO is elected) – BCBSM / Health Equity	Can elect up to: \$3,650 annual maximum for Single (pre-tax payroll deduction) \$7,300 annual maximum for Family (pre-tax payroll deduction)

Please refer to the full benefit summary in the BenXpress Online System for a thorough review of your benefits

Employee Contributions

Medical Options		
Blue Care Network	Tier	Bi-Weekly Employee Contribution
BCN HMO	Employee Only	\$38.07
	Two-Person	\$81.66
	Family	\$114.20
Blue Cross Blue Shield of Michigan (PPO)	Tier	Bi-Weekly Employee Contribution
BCBSM PPO with HSA Option	Employee Only	\$52.33
	Two-Person	\$115.90
	Family	\$156.99
Dental Options		
Blue Cross Blue Shield of Michigan	Tier	Bi-Weekly Employee Contribution
Blue Dental EPO (Core)	Employee Only	\$0.00
	Two-Person	\$7.32
	Family	\$18.30
Blue Dental PPO (Buy-up)	Employee Only	\$4.15
	Two-Person	\$15.63
	Family	\$32.84
Vision Option		
Blue Cross Blue Shield of Michigan / VSP	Tier	Bi-Weekly Employee Contribution
VSP 12-12-24	Employee Only	\$1.86
	Two-Person	\$3.73
	Family	\$6.19
Accident Coverage		
Dearborn Group	Tier	Bi-Weekly Employee Contribution
Dearborn Group Accident	Employee Only	\$5.70
	Employee + Spouse	\$9.42
	Employee + Child(ren)	\$11.03
	Family	\$17.28

Voluntary Life/AD&D Rates can be found in the full Spartan Partners Services LLC benefits guide.

Pet Insurance Rates (as well as obtaining more information and securing coverage) can be found at: www.petinsurance.com/gageusa

Every effort is made to provide an accurate description of benefits offered. However, should there be a discrepancy between this document and a plan document, the plan document will prevail.

GAGE

**Spartan Partners Services, LLC
2022 HOURLY EMPLOYEE HANDBOOK**

TABLE OF CONTENTS

SECTION 1: COMPANY OVERVIEW	4
1.1 Who We Are.....	4
1.2 Core Values.....	4
1.3 Compliance and Ethics.....	5
SECTION 2: EMPLOYER POLICY.....	8
2.1 Employment Definition and Status.....	8
2.2 Equal Employment Opportunity.....	9
2.3 Anti-Discrimination / Anti-Retaliation.....	9
2.4 Harassment and Workplace Violence	10
2.5 Americans with Disabilities Act.....	11
2.6 Confidentiality	12
2.7 Records Management Policy.....	12
SECTION 3: HEALTH AND SAFETY	13
3.1 Safety, Security and Weather	13
3.2 Building Security	15
3.3 CellPhones and Other Electronic Devices.....	15
3.4 Internal Application Process.....	18
3.5 Social Media	18
3.6 Tobacco-Free Environment.....	21
3.7 Substance Use/Abuse Policy.....	21
3.8 Work Environment Expectations.....	22
SECTION 4: EMPLOYMENT	23
4.1 Performance Management.....	23
4.2 Termination of Employment	23
4.3 Rehiring Employees	25
SECTION 5: BUSINESS CONDUCT	26
5.1 Dress Code and Personal Hygiene.....	26
5.2 Bulletin Boards.....	27
5.3 No Solicitation / No Distribution	27
5.4 Employment Personal Information Records.....	28
5.5 Employment of Relatives	28
5.6 Workplace Relationships.....	28

5.7 Outside Employment	28
5.8 Litigation and Investigations	29
5.9 Coaching and Corrective Action	29
SECTION 6: COMPENSATION AND BENEFITS	31
6.1 Wage and Hour Policy	31
6.2 Schedule	31
6.3 Employee Paychecks	33
6.4 Payroll Deductions	33
6.5 Direct Deposit	33
6.6 Health Benefits	33
6.7 Travel and Expense Policy	33
SECTION 7: TIME OFF AND LEAVE	34
7.1 Paid Time Off	34
7.2 Holidays	36
7.3 Bereavement Leave (Funeral)	36
7.4 Jury Duty	37
7.5 Family Medical Leave Act (FMLA)	37
7.6 Non-FMLA Leaves (Personal)	42
7.7 Military Leave of Absence	42
7.8 Returning from Leave	43
7.9 Workers' Compensation	43
ACKNOWLEDGEMENT AND RECEIPT	44
Handbook Book Acknowledgement	44
ADDENDUMS	45
Travel and Reimbursement Policy	45



SECTION 1: COMPANY OVERVIEW

1.1 WHO WE ARE

Gage Cannabis Company USA is setting the industry standard for quality in craft cannabis products and services. We cultivate and curate experiences that empower customers to make the most of the plant's benefits in their lives.

What we do, every day, matters to customers and their families. Serving them is our passion, and we strive to make our customer's experience the best available anywhere.

The Gage family is one where respect, positivity, and collaboration are interwoven in all we do. We hold ourselves to the highest standards and take sincere pride in the service we provide. Gage members have the humble swagger of a team that knows how to win but never forgets where they came from.

Gage is an active participant in social equity and social change in the communities we serve. We commit our time and our financial resources to improve the lives of others, both within and outside of the cannabis industry.

The leadership of Gage would be the first to tell new employees this: We are nothing without the people who come to work every day at Gage. Our team is why Gage is the industry leader.

1.2 CORE VALUES

We bring the Gage Cannabis promise to life every day through three core values: cannabis, community, and culture.

Cannabis

From the moment we put our roots down, to the moment you leave one of our provisioning centers, we curate the highest-quality cannabis experience possible.

Community

We are invested in the health and wealth of our communities while ensuring we are building a brighter, cleaner, and greener future.

Culture

We are shaping the future for a new generation of cannabis customers while honoring our industry's pioneers.

1.3 COMPLIANCE AND ETHICS

a) Legal Compliance

Spartan Partners Services, LLC (the “**Company**” or “**us**” or “**our**”) is committed to providing quality products and services that exceed the expectations of our customers. Quality issues can threaten the well-being of our customers and can have a financial impact on the Company. For these reasons, it is imperative we report any product quality issue to the Quality Department or senior management. Quality issues can involve many areas including product, manufacture, or labeling.

b) No Prior Conflicting or Restrictive Contracts

You (the “**Employee**”) represent to the Company that your employment by the Company is not in violation of any contract or covenants to which employee is a party with any employer (past or present), entity, or person. In the event the employee is found liable for any violation of any contract or covenant; the employee shall be responsible for any costs or expenses incurred by the Company as a result of such breach or violation and may be subject to discipline, up to and including termination.

c) Arbitration

In the event an employee has any disagreement, dispute, or claim against the Company which may result in legal action, the employee is encouraged to discuss resolution of the disagreement, dispute, or claim with the Company. If the employee is dissatisfied with the Company's disposition of the disagreement, dispute, or claim, the employee shall notify the Company, in writing, within 20 days of the incident, that he or she is desirous of pursuing the issue to final and binding arbitration. Thereupon, the Company and employee shall file a demand for arbitration with the local American Arbitration Association (“**AAA**”), in lieu of any other action. AAA shall thereupon select three (3) arbitrators to serve on a panel to finally adjudicate and decide the disagreement, dispute, or claim including, but not limited to, any claim by the employee for alleged improper or wrongful discharge or any form of illegal discrimination. The arbitrators may award any equitable remedy and/or money damages. The losing party shall pay all costs of arbitration. This arbitration procedure shall be the sole and exclusive remedy for the employee.

d) Integrity and Accountability

Our reputation depends upon the actions and integrity of our employees and those outside the Company who we hire to help advance our business. It is imperative we avoid any relationship or activities that might impair, or even appear to impair, our ability to make objective and fair decisions when performing our jobs. We all have the duty to advance legitimate interests and must never use property or information for personal gain. We should never take

personal advantage of opportunities that arise in the performance of our duties. We are responsible to conduct our business with integrity to protect those who invest in our Company and rely on us to maintain our good reputation in the marketplace. True integrity also requires that we be accountable for our actions and speak up whenever we see that our principles are not being upheld.

e) Preventing Corruption

We are committed to succeeding on the merits of our business, including the superior quality of our products and our customer service. Corruption impedes the justice necessary for trustworthy markets.

f) Gifts and Entertainment

Gifts and entertainment must be reasonable and related to the promotion of the Company. Make sure you have a valid business reason before giving a gift. Gifts should not exceed \$25, and it should not be in exchange for any improper advantage. Examples of gifts and entertainment include event tickets, commemorative gifts, and promotional items. Never use your own money to buy a gift to avoid reporting it or to avoid the established approval process.

g) Bribes and Kickbacks

As we do not seek to gain any improper advantages through the use of gifts, entertainment, gratuities, or other courtesies, similarly, our judgement should be uncompromised through the receipt of such courtesies. Depending on your role and management approval, you may have an opportunity to accept gifts, meals, travel, and other things of value in your dealings with customers, suppliers, and other third parties that do business with our Company. Employees are prohibited from soliciting or accepting a personal benefit in exchange for securing our business or giving customers or suppliers favorable terms.

We do not tolerate giving bribes to anyone to gain their business or develop important business relationships. This commitment extends to anyone we choose to act on our behalf.

h) Conflicts of Interest

A conflict of interest can occur when our personal activities, investments, associations, or relationships compromise our judgment or our ability to act in the best interest of the Company. We must scrupulously avoid even the appearance of a conflict between personal interests and those of the Company. Any potential conflict must be promptly disclosed in writing to your manager and Finance Department representative to avoid any corrupt action based on the conflict.

i) Supplier Bias

Select suppliers in a fair, equitable, and nondiscriminatory manner based upon appropriate criteria such as quality, price, service, delivery, financial strength, capabilities, terms, and similar competitive factors. When you are involved in the purchasing process, you must be fair and objective and never base your decisions on personal interest. You should not take unfair advantage whether through improper manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or through some other unfair dealing practice.

j) Competition

Avoid activities that can potentially compete with the Company or take time away from performing your job. We all have a duty to advance the Company's legitimate interests and if outside activities have the potential to impact Company performance or job performance, such must be avoided.

k) Political Contributions

You should not make a contribution of Company funds, property, or services to any political party, committee, candidate, or holder of a public office. In some instances, a political contribution may be approved, for example, to the operation of a political action committee.

l) Avoid Insider Trading

Any trading of the Company's securities is prohibited if prompted by material nonpublic information, if applicable.

Insider trading means trading when in possession of "**Material Nonpublic**" information that could affect securities prices, either positively or negatively, and that is not generally available to the investing public. Material Nonpublic information is further defined as any nonpublic or confidential information about a company that can affect the price of a stock if its release can affect the price of a stock.

If you have Material Nonpublic information relating to the Company, partner, affiliate, or subsidiary, you may not buy or sell the Company's securities or engage in any other action to take advantage of, or pass on to others, that information. This prohibition also applies to trading securities of another company. For example, customers, suppliers, vendors, and business partners, if you have inside information obtained by virtue of your position. Even the appearance of an improper transaction must be avoided. Insider trading violates securities law, and that type of transaction can result in severe civil or criminal penalties, including imprisonment.

Additionally, if you pass along Material Nonpublic information to friends or family in circumstances that suggest you were trying to help someone make a profit or avoid a loss, this can also be considered insider trading ("**Tipper**" and "**Tippee**" liability). This type of disclosure could also be a breach of corporate confidentiality. For this reason, be careful to avoid discussion of sensitive information anywhere that others may hear it.

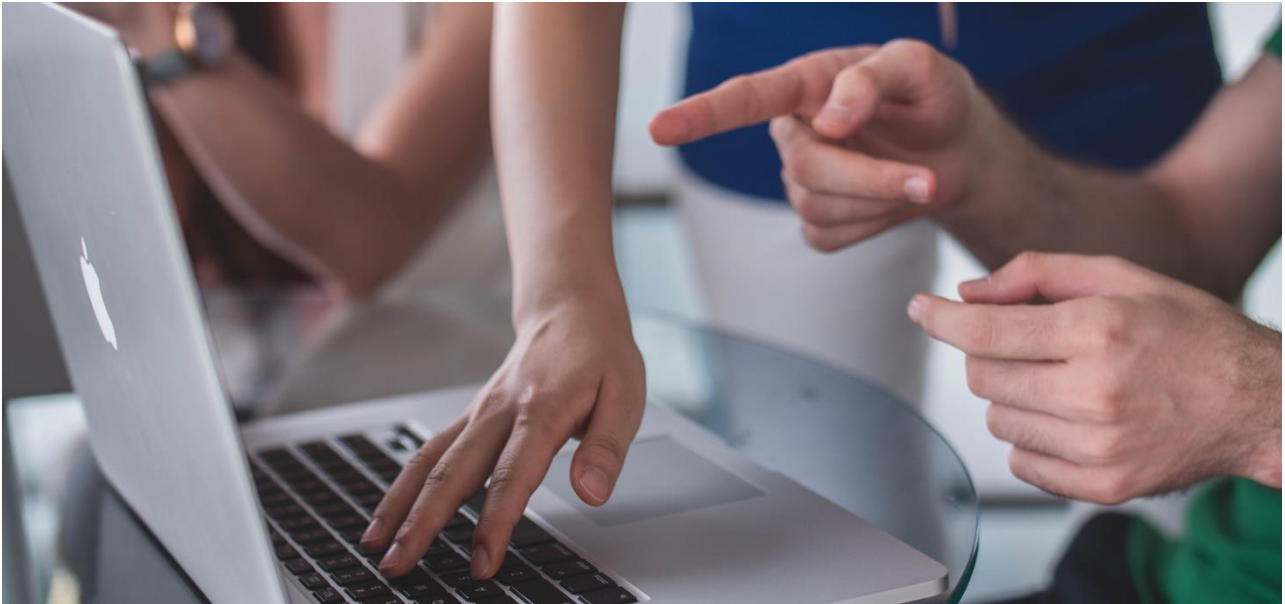
m) Pending Charges, Arrest, and Conviction Reporting Policy

All Employees are required to immediately (within 24 hours of occurrence or as soon as practically possible) report to management any convictions under federal law for which a pardon has not been granted.

n) Immigration Law Compliance

The United States immigration law prohibits employers from recruiting, hiring, or continuing to employ illegal immigrants. The Company is committed to meeting its obligations under United States immigration laws. To ensure that the Company employs only United States citizens and aliens authorized to work in the United States, each new employee is required to complete an employment

eligibility verification Form I-9 and present appropriate documentation establishing identity and employment eligibility. This information is then verified through E-Verify to confirm work authorization. Former employees hired must also complete the I-9 Form if one has not been completed for the Company within the past three (3) years or if their previous I-9 is no longer retained or valid. The Company does not discriminate against applicants based upon citizenship or national origin.



SECTION 2: EMPLOYER POLICY

2.1 EMPLOYMENT DEFINITION AND STATUS

An “Employee” is a person who regularly works for the Company on an hourly or salary basis. Employees may include exempt, non-exempt, full-time, part-time, and temporary persons, and others employed with the Company who are subject to the control and direction in the performance of their duties.

a) **Employment Classification**

Pursuant to the Fair Labor Standards Act (“**FLSA**”) and applicable state laws, employees are classified as either “**exempt**”, “**non-exempt**”, or “**hourly**”. Exempt employees meet certain criteria under federal and state labor statutes. Non-exempt and hourly employees are entitled to overtime pay as provided for under the FLSA. Exempt employees are not entitled to overtime pay.

Employees are assigned an employment status classification of either regular full-time or regular part-time employment. Regular full-time employees work a minimum of 30 hours a week on a regularly scheduled basis. Part-time employees are those employees who work less than 30 hours a week on a regularly scheduled basis or an irregular basis.

b) **Employment At-Will Statement**

All employees are employed “**At-Will**”. At-Will means that both you and the Company have a right to terminate your employment at any time with or

without notice, reason, or cause. Any oral statements, promises, or assurances to the contrary are not binding on the Company and should not be relied upon by any employee.

Further, statements contained in any employment application, training materials, guidelines and procedures, or other materials do not constitute or imply an employment contract of a particular term, and should not be relied upon by any employee or applicant under any circumstances as assuring continued employment or superseding your at-will employment relationship with the Company.

Only Executive Management has the authority to engage in any employment agreement, which must be in writing, signed by an authorized agent of the Company, for any specified period or to make any promises or commitments contrary to the foregoing.

2.2 EQUAL EMPLOYMENT OPPORTUNITY

The Company will pursue a policy of providing equal employment opportunity ("**EEO**") for all employees, at all levels and in all areas of the work environment without regard to national or ethnic origin, race, color, sex (including pregnancy, child birth, gender identify or expression, sexual orientation, and related medical conditions) religion, creed, age, ancestry, marital status, qualified mental or physical disability, veteran status or military service, or any other status protected by law. To implement our EEO Policy, the Company will ensure that:

- Qualified individuals are recruited, hired, trained, and promoted for all jobs without regard to any protected status, as specified above. Other employment-related actions included in our EEO efforts are compensation, benefits, transfers, layoffs, returns from layoff, Company-sponsored training, and education; and
- Placement decisions are based on business needs and individual's qualifications for the position being filled.

It is our desire to recruit and employ individuals that enable the Company to utilize their diverse experiences, knowledge, and backgrounds to continually develop organizationally.

A discrimination-free environment requires cooperation between the Company's leadership and all employees. It is the responsibility of every employee to interact and communicate with their fellow employees utilizing common courtesy, respect, and dignity. All employee's attitudes and actions comprise an equally important contribution to the successful diversity of the Company.

If you ever believe you are being treated unfairly, you should immediately notify Human Resources.

2.3 ANTI-DISCRIMINATION / ANTI-RETALIATION

The Company is committed to treating its employees with dignity and respect. Discrimination or harassment occurring in the workplace, or in other settings in which employees may find themselves in connection with their employment, will not be tolerated.

As part of our EEO Policy, the Company prohibits abusing the dignity of any employee, customer, or work-related business contact through ethnic, racist, sexist, religious, age-related comments, references or materials, or with respect to any employee's disability (actual or perceived), height, weight, veteran, marital status, ancestry, or other protected category under state or federal law, or under the Company's EEO policy. Derogatory comments, slurs, statements, or derogatory or objectionable conduct will result in disciplinary action up to and including immediate termination of employment.

As a Company, we comply with the Genetic Information Nondiscrimination Act of 2008 ("**GINA**"), and as such, we will not request or use any genetic information about you or a family member, except as may be specifically allowed by this law. Please notify your medical providers not to provide any genetic information when responding to a request for medical information from the Company.

Any employee who believes he or she has been the subject of any illegal discrimination or harassment, including sexual harassment, should report the alleged act in writing to Human Resources. An investigation of such a complaint will be undertaken by the Company immediately and in a manner to protect confidentiality to the extent practicable under the circumstances. Any employee who has been found, after a reasonable investigation by the Company, to have harassed or discriminated against another employee in violation of these policies will be subject to appropriate disciplinary action up to and including termination of employment.

In addition, the Company will not allow any form of retaliation against individuals who report alleged violations or who cooperate in the Company's investigation of such reports. Retaliation is unacceptable, and any form of retaliation will result in disciplinary action, up to and including termination of employment.

2.4 HARASSMENT AND WORKPLACE VIOLENCE

The Company strives to create and maintain a work environment in which people are treated with dignity, decency, and respect. The Company will perform annual harassment training with all employees and will not tolerate any harassment or workplace violence. All employees, regardless of their position, are covered by and are expected to comply with this policy and take appropriate measures to ensure that prohibited conduct does not occur.

a) Preventing Harassment

Our work environment must be free from any form of intimidation or harassment. We will not tolerate verbal or physical conduct by an employee, customer, or other non-employee that harasses or disrupts another employee's work performance or that creates an intimidating, offensive, abusive, or hostile work environment. Our commitment is to provide an environment that fosters mutual trust and respect.

b) What Is Considered Sexual Harassment?

Examples of sexual harassment include, but are not limited to, unwelcome sexual advances or verbal statements, physical contact of a sexual nature, or the display of sexually suggestive objects or pictures. Our commitment to preventing harassment requires the cooperation of all employees to speak out when a co-worker, manager, or anyone connected to our Company, including non-employees, engages in conduct that makes them uncomfortable or intimidates

them in the workplace or in connection with their employment with the Company.

c) Promoting Health and Safety

We are committed to providing a safe and healthy work environment. Employees are responsible for observing the health and safety rules, policies, practices, laws, and regulations that apply to their jobs and for taking precautions necessary to protect themselves, their co-workers, and other persons present in Company facilities. Employees are also responsible for immediately reporting accidents, injuries, occupational illnesses, and unsafe practices or conditions to their manager. Questions about possible health and safety hazards at any Company facility should be directed to a manager or Compliance Department.

d) Preventing Workplace Violence

Being considerate of others and exhibiting appropriate behavior helps foster a workplace that is free from violence. Acts or threats of physical harm or violence, hostile physical contact (including intimidation, harassment, or coercion), or any other actions that are threatening or hostile in nature and occur on Company property or affect Company operations will not be tolerated. The Company does not allow firearms, explosives, or weapons in Company facilities, in Company-owned or leased vehicles, or on their person while conducting Company business. Employees are expected to report any actual or potentially violent behavior that could cause risk to others immediately to their local management.

2.5 AMERICANS WITH DISABILITIES ACT

The Company is committed to complying with all applicable provisions of the Americans with Disabilities Act ("**ADA**") and the Americans with Disabilities Amendments Act ("**ADAAA**") Amendment Act of 2008. It is the Company's policy not to discriminate against any qualified employee or applicant with regard to any terms or conditions of employment because of such individual's disability or perceived disability so long as the employee can perform the essential functions of the job with or without reasonable accommodation. Consistent with this policy of nondiscrimination, the Company will provide reasonable accommodations to a qualified individual with a disability, as defined by the ADAAA, who has made the Company aware of his or her disability, provided that such accommodation does not constitute an undue hardship on the Company.

Employees with a disability who believes they need a reasonable accommodation to perform the essential functions of their job, including the need for an assistance animal, must notify the Company in writing of the need for the accommodation. Upon receipt of an accommodation request, the Company and the employee will discuss and identify the limitations resulting from the identified disability and the potential accommodation(s) that the Company might make. Factors considered may include the nature and cost of the accommodation, feasibility of assistance animals in the production setting, and the Company's overall financial resources and the accommodation's overall impact on the operation of the Company, including its impact on the ability of other employees to perform their duties and the Company's ability to conduct business. An employee or job applicant who has questions or believes that he or she has been discriminated against based on a disability should notify Human Resources. All such inquiries or complaints will be treated as confidential to the extent permissible by law.

2.6 CONFIDENTIALITY

We are committed to protecting the Company's confidential and proprietary information and acting responsibly with the sensitive information of employees, customers, and stakeholders.

a) Data Privacy

We respect privacy related to personal information, personal identifying information ("**PII**"), and personal health information ("**PHI**"). PII is any information that standing alone or in conjunction with any other data can identify a person or their personal address. PHI is any information about a person that pertains to their health or attributes of that person including, but not limited to, any physical attributes.

It is critical that we safeguard all PII and PHI and follow the same rules for protecting our Company's confidential information. Consult with the Company's Legal Department before transferring personal information to individuals between countries and before establishing or updating any system, process, or procedure to collect, use, disclose, or transmit PII and PHI.

b) Intellectual Property

Among the Company's most valuable assets is its intellectual property such as patents, trademarks, trade secrets, copyrights, and other similar proprietary non-public information. To protect these assets, we establish, protect, maintain, and defend our rights in all commercially significant intellectual property and use those rights in a responsible way. In addition to protecting the Company's intellectual property rights, we respect the valid intellectual property of others. Unauthorized use of the intellectual property rights of others may expose the Company to liability. New Company products, services, processes, and software, as well as any proposed use of the intellectual property of others, should be reviewed by the Company's Legal Department. Make sure your manager knows about such use so that they can notify the Company's Legal Department.

c) Protecting Intellectual Property

Be aware that photocopying, excerpting, electronically copying, or otherwise using copyrighted materials may be prohibited by law. Even if the material is available for copying, such as information downloaded from the Internet, does not mean it is automatically permissible to copy or recirculate (for example, by email or by posting to an intranet site). All copies of work that can be made public must bear the prescribed form of copyright notice. Our intellectual property includes ideas, inventions, and works (recipes, grow techniques, etc.) relating to our business created during your employment with the Company, or while using the resources of the Company. This means you are required to promptly disclose all such developments to management, so the Company can evidence ownership or obtain legal protection.

2.7 RECORDS MANAGEMENT POLICY

To properly administer the personnel functions of a business, the Company must gather and maintain personal information about our employees on certain occasions. The Company recognizes each employee's rights to privacy and actively seeks to avoid any unwarranted intrusion upon that right. We take reasonable steps to ensure the accuracy, completeness, and timeliness of the information in our possession. The

purpose of this policy is to set forth the guidelines regarding the collection, maintenance, and disclosure of employee information.



SECTION 3: HEALTH AND SAFETY

3.1 SAFETY, SECURITY AND WEATHER

The Company is committed to providing a safe, secure work environment for its employees, customers, vendors, contractors, and visitors. Each facility has a printed copy of that location's emergency action plan. Employee can access the plan by asking their manager. Employees should review this information and become familiar with the plan should an emergency happen.

a) Environmental or Safety Concerns

All environmental or safety concerns must be immediately reported to your manager upon discovery.

b) Severe Weather

The Company will make every effort to maintain normal work hours even during inclement weather. If a facility is closed on a given day due to inclement weather or due to emergency conditions, Human Resources or your manager will notify you of whether to stay home.

c) Security and Visitors

Visitors may be required to sign the confidentiality agreement before entering the office or any licensed facility as our processes are nonpublic and proprietary. All Visitors in any restricted area must always be escorted by an employee in any licensed facility and must strictly follow our [Visitor's Policy SOP](#).

All non-customers in any waiting area of any facility must be signed into the [Visitors' Log](#) but do not need to be escorted.

Employees should report any unauthorized individuals to their manager immediately.

d) Security Inspections

The Company is committed to maintaining a safe and healthy work environment that is free of illegal drugs, alcohol, weapons of any kind, explosives, or other unauthorized materials and to protect the safety and security of all employees and the communities in which we are located. To that end, to the extent of the law, the Company prohibits the possession, transfer, sale, or use of such on its premises, and requires the full cooperation of all employees to meet this commitment.

While the Company recognizes the interests of employees maintaining a work environment that respects the individual privacy rights of all employees, the Company must on occasion balance those interests with its need to maintain a safe, healthy, and productive work environment. Accordingly, the Company reserves the right to inspect the contents of any packages, boxes, or containers being removed from the workplace and may do so periodically on an intermittent or random basis. Additionally, the Company reserves the right to open any lockers, desks, file cabinets, or other containers as it deems necessary and/or appropriate to maintain a safe, healthy, and productive work environment. This may include the cutting of locks if keys or combinations are unavailable. The Company will, in its sole discretion, reimburse, repair, and/or replace any damaged or broken locks or items which may occur in this process. The Company will also resecure, with locks or otherwise, the item opened upon completion of the procedure, and to the extent practicable under the circumstances, attempt to maintain the privacy and/or confidentiality of any personal articles. For this reason, the Company recommends employees do not maintain objects or materials, which they desire to remain strictly private and confidential, on Company premises.

e) Firearms and Weapons

Bringing, or attempting to bring any firearm, weapon, explosive, flammable or combustible substance, or hazardous or dangerous material onto Company property is strictly prohibited to the extent permitted by state law. The Company reserves the right to take necessary action against those suspected or confirmed to be in violation of our firearms and weapons policy. For the purpose of this policy, Company property shall include the corporate office, the land on which the office is located, the premises of any affiliate or subsidiary, and any Company vehicle.

In states with laws permitting employees to keep firearms in a locked employee vehicle, employees may do so if they are in compliance with state law. Any failure to comply with state law may result in disciplinary action up to and including termination of employment.

f) On the Job Injuries

All employees involved in an on-the-job accident - whether causing the accident or being injured as a result of the accident - which results in a personal injury requiring medical treatment or other than minimal damage to property may be required to be tested for the presence of drugs or alcohol unless the Company determines in its sole discretion that the testing would be inappropriate under the circumstances. The Company will not require testing where the accident was very unlikely to have been caused by the use of drugs or alcohol (e.g.,

repetitive strain injury, bee sting, etc.). The Company will make the determination for testing at its sole discretion depending on the facts and circumstances surrounding the injury or property damage. All employees responsible for causing another employee to be injured on the job may also be required to take a drug and/or alcohol screen and may be suspended from their duties pending the test results.

It is the duty of each employee to report all accidents, unsafe conditions, and unsafe acts to your manager and Human Resources immediately!

3.2 BUILDING SECURITY

All employees must follow their location's security rules and regulations. Locations will require security key cards with an identification picture. Lost cards and badges must be reported to your local security agent or manager, and employees may be required to pay the replacement cost if more than one fob or badge is lost per calendar year.

Please refer to the Emergency Response Plan ("**ERP**") for your location.

Some general facility security rules are as follows:

- Employees should not be unsupervised in any area that they are unauthorized.
- Employees must key the doors before entering any keyed secured area to record the foot traffic in and out of the various areas of the building.
- If an employee observes anyone in a secured area that does not belong in that area, and they are unaccompanied by a manager or security, they are required to report the presence to a manager or security.
- No tailgating is permitted, i.e. the door must completely close between every employee into any area where a key is required. We know this seems odd in practice, but it is in the best interest of facility security.

The Company assumes no risk for any loss or damage to personal property at the Facility. The Company recommends all employees to have personal insurance policies covering the loss of personal property left at the Facility.

3.3 CELLPHONES AND OTHER ELECTRONIC DEVICES

a) **Safety Issues for Cellular Phone and Smart Phone**

Studies have shown a correlation between driver distractions, such as cell phone use, and unsafe vehicle operation. The Company prohibits the use of mobile devices or texting while driving a motor vehicle for Company business or operating a Company vehicle. In jurisdictions permitting the use of handheld devices while operating a motor vehicle, their use is prohibited as a matter of Company policy. Your phone's Bluetooth system should be set up before driving.

Employees charged with traffic and/or other infractions because of the use of electronic devices while driving will be responsible for paying any fines, penalties, and/or associated costs. The Company expressly disclaims any liability for such.

b) Personal Phone Usage

Personal phone use is prohibited while “on-the-clock” unless an emergency arises. The use of personal phones on Company time is subject to disciplinary action up to and including termination.

Each manager is responsible for creating a cell phone policy that fits the needs of the facility. In general, cell phones should not be used during work hours by employees. All employees are required to follow the “Social Media Policy” referenced below.

c) Video or Audio Recording Devices and Pictures

Camera phones or other audio or video recording capable devices must not be used within the Company to invade employees’ personal privacy or breach the confidentiality of the Company’s trade secrets or other Company protected information.

For example: Other than those who are explicitly allowed to take such pictures for the Marketing Department or managerial purposes, no pictures of the products are allowed (plant photos, intermediate product, or finished product). Any such pictures shall be deleted, and the posting of any such unauthorized pictures online may result in disciplinary action up to and including termination.

d) Company Provided Devices

This subsection applies to the use of devices provided by the Company and to personal mobile devices with access to Company data.

Company provided devices, including but not limited to computers, smartphones, tablets, laptops, mobile devices, that are used for business purposes, including the email server, must be password protected.

At any time upon a request, the employee may be asked to produce the Company provided device(s) for inspection. Upon resignation or termination of employment, the employee (or then former employee as the case may be) must return all Company devices and equipment with any such protective passwords. The Company reserves the right to access and monitor all information, communications, and messages on Company-provided devices. The Company has the right to inspect, retract, or delete any Company data on personal devices. All employees are always expected to follow applicable state and federal laws or regulations regarding the use of mobile devices. Please be advised that you should have no expectation of privacy in the use of any Company provided devices and other Company provided electronic equipment and programs. You are assumed to be responsible for all devices assigned to you, and you should treat it/them with the same care you would your own devices. Any loss or significant damage beyond reasonable wear and tear to any Company provided devices may be assessed to you.

The Company will not be liable for the loss of personal phones and portable devices brought into the workplace.

e) **Computer, Email, and Internet Use**

The Company provides some employees with computers, software, network access, Company email accounts, and work-place internet access needed to facilitate work performance. These systems are the property of the Company, and as such, shall be treated as confidential.

Timed password-protected screen savers must be used for the purpose of safeguarding data that may appear on an employee's screen should the employee briefly leave the workstation. Employee passwords are confidential and should not be given to anyone. Employee passwords should be changed every 90 days. This includes but is not limited to passwords for email and laptops. Employees should not use the same password for multiple accounts.

To help mitigate risk, employee computers are to be used only by the employee. Employees are prohibited from sharing passwords or Company devices.

Employee computers are to be used only for work purposes. Employees are prohibited from installing any non-Company approved programs and games on their work provided electronics. If employee-installed software is found to be interfering with their computer or their work, the software will be removed, and the employee may be blocked from installing software in the future.

The Company reserves the right to access and monitor all information, communications, messages, data, and files on all company equipment including the phones, computer, or email system. Please be advised that you should have no expectation of privacy in the use of any Company-provided computers, phones, and other equipment.

The Company email system is to facilitate business communications. The computer systems, software, network devices, Company email, and internet are not to be used in any way that may be illegal, fraudulent, harassing, discriminating, disrespectful, defamatory, offensive to others, or harmful to morale.

Unacceptable use or behavior includes, but is not limited to, the following:

- Visiting internet sites that contain obscene, hateful, or pornographic material
- Undertaking deliberate activities that waste staff effort or networked resources
- Introducing any form of computer virus into the corporate network
- Installing or using unlicensed, pirated, or unauthorized software
- Distributing, disseminating, or storing images, text, or materials that might be considered indecent, pornographic, obscene, illegal, offensive, or abusive
- Breaking into the system or unauthorized use of a password/mailbox

Any employee found to be in violation of this policy may be subject to disciplinary action, which may include termination and/or legal repercussions. All communications including text and images may be disclosed to law enforcement and other third parties without the prior consent of the sender or receiver.

3.4 INTERNAL APPLICATION PROCESS

As a Company, we are committed to investing in our employees and supporting their professional growth and career advancement. The internal hiring process policy describes the process for recruitment from within the company to fill available roles. The policy applies to all employees interested in career growth within the Company. The policy gives the procedure to be followed for Internal recruitment and explains the Company's role in facilitating internal growth.

Policy Guidelines

Internal promotions allow employees to advance their careers and grow with the Company. To ensure a fair and consistent internal application process this policy provides guidance for managers and team members alike.

Eligibility

- Employees should have six months in their current role. **Exceptions with Executive approval will be considered.**
- Employees must be in good standing (**NO** coaching and corrective action on file in the past six months).

Employees applying to a management role should have six months in their current role and meet the minimum qualifications of the position. If you do not meet the minimum qualifications your manager is required to provide an endorsement that highlights why you are qualified for the position.

Process

- Employees wishing to advance should be checking our internal postings often. Any resumes received after five days internal posting has closed will be denied.
- Employees that wish to apply to a job posting must have a discussion with their manager for approval.
- Once the employee received management approval, they can apply to the position they are interested in via Evolve by clicking on the hamburger menu > single person > my career > search for jobs.
Employees **must** upload an updated resume with Gage experience when applying. Applications without an updated resume attached will be rejected.

3.5 SOCIAL MEDIA

The Company recognizes online social networks including Instagram, Facebook, Twitter, Twitch, and professional networking sites such as LinkedIn ("Social Media") are an important and engaging day-to-day way to share information and interact with third-parties, both to the benefit of the organization and for our employees' personal use.

The Company supports and encourages our employees' right to act responsibly online with the organization's core integral brand values in mind. The line between work and personal life, however, may become blurred, whereby the use of social media to post content including, but not limited to, text, images, or videos ("content"), at or outside of work may have a negative, and much often unintended, impact on the organization, our guests, coworkers, business partners, and the overall public perception of Gage Cannabis.

We have therefore developed this Social Media Policy to support our employees in understanding best practices to remain compliant with Company policy and wider industry regulatory governance.

We look forward to building a positive & engaging digital work environment together here at Gage Cannabis.

Posting Authority

When engaging online there is a difference between:

- Speaking on behalf of the company: “We are proud to announce here at Gage Cannabis”
- Speaking about the company: “I think that working at Gage Cannabis is awesome...”

As employees, we are free and entitled to use our Social Media accounts in any manner outside of work. However, it is important to remember that we must not post content in a manner that is to be perceived that you are speaking on behalf of the Company, or to post content that might be perceived to reflect negatively on the organization. Unless your role expressly authorizes you to speak on behalf of the Company, or you have been given the authorization to do so by Marketing Department - you are not permitted to post content on behalf of the Company or respond to comments made by any third party across any online platform or site, including those owned by Gage Cannabis.

If you do post content about the Company - remember that you are not speaking on behalf of the Company - you must clearly indicate your relationship with the Company, and that you are providing your opinion only. You must make it clear in your posting that you do not have the capacity to speak on behalf of the Company. If you are permitted by the Marketing Department to post on behalf of Gage Cannabis, all content must follow clear direction provided by and be edited or removed subsequently as required or deemed inappropriate.

Accountability

As an employee, your conduct is subject to the Company’s Code of Ethics in all public settings, whether or not you are authorized to act on behalf of the Company. This includes the content you post through Social Media platforms while at work or in your personal lives. Gage Cannabis trusts and expects that as an employee, you will exercise good personal judgment whenever you engage in online activity.

While we are allowed to repost other users’ accounts online if given permission to do so; reposting any content that is of illegal activity, high-risk activity, or any that may be construed as advertising in the context of us posting the content is prohibited. The following examples highlight what is allowable and what is not.

- Reposting yourself or someone smoking cannabis products in their car (operating machinery including cars is illegal), or in any other obvious public place (as it would appear, we are endorsing such illegal or ill-advised activity). Reposting someone with fistfuls of cash and product (this is ill-advised and high risk as it gives the optics of illegality).
- Reposting medical claims made by a third party, whether it is a company or an individual.

- Certain claims can be made by a company that is not a seller of products, and the nature of the conveyance of information may change if done by a seller of the goods.

Any posting that includes illegal activity is grounds for termination.

In addition, your use of social media while at work should not interfere with your duties or work commitment. Be conscious of mixing your work and personal lives. Be mindful of the fact that anyone, including co-workers, managers, and supervisors, may have access to the information you post online.

Recognize you are ultimately solely responsible for anything you always post online across your accounts. If any content you post is harassing, creates a hostile work environment, is confidential or proprietary in nature, defamatory, inaccurate, or misleading, you may be subject to disciplinary action, up to and including termination without notice, and any subsequent legal liability.

Integrity

Gage Cannabis does not condone or encourage the creation of any false posts, blogs, or comments, or the use of pseudonyms that are designed to mislead the public. Do not make any medical claim about the effects of CBD or THC. These types of claims allude to the products “treating” or “curing” any condition. At our core, we are to retain our corporate integrity always. All Social Media accounts or profiles that are controlled by the Company shall state that fact to users.

Whereas any Gage Cannabis content or copy may be written by employees of the Company or by individuals who have been retained to write them on our behalf, comments about such content may be made by any individual. Any employee who does comment on the content, or third-party content, shall disclose their relationship with the Company, or the capacity to which they have permission to respond, or whether the comments are merely personal opinions.

Respect

At all times, when posting online, you should speak respectfully about the Company, your co-workers, our guests, our partners, and competitors. Do not post content or engage in any name-calling or behavior that will reflect negatively on the Company's reputation or that would appear to be discriminatory or harassing. Remember, while you may intend for your comments to remain private, they may be visible or forwarded to others outside your circle of friends.

Confidential Information

Gage Cannabis is subject to numerous industry regulations. As an employee, you may have access to confidential or proprietary information, including but not limited to legal or financial matters, pricing strategies, new programs, or information from third-party suppliers or partners. The release of this information or the inaccurate reporting of such material could have severe consequences to the Company. Any breach of confidentiality is subject to disciplinary action, up to and including termination, and may be subject to further legal consequences.

Privacy

Gage Cannabis is committed to protecting individuals' rights to privacy and the personal information of our guests and employees. We will never disclose your personal

information or ask individuals to provide us with their personal information via Social Media platforms. Any personal information that individuals choose to share is up to them. To protect patient privacy, no photos of customer faces while they are in or immediately outside a licensed facility are prohibited.

Copyright & Ownership Rights

The Company respects the right of copyright owners and will not post content that we do not own or have the right to reproduce anywhere. In the event that we are made aware of any potential copyright violations in the material we have posted or that have been posted by third parties on our website, or through our Social Media platforms, Gage Cannabis will investigate the matter and remove the offending content where applicable within a reasonable timeframe.

As an employee of Gage Cannabis, you are not permitted to use any material in which you do not have ownership rights. This includes material owned by the Company. You must receive permission to use material owned by the Company, including our trademarks and logos, and such use must not be done in a manner that would suggest you are acting on behalf of the Company or in a manner that may be confusing to the public. No photos of the store or inventory may be posted online without written consent of management.

General Conduct

To maintain a positive and engaging social climate, we ask you to conduct your digital behavior with integrity. We always encourage you to be yourself, while demonstrating respect and professionalism to other individuals, even if you disagree with them. Do not flood, spam, post junk mail, or link to third-party sites or content that violates any of these guidelines. Any unacceptable content reported (specifically the use of sexually graphic or offensive, discriminatory, defamatory, obscene language, or promotion of illegal activity, etc.) will be requested to be deleted immediately. Anything you post online, whether a quote, comment, photograph, or article must either be owned by you; or must have expressed permission to use the content from the copyright owner; or must demonstrate credited reference-in-full of the original author.

As the last recommendation, protect yourself online always. Demonstrate wisdom with what personal information you share, where, how, to, and with whom. Your digital identity is an extension of you.

3.6 TOBACCO-FREE ENVIRONMENT

Tobacco is not allowed to be consumed on the premises at any licensed or permitted facility. This includes but is not limited to cigarettes, e-cigarettes, and chewing tobacco. Employees may only use tobacco products in specifically designated outdoor smoking areas.

3.7 SUBSTANCE USE/ABUSE POLICY

The Company recognizes that its own well-being and future are dependent upon the health of its employees. Accordingly, we have the right and the obligation to maintain a safe, healthy, and efficient working environment for our employees.

The Company has a performance-based medicinal drug policy. If your work is impaired due to any medicinal use of any legal drug, you may be dismissed from work with or

without pay as determined by the totality of the circumstances. If your work is impaired due to any illegal or unauthorized drug or substance, you may be dismissed from work with or without pay and subject to discipline up to and including termination.

Employees are prohibited from using marijuana, or vape products, at any Spartan Partners Services, LLC premises, including any permitted or licensed facilities, all Gage and Cookies locations, Corporate Office, or any other business affiliated with Spartan Partners Services, LLC., in accordance with Marijuana Regulatory Agency administrative rules, local laws, and facility policies.

The Company use/abuse policy also applies to any Company-sponsored/hosted events or activities associated with the Company brand.

Substance abuse is defined as the use of alcohol or other controlled substances as defined by federal, state, or local law. Any visible intoxication of any employee can and may result in disciplinary action up to and including termination.

3.8 WORK ENVIRONMENT EXPECTATIONS

Employees are expected to maintain a clean and professional working environment. All employees share the workspace, and it is the responsibility of all employees to maintain a clean kitchen, break room, and workspace.

- Food and beverages are only permitted in designated break areas.
- Clean up – wash your dishes, throw away your food, and wipe up messes immediately.
- Microwaves – monitor your food while in use and share the microwave(s).
- Refrigerator – eat or dispose of food stored in the fridge, label containers, be aware that the fridges may be cleaned out as needed with or without notice.
- If applicable, personal desks and workspaces, including keyboards, phones, etc., should be well maintained and cleaned periodically.
- No food or drink (except water and approved water bottle) are allowed in any facility's locker room or clean area. Please confirm with your leader if you are unclear what kinds of water bottles are approved/not approved.



SECTION 4: EMPLOYMENT

4.1 PERFORMANCE MANAGEMENT

You and your manager will work together to develop objectives and goals for each review period. These will serve as criteria for your annual performance appraisal and help you develop a plan for your ongoing success, growth, and development. It is recommended that you and your manager meet to discuss your performance throughout the year.

4.2 TERMINATION OF EMPLOYMENT

As the Company is an at-will employer and thus cannot guarantee employment of a specific duration, employees, like the Company, may terminate employment at any time, with or without cause or notice.

Employment with the Company may cease under each of the following circumstances:

- When an employee resigns, retires, or is terminated.
- When an employee walks off the job, whether or not the employee clocks out or notifies his or her manager (this will be considered a voluntary termination).
- When an employee fails to report for work the workday following completion of an approved leave of absence.

In the unfortunate event of termination, all Company property must be returned, including physical items such as hardware as well as any Company information, whether printed or electronic (the “**Company Property**”). Company Property may include but is not limited to: business reports and information, credit card, keys, removable media, mobile devices including laptops, cell phones, tablets and accessories, security access card and badge, paper printouts of any nonpublic information, etc..

The employee’s mailing address will be confirmed upon termination to ensure any future correspondence like the mailing of tax documents. The cost of replacing any

missing property not returned may be assessed and charged to the Employee that failed to return such Company Property.

In your final paycheck, you will receive payment for all hours worked up through your last day of employment. Fringe benefits cease on the day of termination ("last day worked"). Exceptions to this *last day worked* provision apply to layoffs and leaves of absence. The Company will comply with all applicable state or local laws.

a) Voluntary Termination (Resignation)

Employees are encouraged to submit a written resignation letter to their manager and copying Human Resources at least two (2) weeks in advance of the date of termination (the "**Notice Period**"). Employees who resign without providing the Company with two weeks of written notice may be ineligible for rehire. Moreover, employees may not use Paid Time Off ("**PTO**") time during the Notice Period. The Company, at its discretion, may choose to terminate employment prior to the employee's requested last day.

All employees leaving the Company on a voluntary basis will have the opportunity to participate in a confidential exit interview conducted by Human Resources.

b) Involuntary Termination

If an employee is involuntarily terminated, no notice or pay in lieu of notice will be given unless required by federal or state law. Involuntarily terminated employees are ineligible for a payout for any unused PTO unless required by applicable law.

The Company reserves the right to discipline and terminate employees for reasons not explicitly stated in this Handbook. Failure to enforce these rules shall not be deemed a waiver of their applicability. The use of coaching and corrective action procedures does not alter the at-will relationship between the employee and the Company.

Any violation of policies as set forth herein will be cause for disciplinary action, up to and including immediate termination of employment; including but not limited to the following situations:

- Violation of the Substance Use/Abuse Policy.
- Using alcohol and marijuana on the premises at any licensed or permitted facility, or office. This includes but is not limited to vapes, edibles, and cartridges.
- Leaving the facility during working hours without the permission of the manager or sleeping on the Company property during working hours.
- Clocking in another employee's hours.
- Fighting, using abusive, coercive, intimidating, profane or threatening language, and/or behavior or actions on Company property. This includes any form of harassment, violence, or threat of violence toward a fellow employee or leader.
- Conducting gambling devices, lotteries, punchboards, bookmaking, or performing immoral or indecent acts.
- Theft or destruction of the Company's or another employee's property.
- Dishonesty, such as falsifying any records or reports including personnel, absence, sickness, and production.
- Possession of firearms, explosives, or weapons of any kind on Company property, except as permitted by state law.
- Insubordinate conduct or refusal to follow a leader's instructions, including refusal to perform a job.

- Being convicted of a crime that indicates unfitness for the job or raises a threat to the safety or well-being of co-workers.
- Disclosing Company confidential or proprietary information to unauthorized persons.
- Tampering with, careless use of, or damaging of tools, machines, or equipment to produce scrap or delay work.
- Engaging in “horseplay”, running, scuffling, throwing things, or interfering with fellow employees or leaders.
- Collecting money or soliciting contributions on the Company’s property for any purpose whatsoever during working time without the permission of the Company. Solicitation or distribution of any written or printed material during working hours.
- Loitering, visiting, or loafing in restrooms or any place where the employee’s duties do not call for his or her presence.
- Failure to begin work at scheduled start time or quitting work before your scheduled quitting time (including lunch and breaks).
- Failure to comply with all obligations imposed upon employees by the Company.
- Failure to observe all safety rules, regulation, or practices, including traffic speed limits and operating procedures of any vehicle and/or machine on the Company’s property.
- Altering of any safety equipment.
- Failure to meet standards of quality and performance as established by the Company.
- Failure to observe all facility regulations as published.
- Excessive use of foul language or use of abusive language.
- Failure to comply with prescribed treatment programs for work-related injury or illness.
- Lack of cooperation with co-workers, customers, or vendors.

The foregoing is not intended to be all-inclusive of the required discipline, and the Company reserves the right to change or amend these rules and regulations. The Company may also establish supplemental rules and regulations that apply only to specific equipment, areas, or conditions.

4.3 REHIRING EMPLOYEES

Former employees can apply to job postings and may be considered on the same basis as other applicants. Prior performance and the circumstances surrounding the termination of previous employment, will also be considered. Pre-employment background checks will be required. Rehired employees will become eligible for Company benefits based on their most recent hire date.



SECTION 5: BUSINESS CONDUCT

5.1 DRESS CODE AND PERSONAL HYGIENE

Employees contribute to the Company culture and the reputation of the Company in the way they present themselves. As such, a professional appearance is essential to making a good impression with customers as well as Company shareholders. Good grooming and appropriate dress reflect employee pride and inspire confidence.

All employees are expected to maintain good hygiene and dress appropriately as determined by their individual job functions. At corporate headquarters (Troy office), the dress code is described as *business casual*. In the event of a shareholder or executive meeting, *business attire* may be requested. If you have any doubt as to the appropriate dress code, please ask your manager.

All employees must follow the minimum guidelines as listed below:

a) General Expectations

- Ensure that you are neat, clean, and well-groomed in your dress and personal hygiene.
- Use good judgment. If your attire is something you would wear to do yard work or play sports, it is inappropriate for work.
- Shoes must be worn at all times.
- Undergarments must be worn and should not be visible.
- If your job responsibilities put you in front of customers and the public, you may need to dress beyond your normal business casual dress code.
- If you are unsure, ask your manager or Human Resources for clarification on proper attire for your position.

b) Inappropriate Clothing (Cannot Be Worn)

- Worn out or stained clothes and shoes.
- Clothing with rips, holes, tears, or frayed edges.
- Muscle shirts, tank tops, tube tops, halter-tops, or strapless tops.
- Tight-fitting, revealing clothing, or clothes that are not properly sized.

- Low-cut tops or crop tops (tops that show the midriff).
- Shorts or skirts that hang more than two (2) inches above the knee, rompers.
- Athletic pants of any type including sweatpants, running/biking pants or shorts, leggings, and yoga pants.
- Clothing with foul, obscene, provocative language, or images that may be offensive (including but not limited to religious and political statements).
- Flip-flops, beach sandals, or slippers.

Please use good judgment, if you are unsure or have questions, please ask your manager.

c) **Personal Hygiene**

Microbes are everywhere, and the cleaner you are, the cleaner your workplace will be as a result. Therefore, we expect that employees bathe regularly as poor hygiene can jeopardize operations and our ability to function as a successful business.

Cultivation, Processing, and Provisioning include additional dress code requirements. Please refer to your location-specific dress code policy.

Employees who fail to meet the minimum dress code or hygiene criteria will be asked to change clothes or not return to work until they have corrected the issue. Disciplinary action will be taken if an employee continues violating the dress code or hygiene policy.

5.2 BULLETIN BOARDS

Bulletin boards are for business and employment-related postings only. Approved postings are those required by law and/or are necessary for Company business. Discretion will be given to facility managers to post other items.

5.3 NO SOLICITATION / NO DISTRIBUTION

Employees may not solicit any other employee or third party for any purpose during working time. Working time includes the time for which the employee is paid and expected to be performing services for the Company. Verbal solicitation is permitted during the non-working time like a break in the break room or any outside area. However, employees may not distribute literature, notices, circulars, cards, or papers of any kind, at any time, in working areas. Employees wishing to display or post information on Company bulletin boards must receive prior authorization from Human Resources.

Similarly, except for bona fide Company purposes and as authorized by the Company, individuals not employed by the Company, may not, at any time solicit, survey, petition, or distribute literature on Company property; this includes charity solicitors, salespersons, or any other form of solicitation or distribution.

Third-party visitors are prohibited from trespassing or being present at the Company unless visiting for a bona fide business purpose relating to work and approved in advance by the Company.

Please refer to our Company's [Visitor's Policy SOP](#) for more specifics on what constitutes a visitor and how and where visitors can be inside the facilities under the Marijuana Regulatory Agency regulations.

5.4 EMPLOYMENT PERSONAL INFORMATION RECORDS

To keep our records current, employees must promptly report any changes like an address, phone number, marital status, additional dependents, insurance, beneficiaries, military status, etc., to Human Resources so that all necessary paperwork can be updated and processed by the Company.

Access to employment records is restricted to authorized employees of the Human Resource Department and managers on a need-to-know basis or as allowed or required by law. Requests for such information, received from other departments, as well as requests from outside the Company, including references of former employees, will be directed to Human Resources. Employee medical information provided to the Company is restricted to Human Resources only. Medical information will be released only upon written authorization of the employee or proper request from persons or agencies, which have a verifiable legal right to such information.

5.5 EMPLOYMENT OF RELATIVES

All relatives of employees may be considered for employment at any time. As a matter of good business sense, however, the Company does not intend for its employees to practice nepotism or to be put in a position where they may feel pressure to practice nepotism. Nepotism is defined as favoritism shown to a family member based on that relationship. Good judgment will be applied when the employee's relatives are hired. However, it is our philosophy to avoid situations where an employee would have a direct reporting relationship to a relative who is a member of management or supervision. Designated relatives: Step relatives (spouse, parents, children, grandchildren, brothers, sisters) or others who cohabitate or otherwise share a romantic or sexual relationship.

5.6 WORKPLACE RELATIONSHIPS

It is not the intent of the Company to interfere with the private lives of employees. Nevertheless, it is important to advise employees of the potential problems inherent in consensual relationships, particularly between management and those employees who fall under their management. Employees who have a direct reporting relationship to each other must inform the Company if they are cohabitating or in an on-going romantic or sexual relationship.

5.7 OUTSIDE EMPLOYMENT

The Company expects each full-time employee to devote their full time and attention to Company interests during regular hours of employment and any additional time that may be required. Outside employment or other gainful business activity by employees could involve an actual or potential conflict of interest or could affect the impartiality, judgment, effectiveness, or productivity that is expected in the performance of their duties as employees of the Company. Employees should avoid outside business or gainful activities that would divert their time, interest, or talents from Company business. Full-time employees must disclose all outside employment to their manager and Human Resources as there may be a conflict of interest.

For example, a spouse of an employee may work for a potential supplier, customer, or competitor. Special care should be taken by both individuals to conduct their affairs in accordance with the duty each owes to their employer. Employees who have access to confidential information may not engage in any outside activity that would involve the use or disclosure of any such confidential information.

5.8 LITIGATION AND INVESTIGATIONS

Like other businesses, the Company may become, directly or indirectly, involved in litigation and other legal proceedings. Legal papers regarding these matters normally flow through established channels, but other employees may occasionally receive such papers. Employees may also receive formal or informal requests for information from lawyers for private parties concerning litigation or from governmental agencies and their representatives concerning litigation or an investigation. In such instances, to protect the rights of the Company, employees must immediately contact their manager and/or the Company's Legal Department with such information.

Under no circumstances shall an employee submit to interviews, answer any questions about the Company's business, produce any documents, or respond to any such requests without the written authorization from the Company's Legal Department. At all times thereafter, the employee is required to act pursuant to the counsel of the Legal Department. There should be no public statements relating to pending lawsuits without the prior written approval of the statement by the Company's Legal Department.

5.9 COACHING AND CORRECTIVE ACTION

The Company's coaching and corrective action policy models a progressive discipline procedure. This procedure is designed to provide a structured corrective action process to improve and prevent a recurrence of undesirable employee behavior and performance issues.

Outlined below are the steps of the Company's coaching and corrective action policy. The Company reserves the right to combine or skip steps depending on the facts of each situation and the nature of the offense. Illegal behavior is not subject to the progressive coaching and corrective action policy and may result in immediate termination. Some of the factors that will be considered are whether the offense is repeated despite coaching, counseling, or training; the employee's work record; and the impact the conduct and performance issues have on the organization. Written documentation will occur in every step of the process. The employee will be asked to sign copies of this documentation attesting to his or her receipt of the coaching and corrective action outlined in the document.

Nothing in this policy provides any contractual rights regarding employee discipline or counseling, nor should anything in this policy be read or construed as modifying or alerting the employment-at-will relationship between the Company and its employees. Furthermore, employees may be terminated without prior notice or disciplinary action.

Scope

This policy applies to full-time and part-time hourly employees. An hourly employee is defined as an employee paid an hourly rate for each hour they work. Hourly employees

are also entitled to up to 80 hours of Paid Time Off, as defined in “Paid Time Off” in Section 7 of this Handbook.

Procedure

Step 1: Coaching and Verbal Warning

Step one creates an opportunity for the manager to bring attention to the existing performance, conduct, or attendance issue. A verbal warning addresses the nature of the problem or violation of Company policies and procedures. Written documentation will outline the issue and a plan on how the issue can be resolved.

Step 2: Written Warning

If the employee's performance does not improve following a verbal warning or the employee begins exhibiting further behavioral or performance issues, a written warning will be issued for the performance, conduct, or attendance issues and consequences. A written warning will address any additional incidents or information about the performance, conduct, or attendance issues and provide any prior relevant corrective action plans.

Step 3: Final Written Warning

If the employee's performance and/or behavior does not improve following a written warning, a final written warning will be issued. Employees, at this point, should understand if expectations are not met following the final written warning the next step is termination.

Step 4: Termination

The last step in the coaching and corrective action process is to terminate employment. Generally, the Company will try exercising the progressive nature of this policy by providing warnings and issuing a final written warning before proceeding to terminate employment.



SECTION 6: COMPENSATION AND BENEFITS

6.1 WAGE AND HOUR POLICY

It is the Company's policy and practice to accurately compensate employees in compliance with all applicable state and federal laws. To ensure you are paid properly for all time worked and that no improper deductions are made, you should review your pay statement in a timely manner to identify and report any errors to Human Resources. While the Company makes every effort to ensure our employees are paid correctly, on the rare occasion, inadvertent mistakes may happen. When mistakes are reported and validated, corrections will be made promptly, and as necessary. If you believe a mistake has occurred, or if you have any questions, you should immediately report the matter to payroll or your manager. If you feel you have not received a prompt and/or acceptable reply, you should immediately contact Human Resources.

a) Definitions (for the purpose of the Wage and Hour Policy)

- Workweek: the defined workweek is from Sunday (12:00 am) - Saturday (11:59 pm).
- Work Hours: normal work hours are defined in your location supplement.
- Overtime: hours worked over 40 in a week unless otherwise stated by law.
- Regular Full-Time: employees regularly scheduled to work 30 hours or more per week and are not classified as part-time, temporary, contract, leased, contingent, or other specifically designated employees.
- Regular Part-Time: are employees regularly scheduled to work less than 30 hours per week.
- Temporary: an employee who works in a position classified as full-time or part-time for a period of limited duration. Years of service begin if the employee becomes a regular full-time or part-time employee.

6.2 SCHEDULE

a) Work Schedule

All employees are expected to perform their jobs within their scheduled work hours. These work hours may be modified by their manager as necessary to meet the needs of the department or the Company.

There may be occasions when it is necessary to work overtime. Overtime is considered a condition of employment, and refusal to accommodate any such request may be cause for disciplinary action up to and including termination of employment.

All employees must receive permission to work overtime. Abuses to the Overtime Policy will not be tolerated and can result in the employee being sent home without pay at 40 worked hours or other disciplinary measures.

b) Time Records

Employees are required to accurately report all time worked. Time worked includes all time spent performing the functions of the job. Because time records are legal documents required by law, employees must ensure their time is recorded accurately and that no one records time on their behalf. Altering, falsifying, tampering with time records, or recording time on another

employee's time record may result in disciplinary action, up to and including termination of employment.

c) Attendance

To fulfill commitments to our customers and to assure a smooth-running operation, employees are expected to come to work every day and on time. The Company believes in developing and fostering a professional work environment. The Attendance Policy is created and enforced by the local management, please see your manager for full details.

General Expectations

- Arrive to work no later than the scheduled start time, as determined by your manager.
- Remain at work through the duration of your scheduled shift.
- Return from all breaks (including lunch) on time.
- Communicate, in advance (at least two weeks), to your manager of a prearranged absence.
- Notify your manager at least one hour to the start of your schedule shift of a tardy.
- Repeated tardiness and "no-call-no-shows" (where an absence is not reported before such is taken) will not be tolerated and could result in disciplinary action up to and including termination.

Employees who fail to meet the minimum attendance policy will be coached by the Manager. Disciplinary action will be taken if an employee continues violating the attendance policy.

d) Compensation

In the absence of contrary law or agreement, hourly full-time employees will be paid overtime at a rate of one and a half times their pay rate. Actual hours worked, including employee attendance at lectures, meetings, and training programs (as long as the Company requires the employee to attend), will be considered in computing overtime. Paid and unpaid leaves of absence, including PTO, holidays, and leave under the Family Medical Leave Act, will not be considered in computing overtime. Workers' compensation will not be considered in computing overtime. The Company does not allow accrual of compensatory time by employees.

e) Travel

Some employees may be required to travel in the course of their duties and may be eligible for compensation for the time they spend traveling. The compensation an employee receives depends upon the kind of travel and whether the travel time takes place within normal work hours or outside of normal work hours.

f) Other Work Outside of Work Hours

If an employee is required by their manager to take a work-related call, answer an email, or work on any work-related project after normal work hours from home or any other location, the employee should record such time on his or her timesheet and that time will be eligible for compensation. If a manager has not specifically requested work outside of work hours, the employee must get prior approval in writing.

6.3 EMPLOYEE PAYCHECKS

All hourly employees will be paid according to the following pay schedule:

- Paid weekly (Sunday – Saturday)
- Direct Deposit
- Due to administrative timing, paychecks are paid one week after the pay period (workweek) is complete.

6.4 PAYROLL DEDUCTIONS

As required by law, the Company may deduct any applicable taxes from an employee's gross pay (including but not limited to appropriate federal, state, local (if applicable), and social security taxes) in accordance with applicable federal, state, and local regulations.

Your net pay may also be reduced for certain types of deductions like your portion of health, dental or life insurance premiums, or other types of voluntary contributions.

The Company may withhold, as necessary, items like back taxes and garnishments (including but not limited to judgments and child support). No other deductions will be made unless specifically authorized in writing by the employee, and all deductions will be itemized on the employee's pay statement.

Cash, in any form (bonus, prize, etc.) and gift cards are considered supplemental wages under tax law and are always reported as taxable income, regardless of the dollar amount. Any such compensation will be processed through payroll and is subject to applicable taxes. You must be employed at the time the cash, bonus, prize, etc. is awarded to claim it.

6.5 DIRECT DEPOSIT

Paychecks must be automatically deposited into the financial institution of the employee's choice. All payments will be paid by direct deposit. Employees may elect up to two (2) bank accounts for their pay to be direct deposited.

6.6 HEALTH BENEFITS

The Company offers full-time employees the option of health benefits. This type of benefit is described in the benefits materials that will be provided to you at the time of hire or Open Enrollment. Hourly employees who work 30 hours or more per week (considered full-time for health benefits purposes) are eligible for these type of benefits on the first day of the month, following sixty days of employment.

The Company, at its discretion, reserves the right to alter, amend, modify, change, or terminate these benefits, or the allocation of premium payments, at any time.

Any coverage of health benefits provided by the Company terminates the last day of the month of employment with the Company.

6.7 TRAVEL AND EXPENSE POLICY

The Company's Travel and Expense Policy is a guide for requesting, documenting, and reimbursement of relevant business travel and expenses. Authorizing an expense report indicates to the Company the expenses reported are legitimate, reasonable, and

complies with this policy. Failure to follow the Travel and Expense Policy can result in delay or disqualification for reimbursement or disciplinary action.

Please refer to the Gage Cannabis [Travel and Expense Policy](#) in Addendums for additional details.



SECTION 7: TIME OFF AND LEAVE

7.1 PAID TIME OFF

The Company believes its employees are the key to what makes a great company. Although work makes up a large portion of an employee's life, we believe a balance between work and non-work activities is essential to maintain quality performance and a positive work atmosphere. To support this philosophy, the Company has designed a Paid Time Off ("**PTO**") that incorporates vacation, personal, and sick leave into one program.

Scope

This policy only applies to all active, full-time and part-time hourly employees who have worked in the current calendar year. Full-time employees are defined as employees who work more than 30 hours per week. Part-time employees are defined as employees who work less than 30 hours per week.

Policy Elements

A maximum of 80 hours (two weeks) of PTO will be granted to all full-time employees at the beginning of the calendar year (January 1). During the first year of service, a full-time employee's PTO will be prorated based on the employee's start date.

After five years of eligible service, a maximum of 120 hours (three weeks) of PTO will be granted to all full-time employees at the beginning of the next calendar year (January 1).

A maximum of 40 hours (one week) of PTO will be granted to all part-time employees at the beginning of the calendar year (January 1). During the first year of service, a full-time employee's PTO will be prorated based on the employee's start date.

Start	Prorating @ 1.5 hours per pay period
January 1 – January 19	10 days eligible for the year
January 20 – February 5	9.5 days eligible for the year
February 6 – February 23	9 days eligible for the year
February 24 – March 12	8.5 days eligible for the year
March 13 – March 30	8 days eligible for the year
March 31 – April 16	7.5 days eligible for the year
April 17 – May 4	7 days eligible for the year
May 5 – May 21	6.5 days eligible for the year
May 22 – June 8	6 days eligible for the year
June 9 – June 25	5.5 days eligible for the year
June 26 – July 13	5 days eligible for the year
July 14 – July 30	4.5 days eligible for the year
July 31 – August 17	4 days eligible for the year
August 18 – September 3	3.5 days eligible for the year
September 4 – September 21	3 days eligible for the year
September 22 – October 1	2.5 days eligible for the year
October 2 – October 19	2 days eligible for the year
October 20 – November 5	2.5 days eligible for the year
November 6 – November 23	2 days eligible for the year
November 24 – December 3	1.5 days eligible for the year
December 4 – December 17	1 days eligible for the year
December 18 – December 31	.5 days eligible for the year

PTO accrues at 1.5 hours per week. As such, there is no bank of saved hours and PTO does not roll to the following year. New employees are prohibited from using PTO until their 61st day of employment. If the employee starts with less than 60 days remaining in the year, PTO is available immediately because employees are unable to roll over PTO to the next year.

Procedures

Employees are obligated to:

- Avoid abusing the policy by taking time off that negatively impacts their job and the Company.
- Employees are not permitted to use PTO during a week when they work 40 or more hours. Any PTO hours that have been applied during the week will be adjusted by your manager.
- Employees are not permitted to take unpaid time off if they have available PTO to be used.
- Communicate and collaborate with their manager and team to ensure everyone takes leave without disrupting operations.
- Plan to delegate, postpone, or otherwise manage tasks that will be affected by their time off.
- Must notify their manager at least two (2) weeks in advance that they wish to use PTO for vacation or personal days. The request must be preapproved by the employee's manager and entered on employee's timesheets *before* the leave.
- Notify their manager of a sick day at least one hour *prior* to the start of their shift.
- Failure to notify your manager of a sick day will be considered a "no-call-no-show" and could result in disciplinary action up to and including termination.

Managers can consider rejecting vacation/personal time requests if:

- Other team members with similar or complementary duties have already asked for leave during the same time.
- The time in question is too busy or includes an important deadline for the employee asking for leave.
- An employee appears to abuse the policy (taking more time than has been accrued, etc.). In this scenario, managers should arrange a meeting with the employee and Human Resources.

Managers are not permitted to reject PTO requests for any of the following reasons:

- To discipline employees.
- To force employees to fulfill duties that are not urgent.
- To approve PTO for another employee who made a later request.

Neither of the lists in this section(above) are exhaustive. Both employees and managers should use common sense and adhere to Company policies when requesting and approving PTO. Effective communication between team members is vital to make this policy work for everyone.

Separation

No PTO time may be used once notice of verbal or written voluntary termination is given by the employee to his or her manager. If an employee is terminated or decides to leave the Company, the Company reserves the right to deduct any PTO used by the employee but not yet earned from the employee's final check. If your final check does not cover the PTO owed, we reserve the right to collect the funds.

The Company will review this policy annually and address any issues in handbook revisions.

7.2 HOLIDAYS

The Company recognizes six (6) paid holidays as listed below at straight time for all full-time employees. If your job responsibilities require you to work on one of the holidays (and you are a full-time employee), you will additionally be paid at eight-hours of straight time, at your normal rate. If any unscheduled PTO is taken the day before or after a holiday, you will not be paid holiday pay.

- | | |
|------------------|--------------------|
| • New Year's Day | • Labor Day |
| • Memorial Day | • Thanksgiving Day |
| • Fourth of July | • Christmas Day |

7.3 BEREAVEMENT LEAVE (FUNERAL)

The Company recognizes the importance of allowing employees time away from work following a death in the family for the purposes of making arrangements for and attending the funeral of their loved ones.

All full-time employees are eligible for bereavement leave immediately following the death of a family member as set forth in the bulled section just below. Bereavement leave offers up to five (5) paid days away from work based on the following schedule:

- Five (5) paid days for immediate family members, including: spouse/domestic partner, children, parents, and siblings.
- Three (3) paid days for grandparents, grandchildren, and in-laws.
- One (1) paid day for aunt, uncle, niece, nephew, and cousin.

7.4 JURY DUTY

The Company understands the importance of citizens serving on our jury system. Any regular full-time employee called to and reports for jury duty, will be compensated at their regular rate of pay. The compensation will not exceed eight (8) hours on any given day or 40 hours in any given week, to a maximum of 160 hours. Approved jury duty will count as hours worked for the purposes of computing overtime. Such compensation will be payable only if the employee gives the Company as much notice as possible of the need to attend jury duty and provides a copy of the summons and presents proper evidence of attendance. Employees must return to work when their presence is no longer required for jury duty and notify their manager as far in advance as possible when the employee learns they will be able to return to work.

7.5 FAMILY MEDICAL LEAVE ACT (FMLA)

The Family and Medical Leave Act ("**FMLA**") provides eligible employees with up to 12 workweeks of unpaid leave for certain family and medical reasons during a 12-month period. During this leave, the Company is required to maintain an eligible employee's group health plan coverage as if the employee had continued working. An employee eligible for FMLA leave, with the exception of those employees designated as "highly compensated" or "key" employees, will be returned to the same or to an equivalent position, provided that the employee returns to work within or at the end of the 12-week period.

a) Employee Eligibility Criteria

To be eligible for FMLA leave, you must have been employed:

- for at least one year (which need not be consecutive);
- for at least 1,250 hours during the 12-month period immediately preceding the commencement of the leave; and
- work at a location where at least 50 employees are employed by the Company within 75 miles.

b) Events Which May Entitle an Employee to FMLA Leave

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

- the birth of the employee's child or to care for the newborn child;
- the placement of a child with the employee for adoption or foster care or to care for the newly placed child (entitlement to leave for the birth or placement of a child for adoption or foster care will expire 12 months from the date of the birth or placement);
- to care for the employee's spouse, child or parent (but not in-law) with a serious health condition;
- to care for the employee's own serious health condition that makes the employee incapable of performing the functions of his or her job; and/or

- A qualifying exigency¹ arising out of the fact an employee's spouse, son, daughter, or parent on active duty or called to active-duty status in the National Guard or Reserves in support of a contingency operation may use their 12-week entitlement.
- FMLA also includes a special leave entitlement that permits eligible employees to take up to 26 weeks of leave to care for a covered servicemember during a single 12-month period. A covered servicemember is a current member of the Armed Forces, including a member of the National Guard or Reserves, who has a serious injury or illness incurred in the line of duty on active duty that may render the servicemember medically unfit to perform his or her duties for which the service member is undergoing medical treatment, recuperation, or therapy; or is in outpatient status; or is on the temporary disability retired list.

c) How Much Leave May Be Taken

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

When both spouses are employed by the Company, they are together entitled to a combined total of 12-workweeks of FMLA leave within the designated 12-month period for the birth, adoption, or foster care placement of a child with the employees, for aftercare of the newborn or newly placed child, and to care for a parent (but not in-law) with a serious health condition. Each spouse may be entitled to additional FMLA leave for other FMLA qualifying reasons (i.e., the difference between the leave taken individually for any of the above reasons and 12-workweeks, but not more than a total of 12-workweeks per person). For example, if each spouse took six (6) weeks of leave to care for a newborn child, each could later use an additional six (6) weeks due to his or her own serious health condition or to care for a child with a serious health condition.

An eligible employee is also entitled to take unpaid leave intermittently. Intermittent leave is leave taken in separate blocks of time. A reduced work schedule leave is a leave schedule that reduces an employee's usual number of hours per workweek or hours per workday. Leave to care for a newborn or for a newly placed child may not be taken intermittently or on a reduced work schedule without advance approval by the Company.

Leave because of an employee's own serious health condition, or to care for an employee's spouse, child, or parent with a serious health condition may be taken all at once or, were medically necessary, intermittently or on a reduced work schedule. If an employee takes leave intermittently or on a reduced work schedule basis, the employee must, if possible, attempt to schedule the leave so as not to unduly disrupt operations. When an employee takes intermittent or reduced work schedule leave for foreseeable planned medical treatment, the Company may temporarily transfer the employee to an alternative position with

¹ Qualifying exigencies may include attending certain military events, arranging for alternative childcare, addressing certain financial and legal arrangements, attending certain counseling sessions, and attending post-deployment reintegration briefings.

equivalent pay and benefits for which the employee is qualified and which better accommodates recurring periods of leave.

d) Requests for FMLA Leave

You should request FMLA leave by completing the Employee's Request for FMLA form and submitting it to Human Resources. You can obtain one of these forms from the Human Resource Department.

When leave is foreseeable for childbirth, placement of a child, or planned medical treatment for the employee's or family member's serious health condition, the employee must provide Human Resources with at least 30 days advance notice, or such shorter notice as is practicable (i.e., if possible, within one or two business days of learning of the need for the leave). When the timing of the leave is unforeseeable, the employee must provide Human Resources with notice of the need for leave as soon as practicable (i.e., if possible, within one or two business days of learning of the need for the leave).

e) Required Documentation

FMLA leave or return to work may be delayed or denied if the appropriate documentation, listed below for each reason for leave, is not provided in a timely manner.

- FMLA leave based on the serious health condition of the employee or the employee's spouse, child, or parent:
 - Request for FMLA form
 - Certification of Health Care Provider – must be completed by the applicable health care provider and state the date on which the health condition commenced, the probable duration of the condition, and the appropriate medical facts regarding the condition. If the employee has a serious health condition, the certification must state the employee cannot perform the functions of their job.
- FMLA leave based on the serious injury or illness for covered servicemembers:
 - Request for FMLA form
 - Certification for Serious Injury or Illness of Covered Servicemember for Military Family Leave – must be completed by the applicable health care provider.
- FMLA leave due to a qualifying exigency:
 - Request for FMLA form
 - Certification of Qualifying Exigency for Military Family Leave

If the employee is needed to care for a spouse, child, or parent, the certification must state that, along with an estimate of the amount of time the employee will be needed. In addition, the employee may be asked to provide documentation or statement of family relationship (e.g., birth certificate or court document).

During FMLA leave, the Company may request the employee to provide periodic updates/recertification of a serious health condition at intervals, as allowed by the FMLA. In addition, during FMLA leave, the employee must provide Human Resources with periodic reports regarding the employee's status and intent to return to work. If the employee's anticipated return to work date changes and it becomes necessary for the employee to take more or less leave than originally

anticipated, the employee must provide the Human Resource Department with reasonable notice of the employee's changed circumstances and new return to work date. If the employee gives the Human Resource Department notice of the employee's intent not to return to work, the employee will be considered to have voluntarily resigned.

Before the employee returns to work from FMLA leave for the employee's own serious health condition, the employee is required to submit a Return-to-Work Medical Certification form or fitness for duty certification from the employee's health care provider with respect to the condition for which the leave was taken, stating the employee's return to work date. It also must include information about any situation or condition which may prohibit the employee from performing his or her normal responsibilities and include work restrictions, if any, and the length of time these restrictions will be in effect. To return to work at "full-duty" status, employees must submit this information to payrollandbenefit@gageusa.com that states the return-to-work date, and that the employee has "no restrictions".

The opinion of the attending health care provider will be considered in determining the employee's eligibility for a Family and Medical Leave and for fitness for duty upon return to work. The Company reserves the right to require a confirming opinion from a physician of its choosing, at the Company's expense. If it is necessary to resolve a conflict between the original certification and the second opinion, the firm will require the opinion of a third physician. The Company and the employee will jointly select the third physician, and the Company will pay for the examination and opinion. The third opinion will be considered final.

f) Use of FMLA concurrent with other Leaves

FMLA provides eligible employees with up to 12 workweeks of unpaid leave. If the employee has any accrued or earned PTO time available, the employee must use at least one week of PTO concurrently with and not in addition to FMLA. However, if the employee is receiving workers' compensation benefits concurrently with FMLA, the employee will not be required to use any accrued PTO time. The remainder of the 12 workweeks of leave, if any, will be unpaid FMLA leave. Any leave used for an FMLA qualifying reason will be charged against an employee's entitlement to FMLA leave. This includes, but is not limited to, use of accrued leave time, leave for disability or workers' compensation injury/illness, provided that the leave meets FMLA requirements. The substitution of paid leave for unpaid leave does not extend the 12 workweeks leave period.

g) Designation of Leave

The Human Resource Department will notify the employee that leave has been designated as FMLA leave, either upon the employee's request, or if it believes the leave to be for an FMLA qualifying purpose. The Company may provisionally designate the employee's leave as FMLA leave if the Company has not received medical certification or has otherwise been unable to confirm the employee's leave qualifies as FMLA leave. If the employee has not notified the Human Resource Department of the reason for the leave, and the employee desires that leave be counted as FMLA leave, the employee must notify Human Resources within two (2) business days of the employee's return to work that the leave was for an FMLA reason. In addition, if the Company determines an employee's leave

was for an FMLA purpose, it may designate the leave as retroactive FMLA leave in appropriate circumstances in accordance with FMLA requirements.

h) Benefit Coverage during FMLA Leave

An employee may be able to continue coverage under certain benefit plans sponsored by the Company during his or her FMLA leave. The Summary Plan Description for each benefit plan will specifically set forth the rights, terms, and conditions to continue benefits during a leave. At a minimum, a covered employee on FMLA leave will have the right to continue his or her coverage under the Company's group health plan (e.g. medical, prescription, dental, and vision) on the same terms and conditions and at the same cost as if the employee had been continuously employed during the entire FMLA leave period.

An employee will be required to make timely payment of any required premium or other employee contributions under and in accordance with the applicable Company benefit plan. If an employee fails to timely pay his or her required contribution, coverage under the benefit plan generally will be suspended as provided in the applicable Company benefit plan.

If the employee does not return to work at the end of their FMLA leave, the Company, in its discretion, will have the right to collect the employer-paid share of the cost of the employee and his or her covered dependents coverage during the leave. This provision does not apply if the employee does not return to work for a serious health reason (either affecting the employee or an immediate family member) that would entitle the employee to leave under FMLA; or other circumstances beyond the employee's control, as approved by the Company. In such cases, the Company may require the employee to provide medical certification of the employee's or the family member's serious health condition. When an employee does not return to work at the end of the FMLA leave, the employee and/or their covered dependents may have the right to continue coverage under a Company's group health plan as provided under COBRA and the terms of the applicable Summary Plan Description. You will receive a notice regarding your COBRA rights.

Taking FMLA will not result in the loss of any fringe benefit otherwise available to other similarly situated employees on a non-FMLA leave or any benefit that had accrued to the employee prior to taking FMLA leave.

i) Return or Failure to Return from FMLA

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

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

In addition, the Company reserves the right to deny reinstatement to salaried, eligible employees who are among the highest-paid ten(10) percent of the Company's employees employed within 75 miles of the worksite ("key

employees") if such denial is necessary to prevent substantial and grievous economic injury to the Company's operations. In such circumstances, the Company will notify the key employee at the time they request leave that under certain circumstances they will be denied restoration to their original position at the end of the leave. If the key employee designation is made after leave commences, the Company will provide the employee with a reasonable time in which to discontinue the leave and return to work.

j) Failure to Return to Work Following FMLA Leave

If the employee does not return to work following the conclusion of FMLA leave, the employee will be considered to have voluntarily resigned. The Company may recover benefit premiums from the employee as described in the Benefit Coverage section above.

7.6 NON-FMLA LEAVES (PERSONAL)

In the event of extraordinary circumstances and where there is a justifiable reason, active employees may request an unpaid Personal Leave of Absence not to exceed 30 days. In such cases, the advance written approval of the manager is necessary and the Company shall decide, in its sole discretion, whether a reason is justifiable or not and whether the Company, in its sole discretion, is able to accommodate the request given current and anticipated operating conditions, staffing levels and other such considerations.

If the employee is unable to return to work after the expiration of thirty (30) days, the Company may grant up to an additional sixty (60) days, unless otherwise required by law. Employees must meet with Human Resources prior to the leave to discuss requirements regarding the leave and insurance during the leave.

7.7 MILITARY LEAVE OF ABSENCE

Employees participating in military reserve duty or activated to regular active military service will be granted a leave of absence in compliance with applicable federal, state, and local laws upon receipt of a written request from the employee. A request for such leave should be made a minimum of three (3) weeks prior to the date when the employee must report for the scheduled military leave unless government requirements make such notice impossible.

Pursuant to the Federal Uniform Services Employment and Reemployment Rights Act of 1994 ("**USERRA**"), a person who is a member, applies to be a member, performs, has performed, applies to perform, or has an obligation to perform service in a uniform service will not be denied rehire, retention of employment, promotion, or any benefit of employment on the basis of that membership, application for membership, performance of service, application for service, or obligation.

The Company will provide continuation of the premiums for group health coverage (but not payment of the employee's share if the leave is more than 30 days) for employees and their dependents for up to 24 months during and after any period of service. Any employee who chooses this health care coverage will not be required to pay more than 102 percent of the full premium under the plan if service was for 31 days or more. Employees who serve less than 31 days will not be charged more than the active employee's share of the premium. Waiting periods will not be imposed upon reinstatement.

These provisions are adopted consistent with the Uniform Services Employment and Reemployment Rights Act of 1994 ("USERRA") as may be amended from time to time and do not supersede or nullify any current federal or state law including existing COBRA and HIPAA.

7.8 RETURNING FROM LEAVE

An employee returning from an approved medical leave of absence must notify Human Resources of their definite date of return at least five (5) workdays prior to their return and present a written release to work from the attending physician.

When returning from a non-FMLA leave of absence, employees will be placed in their former position if the employee had not been replaced during the leave. If the former position is not available, the employee may be placed in any position they are qualified for at the rate of pay for that position. If no position is available for the employee, the Company will have no obligation to return the employee to work.

The Company cannot guarantee any position to employees who are absent due to short-term disability leaves, FMLA leaves or non-FMLA unpaid sick leaves for longer than 12 weeks in any 12-month period, unless otherwise required by law. The placement of an employee at the end of such extended leaves will be subject to the length of the leave, the nature of the employee's job, business conditions, staffing needs, and the availability of openings for which the employee is qualified, as determined by the Company. If the employee's position is no longer open, efforts will be made to provide an appropriate alternative position at a comparable salary. If the Company determines that no appropriate alternative position is available, an employee who is returning from an extended leave may be terminated.

7.9 WORKERS' COMPENSATION

Pursuant to state law, employees are covered by workers' compensation insurance for job-related illnesses or injuries from the date of employment. Workers' compensation insurance pays all medical costs and a portion of the employee's regular pay (if the work-related injury results in lost time) for all approved claims. Job protection may also be provided in accordance with applicable state laws.

An employee who suffers an accident or injury at work must report the incident to his or her manager as soon as possible and notify Human Resources so that appropriate documentation can be completed within 24 hours of the accident. All claims of work-related injury or illness will be investigated thoroughly. Fraudulent claims will be subject to disciplinary action, up to and including termination of employment.

ACKNOWLEDGEMENT AND RECEIPT

HANDBOOK ACKNOWLEDGEMENT

I acknowledge that I have received and reviewed the Spartan Partners Services, LLC dba Gage USA Employee Handbook (the "**Handbook**"), and all local supplements. If I was provided an electronic copy, I further understand that I may request a hard copy from Human Resources at any time. In addition, I can view the latest revision and updates to the Handbook, and all other related Company policies referenced within the Handbook, at any time.

I understand it is my responsibility to review the contents of the Handbook and to contact Human Resources or my manager if I have any questions. By this acknowledgment, I agree I will comply with all policies contained in the Handbook and will report any information in which I am aware of related to violations of the policies contained or referenced within the Handbook.

I agree that any action or suit against Spartan Partners Services, LLC, Gage Cannabis Company, USA. and any of its affiliates or subsidiaries (the "**Company**") arising out of or connected to my employment or termination of employment, including, but not limited to, claims arising under state or federal civil rights statutes, must be brought within 180 days of the event giving rise to the claims or be forever barred. As such, I agree to waive any limitation periods to the contrary.

Nothing contained in this Handbook is intended to create, nor shall be construed as creating, an expressed or implied contract or guarantee of employment for a definite or indefinite term. The Company reserves the right to change the policies in this handbook at any time. This Handbook supersedes all prior handbooks, manuals, agreements, and policies whether orally established or set out in writing and the most recent changes(s) shall be binding upon you.

Print Name: _____

Signature: _____

Date: _____

ADDENDUMS

TRAVEL AND REIMBURSEMENT POLICY

GAGE USA – SPARTAN PARTNERS SERVICES, LLC.

TRAVEL AND EXPENSE POLICY

SECTION 1: SCOPE

To establish policies and procedures for reimbursing employees ("**Employee(s)**") for the reasonable cost of travel that may be incurred in carrying on the business of Spartan Partners Services, LLC, (the "**Company**" or "**Spartan Partners Services, LLC**"). This policy does not contain every possible exceptional circumstance. The absence of a specific direction or definition in this policy does not mean the item is approved as an acceptable practice or an approved expense. Employees are always encouraged to use good judgment when incurring expenses on behalf of the Company. If you are ever in doubt as to the applicability of a business expense, you should always check with your manager prior to incurring such expenses.

SECTION 2: POLICY

In the performance of their assignments for the Company, employees may be required to travel and incur expenses to conduct Company business properly. The frequency of travel is determined by your specific job responsibilities with the Company. It is the policy of the Company to reimburse Employees for such expenses in accordance with the guidelines set forth herein, in a timely manner.

SECTION 3: DEFINITIONS

Expense Report: report to be completed when submitting expenses to be reimbursed to an employee.

Travel Expense: ordinary and necessary expenses to accomplish the official business purpose of a trip.

SECTION 4: GUIDELINES

The Company is committed to ensuring business travel is conducted responsibly and economically and that standards of travel are consistent with employees' reasonable expectations of safety, comfort, and convenience.

The Spartan Partners Services, LLC Expense and Travel Policy (the "**Policy**") is intended to provide enough information to enable employees to complete an expense report form and to increase awareness for all concerned in respect to implications of claiming, or approving claims relating to expenses payments.

The Company will reimburse employees under this policy for ordinary travel expenses (e.g., transportation, lodging, meals, etc.) whenever the employee is required to be away from the primary work location if the expenses are incurred for business-related expenses.

The general rule for relief from income tax on expenses and benefits contains a requirement that the cost (other than for qualifying travel expenses) must have been incurred “*wholly, necessarily, and exclusively*” in the performance of the duties of employment. Generally, “*wholly, necessarily, and exclusively*” means there should not be a dual purpose behind incurring the expense covering both private and business usage. The primary purpose of the expense **MUST** be business.

SECTION 5: RESPONSIBILITIES

Each Company employee is responsible for using discretion in spending Company funds and ensuring expenditures are appropriate for business needs. Employees will be reimbursed for only those travel expenses that are reasonable, necessary, appropriately substantiated, and within the guidelines of this Policy. It is the responsibility of each employee incurring such expenses, and each supervisor approving them, to ensure policy guidelines are followed.

5.1 SPARTAN PARTNERS SERVICES, LLC RESPONSIBILITIES

- Prompt reimbursement for legitimate and reasonable business travel and expenses (see **Section 6.2** below);
- Clear, simple guidance on how to improve overall effectiveness and efficiency in utilizing travel to meet business needs;
- Simple process for submitting expenses and documentation requirements in accordance with the appropriate taxing authority; and
- Provide guidance on eligible expenses before an expenditure occurs.

5.2 EMPLOYEE RESPONSIBILITIES

The Company expects the following from employees arranging travel and/or traveling on business:

- Compliance with the policies and procedures outlined in this document;
- **Timely, itemized receipts for all expenses provided on a weekly basis.** Failure to submit expenses within 14 days of the expense will require special approval;
 - Please note The Company has right to decline expenses submitted after.
- Submission of accurate expense reports within requirements of this policy;
- Use of Company designated travel services like airline, hotel, and car rental companies; and
- Cost-effective management of Company funds spent on travel and entertainment (i.e., using moderately priced preferred hotels and restaurants).

5.3 RESPONSIBILITIES FOR MANAGERS WITH APPROVAL AUTHORITY

- Ensuring that the travel policies and procedures outlined in this document are understood and followed by employees;
- Reviewing expenses to ensure compliance and other provisions of this Policy; and
- Prompt approval of expense reports and working with the traveler to resolve questionable expenses or missing documentation.

SECTION 6: POLICY FOR REIMBURSABLE EXPENSES

It is Company policy that the most cost-effective form of travel should be used when traveling on business for the Company. The means of travel should be the most appropriate for the circumstances. **NOTE: no personal or business travel expenses are to be paid out of cash vaults. Cash is to be used for on-site expenses only.**

All Employees making business journeys must consider what constitutes a business journey for tax purposes. The criteria that generally need to be considered are:

- **Permanent Workplace:** the physical place where you normally work/usual territory in which you cover.
- **Ordinary Commuting:** home to work journeys
- **Temporary Workplace:** the place where you attend temporarily, usually the business journey.

Only journeys that are not Ordinary Commuting are considered business journeys. Home-to-work journeys are not business journeys and therefore cannot be claimed as allowable business expenses.

Prior to any business journey, all Employees must obtain approval from their manager in writing with the following included:

- Dates of travel
- Destination
- Purpose of trip
- Estimated cost of the trip

6.1 DISCOUNTS

Whenever practicable, employees, while on business travel, should utilize those services for which the Company has negotiated special discount arrangements; specifically, lodging accommodations, and automobile rentals.

6.2 HOTEL & LODGING

1. Hotels

- a. It is the policy of the Company to effect maximum practical savings in hotel travel expenses. This endeavor shall be accomplished through Company negotiated reduced rates whenever available. For guidance on what is considered a reasonable hotel rate by the city, please refer to the GSA link below: <https://www.gsa.gov/portal/content/104877>
- b. No personal charges (such as movie rental, minibar, etc) shall be expensed by employees. The Company will cover the hotel stay only.

6.3 AIR TRAVEL

It is the policy of the Company to effect maximum practical savings in air travel expenses through Company negotiated reduced fares whenever possible. All personnel will travel coach class unless free upgrades with mileage point programs are available from the airline. On flights with a duration of three hours or more, extra legroom fares are permitted. Advance approval is required for the purchase of flights over \$500. *If possible, book all trips at least 14 days in advance to obtain the best fares.*

6.4 AUTOMOBILE RENTALS

Employees authorized to rent automobiles while on Company business should attempt to maximize savings in automobile rental expenses. Whenever practical, the selection of automobiles for rental should be made based on need and appropriateness for the effective conduct of business. To the extent possible, Uber and other ridesharing apps should be utilized over renting. Ordinarily, only compacts or intermediates should be used, particularly when traveling alone.

Collision Damage Waiver (CDW) and Personal Accident Insurance (PAI) provisions of the automobile rental agreement should be ACCEPTED by the employee.

Employees and their passengers are required to use safety belts, head restraints, and any other safety devices provided in the vehicle while driving in a leased or rented vehicle. This requirement also applies to a privately-owned vehicle when used for Company purposes².

At no time shall employees text, read emails, or make phone calls (unless a "hands-free" device is used) while driving a rented automobile for business or driving a privately-owned vehicle on Company business.

6.5 USE OF PERSONAL CAR BY EMPLOYEES NOT PROVIDED A CAR ALLOWANCE

Employees will use their car for Company business. Expenses for the use of personal cars for Company business shall be reimbursed at the current IRS rate, plus tolls and parking. Mileage will only be reimbursed for the amount of travel outside the employee's normal commute.

Example: if you live in Detroit and work in Troy and your daily commute is normally 40 miles round trip, if you have to drive to Bay City for company business you will calculate the mileage minus the 40 miles you would normally drive.

Please note that gas expenses are already included in the mileage reimbursement rate. The Company does not reimburse fuel charges unless prior approval has been provided.

There is no Company insurance protection for property damage to personal cars unless specifically set forth in the "*Gage Vehicle Policy*" and it is expressly warranted by the employee that their insurance meets all state minimums, and any such claims will be covered primarily by the employee's policy.

6.6 PARKING AND TOLLS

The Company will reimburse parking and toll expenses were properly incurred on Company business. Receipts and parking tickets should be retained and presented with the submitted expense report. The Company will not pay for parking fines for illegal parking, penalties, and/or other traffic fine incurred at toll plazas or when on Company business.

² See the "*Gage Vehicle Policy*" for details.

Parking and/or tolls paid by use of an automated pre-paid payment device will be reimbursed only with the presentation of an account statement showing the toll usage with tolls incurred during business travel highlighted. Reimbursement will not be made for the prepayment amount. Penalties incurred for speeding or other motor offenses are not reimbursable.

6.7 RAIL TRAVEL

The Company will reimburse rail fares incurred on Company business.

6.8 TAXI/UBER FARES

Taxi/Uber fares reasonably incurred on Company business can be reclaimed against receipts.

6.9 MEAL ALLOWANCE

The Company's policy is to reimburse the employee for *reasonable* meal expenses. The Company will pay for meals where employees are traveling away from their normal place of work overnight (single day trips are not included). The total expenses should not exceed \$50 per day. Meals should align with the following reasonable guidelines: \$10 Breakfast, \$15 Lunch and \$25 Dinner. **All claims for reimbursement of meals MUST include the itemized receipt (showing items ordered) in conjunction with the credit card summary. Meals unsubstantiated by an itemized receipt will not be reimbursed.**

If someone other than the employee is dining, the most senior level employee must pay for the expense, and this should be indicated on the receipt by identifying the name of the individual. Meals will NOT be reimbursed for spouses or significant others traveling or meeting the employee while away from home. This is strictly employee-based charges only.

6.10 BUSINESS MEALS TAKEN WITH OTHER COMPANY EMPLOYEES

Employees not on an out-of-town overnight business trip will be reimbursed for business meals taken with other Company employees outside the work facility only if:

- A client, vendor, or Guest of the Company is present, and the expense meets the other criteria set forth in the Business Meals section; or
- The Company policy allows for food to be provided during internal meetings/working lunches where only Company staff attends, however, only Managers are able to authorize. The most senior level employee in attendance must pay for the expense.
- Approved by employee's direct Manager

The Company will pay for reasonable employee meal expenses off Company premises that do not involve an outside customer, vendor, or employee based in a different work site only when the event is part of a pre-approved event for team building. As with other meal charges, the most senior level employee must pay for the expense.

6.11 TIPS AND GRATUITIES

Normal and customary tips and gratuities will be reimbursed by the Company when included on a receipt and submitted on an expense report. The most common of these allowable expenses is the gratuity (or tip), normally 15%-20%, added to a restaurant bill.

6.12 SPOUSE TRAVEL

It is not Company policy to reimburse spouse travel under any circumstances.

6.13 BUSINESS ENTERTAINING POLICY

Please note business entertaining must be distinguished from staff entertaining. Entertainment expenses have been disallowed as a business expense under the Tax Cuts and Jobs Act of 2017 ("**TCJA**") (Pub.L. 115-97)³, therefore, the Company will not be reimbursing entertainment expenses at this time.

6.14 WORKING LUNCHES

The Company policy allows for food to be provided during internal meetings where only Company staff attends, however only Managers are able to authorize working lunches. As with other meal and entertainment charges, the most senior level employee in attendance must pay for the expense.

6.15 SUNDRY EXPENSES

Other expenses (postage, etc.) may be claimed if reasonably incurred for Company business. If you are in doubt, you must check before incurring the expense. Receipts must always be presented to support claims.

6.16 MEDICAL

The traveler shall inform his or her supervisor and the Human Resources of any health risks that could be impacted by business travel.

6.17 PASSPORT/VISA/IMMUNIZATIONS

Employees must obtain the necessary immunizations and visas required for travel to specific countries. These costs are reimbursable provided they are required for business travel and are not otherwise covered under the medical plan.

SECTION 7: PROCEDURE FOR SUBMITTING EXPENSE REPORTS

7.1 TRAVEL EXPENSE REPORTS

Employee expense reports are to be completed via SAP Concur (reach out to management to ensure you are set up prior to attempting to submit). Reports must be prepared for 7 day periods, from Sunday to Saturday.

The name format for the expense report in Concur is **YYYYMMDDLASTNAME** based on Saturday's date (last day covered) in your trip. For example, the report name is "20210313SPRINGER" if your trip duration is from March 7, 2021 to March 13, 2021.

The manager should review the expense report promptly and either approve it or notify the employee of any questions or issues with such report. Approval of the expense report by the supervisor indicates the expenses comply with the *Company Travel & Expense Policy*. Failure to follow Company's guidelines when submitting expenses is considered a serious infraction and may lead to disciplinary actions taken against the employee, up to and including termination.

Expenses from employees traveling internationally are to be submitted based on the prevailing or incurred rate of exchange. Any deviations resulting from credit card purchases may be adjusted for in subsequent expense reports.

7.2 REIMBURSEMENT

The Company processes all approved expense reports twice per week on Tuesdays and Fridays, and employees will receive payment via direct deposit into the employee's account specified on file within 3 business days of processing.

GAGE

Spartan Partners Services, LLC
2022 SALARIED EMPLOYEE HANDBOOK

TABLE OF CONTENTS

SECTION 1: COMPANY OVERVIEW	4
1.1 Who We Are.....	4
1.2 Core Values.....	4
1.3 Compliance and Ethics.....	5
SECTION 2: EMPLOYER POLICY.....	8
2.1 Employment Definition and Status.....	8
2.2 Equal Employment Opportunity.....	9
2.3 Anti-Discrimination / Anti-Retaliation.....	9
2.4 Harassment and Workplace Violence	10
2.5 Americans with Disabilities Act.....	11
2.6 Confidentiality	12
2.7 Records Management Policy.....	12
SECTION 3: HEALTH AND SAFETY	13
3.1 Safety, Security and Weather	13
3.2 Building Security	15
3.3 Cell Phone and Other Electronic Devices.....	15
3.4 Internal Application Process.....	18
3.5 Social Media Policy	18
3.6 Tobacco-Free Environment.....	21
3.7 Substance Use/Abuse Policy.....	21
3.8 Work Environment Expectations.....	22
SECTION 4: EMPLOYMENT	23
4.1 Performance Management.....	23
4.2 Termination of Employment	23
4.3 Rehiring Employees	25
SECTION 5: BUSINESS CONDUCT	25
5.1 Dress Code and Personal Hygiene	25
5.2 Bulletin Boards.....	26
5.3 No Solicitation / No Distribution	27
5.4 Employment Records	27
5.5 Employment of Relatives	27
5.6 Workplace Relationships.....	28

5.7 Outside Employment	28
5.8 Litigation and Investigations	28
5.9 Coaching and Corrective Action (Non-Exempt)	28
SECTION 6: COMPENSATION AND BENEFITS.....	30
6.1 Wage and Hour Policy	30
6.2 Non-Exempt Employees.....	30
6.3 Exempt Employees	32
6.4 Employee Paychecks	32
6.5 Payroll Deductions	32
6.6 Direct Deposit	32
6.7 Health Benefits.....	32
6.8 Travel and Expense Policy.....	33
SECTION 7: TIME OFF AND LEAVE.....	33
7.1 Vacation.....	33
7.2 Holidays	35
7.3 Bereavement Leave (Funeral)	35
7.4 Jury Duty	35
7.5 Family Medical Leave Act (FMLA)	35
7.6 Non-FMLA Leaves (Personal)	40
7.7 Military Leave of Absence	40
7.8 Returning from Leave	41
7.9 Workers' Compensation	42
ACKNOWLEDGEMENT AND RECEIPT	43
Handbook Acknowledgement.....	43
ADDENDUMS	44
Travel and Reimbursement Policy.....	44



SECTION 1: COMPANY OVERVIEW

1.1 WHO WE ARE

Gage Cannabis Company USA is setting the industry standard for quality in craft cannabis products and services. We cultivate and curate experiences that empower customers to make the most of the plant's benefits in their lives.

What we do, every day, matters to customers and their families. Serving them is our passion, and we strive to make our customer's experience the best available anywhere.

The Gage family is one where respect, positivity, and collaboration are interwoven in all we do. We hold ourselves to the highest standards and take sincere pride in the service we provide. Gage members have the humble swagger of a team that knows how to win but never forgets where they came from.

Gage is an active participant in social equity and social change in the communities we serve. We commit our time and our financial resources to improve the lives of others, both within and outside of the cannabis industry.

The leadership of Gage would be the first to tell new employees this: We are nothing without the people who come to work every day at Gage. Our team is why Gage is the industry leader.

1.2 CORE VALUES

We bring the Gage Cannabis promise to life every day through three core values: cannabis, community, and culture.

Cannabis

From the moment we put our roots down, to the moment you leave one of our provisioning centers, we curate the highest-quality cannabis experience possible.

Community

We are invested in the health and wealth of our communities while ensuring we are building a brighter, cleaner, and greener future.

Culture

We are shaping the future for a new generation of cannabis customers while honoring our industry's pioneers.

1.3 COMPLIANCE AND ETHICS

a) Legal Compliance

Spartan Partners Services, LLC (the “**Company**” or “**us**” or “**our**”) is committed to providing quality products and services that exceed the expectations of our customers. Quality issues can threaten the well-being of our customers and can have a financial impact on the Company. For these reasons, it is imperative we report any product quality issue to the Quality Department or senior management. Quality issues can involve many areas including product, manufacture, or labeling.

b) No Prior Conflicting or Restrictive Contracts

You (the “**Employee**”) represent to the Company that your employment by the Company is not in violation of any contract or covenants to which employee is a party with any employer (past or present), entity, or person. In the event the employee is found liable for any violation of any contract or covenant; the employee shall be responsible for any costs or expenses incurred by the Company as a result of such breach or violation and may be subject to discipline, up to and including termination.

c) Arbitration

In the event an employee has any disagreement, dispute, or claim against the Company which may result in legal action, the employee is encouraged to discuss resolution of the disagreement, dispute, or claim with the Company. If the employee is dissatisfied with the Company's disposition of the disagreement, dispute, or claim, the employee shall notify the Company, in writing, within 20 days of the incident, that he or she is desirous of pursuing the issue to final and binding arbitration. Thereupon, the Company and employee shall file a demand for arbitration with the local American Arbitration Association (“**AAA**”), in lieu of any other action. AAA shall thereupon select three (3) arbitrators to serve on a panel to finally adjudicate and decide the disagreement, dispute, or claim including, but not limited to, any claim by the employee for alleged improper or wrongful discharge or any form of illegal discrimination. The arbitrators may award any equitable remedy and/or money damages. The losing party shall pay all costs of arbitration. This arbitration procedure shall be the sole and exclusive remedy for the employee.

d) Integrity and Accountability

Our reputation depends upon the actions and integrity of our employees and those outside the Company who we hire to help advance our business. It is imperative we avoid any relationship or activities that might impair, or even appear to impair, our ability to make objective and fair decisions when performing our jobs. We all have the duty to advance legitimate interests and must never use property or information for personal gain. We should never take

personal advantage of opportunities that arise in the performance of our duties. We are responsible to conduct our business with integrity to protect those who invest in our Company and rely on us to maintain our good reputation in the marketplace. True integrity also requires that we be accountable for our actions and speak up whenever we see that our principles are not being upheld.

e) Preventing Corruption

We are committed to succeeding on the merits of our business, including the superior quality of our products and our customer service. Corruption impedes the justice necessary for trustworthy markets.

f) Gifts and Entertainment

Gifts and entertainment must be reasonable and related to the promotion of the Company. Make sure you have a valid business reason before giving a gift. Gifts should not exceed \$25 and it should not be in exchange for any improper advantage. Examples of gifts and entertainment include event tickets, commemorative gifts, and promotional items. Never use your own money to buy a gift to avoid reporting it or to avoid the established approval process.

g) Bribes and Kickbacks

As we do not seek to gain any improper advantages through the use of gifts, entertainment, gratuities, or other courtesies, similarly, our judgement should be uncompromised through the receipt of such courtesies. Depending on your role and management approval, you may have an opportunity to accept gifts, meals, travel, and other things of value in your dealings with customers, suppliers, and other third parties that do business with our Company. Employees are prohibited from soliciting or accepting a personal benefit in exchange for securing our business or giving customers or suppliers favorable terms.

We do not tolerate giving bribes to anyone to gain their business or develop important business relationships. This commitment extends to anyone we choose to act on our behalf.

h) Conflicts of Interest

A conflict of interest can occur when our personal activities, investments, associations, or relationships compromise our judgment or our ability to act in the best interest of the Company. We must scrupulously avoid even the appearance of a conflict between personal interests and those of the Company. Any potential conflict must be promptly disclosed in writing to your manager and Finance Department representative to avoid any corrupt action based on the conflict.

i) Supplier Bias

Select suppliers in a fair, equitable, and nondiscriminatory manner based upon appropriate criteria such as quality, price, service, delivery, financial strength, capabilities, terms, and similar competitive factors. When you are involved in the purchasing process, you must be fair and objective and never base your decisions on personal interest. You should not take unfair advantage whether through improper manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or through some other unfair dealing practice.

j) Competition

Avoid activities that can potentially compete with the Company or take time away from performing your job. We all have a duty to advance the Company's legitimate interests and if outside activities have the potential to impact Company performance or job performance, such must be avoided.

k) Political Contributions

You should not make a contribution of Company funds, property, or services to any political party, committee, candidate, or holder of a public office. In some instances, a political contribution may be approved, for example, to the operation of a political action committee.

l) Avoid Insider Trading

Any trading of the Company's securities is prohibited if prompted by material nonpublic information, if applicable.

Insider trading means trading when in possession of "**Material Nonpublic**" information that could affect securities prices, either positively or negatively, and that is not generally available to the investing public. Material Nonpublic information is further defined as any nonpublic or confidential information about a company that can affect the price of a stock if its release can affect the price of a stock.

If you have Material Nonpublic information relating to the Company, partner, affiliate, or subsidiary, you may not buy or sell the Company's securities or engage in any other action to take advantage of, or pass on to others, that information. This prohibition also applies to trading securities of another company. For example, customers, suppliers, vendors, and business partners, if you have inside information obtained by virtue of your position. Even the appearance of an improper transaction must be avoided. Insider trading violates securities law, and that type of transaction can result in severe civil or criminal penalties, including imprisonment.

Additionally, if you pass along Material Nonpublic information to friends or family in circumstances that suggest you were trying to help someone make a profit or avoid a loss, this can also be considered insider trading ("**Tipper**" and "**Tippee**" liability). This type of disclosure could also be a breach of corporate confidentiality. For this reason, be careful to avoid discussion of sensitive information anywhere that others may hear it.

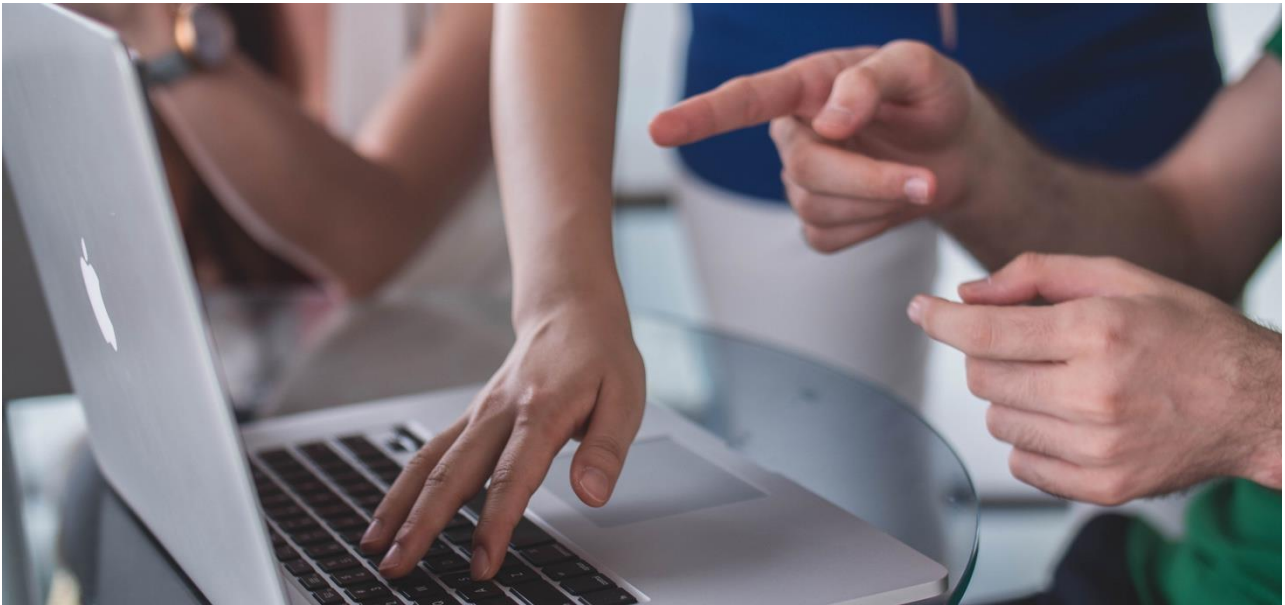
m) Pending Charges, Arrest, and Conviction Reporting Policy:

All Employees are required to immediately (within 24 hours of occurrence or as soon as practically possible) report to management any convictions under federal law for which a pardon has not been granted.

n) Immigration Law Compliance

The United States immigration law prohibits employers from recruiting, hiring, or continuing to employ illegal immigrants. The Company is committed to meeting its obligations under United States immigration laws. To ensure that the Company employs only United States citizens and aliens authorized to work in the United States, each new employee is required to complete an employment eligibility verification Form I-9 and present appropriate documentation

establishing identity and employment eligibility. This information is then verified through E-Verify to confirm work authorization. Former employees hired must also complete the I-9 Form if one has not been completed for the Company within the past three (3) years or if their previous I-9 is no longer retained or valid. The Company does not discriminate against applicants based upon citizenship or national origin.



SECTION 2: EMPLOYER POLICY

2.1 EMPLOYMENT DEFINITION AND STATUS

An “Employee” is a person who regularly works for the Company on an hourly or salary basis. Employees may include exempt, non-exempt, full-time, part-time, and temporary persons, and others employed with the Company who are subject to the control and direction in the performance of their duties.

a) **Employment Classification**

Pursuant to the Fair Labor Standards Act (“**FLSA**”) and applicable state laws, employees are classified as either “**exempt**”, “**non-exempt**”, or “**hourly**”. Exempt employees meet certain criteria under federal and state labor statutes. Non-exempt and hourly employees are entitled to overtime pay as provided for under the FLSA. Exempt employees are not entitled to overtime pay.

Employees are assigned an employment status classification of either regular full-time or regular part-time employment. Regular full-time employees work a minimum of 30 hours a week on a regularly scheduled basis. Part-time employees are those employees who work less than 30 hours a week on a regularly scheduled basis or an irregular basis.

b) **Employment At-Will Statement**

All employees are employed “**At-Will**”. At-Will means that both you and the Company have a right to terminate your employment at any time with or without notice, reason, or cause. Any oral statements, promises, or assurances

to the contrary are not binding on the Company and should not be relied upon by any employee.

Further, statements contained in any employment application, training materials, guidelines and procedures, or other materials do not constitute or imply an employment contract of a particular term, and should not be relied upon by any employee or applicant under any circumstances as assuring continued employment or superseding your at-will employment relationship with the Company.

Only Executive Management has the authority to engage in any employment agreement, which must be in writing, signed by an authorized agent of the Company, for any specified period or to make any promises or commitments contrary to the foregoing.

2.2 EQUAL EMPLOYMENT OPPORTUNITY

The Company will pursue a policy of providing equal employment opportunity ("**EEO**") for all employees, at all levels and in all areas of the work environment without regard to national or ethnic origin, race, color, sex (including pregnancy, child birth, gender identify or expression, sexual orientation, and related medical conditions) religion, creed, age, ancestry, marital status, qualified mental or physical disability, veteran status or military service, or any other status protected by law. To implement our EEO Policy, the Company will ensure that:

- Qualified individuals are recruited, hired, trained, and promoted for all jobs without regard to any protected status, as specified above. Other employment-related actions included in our EEO efforts are compensation, benefits, transfers, layoffs, returns from layoff, Company-sponsored training, and education; and
- Placement decisions are based on business needs and individual's qualifications for the position being filled.

It is our desire to recruit and employ individuals that enable the Company to utilize their diverse experiences, knowledge, and backgrounds to continually develop organizationally.

A discrimination-free environment requires cooperation between the Company's leadership and all employees. It is the responsibility of every employee to interact and communicate with their fellow employees utilizing common courtesy, respect, and dignity. All employee's attitudes and actions comprise an equally important contribution to the successful diversity of the Company.

If you ever believe you are being treated unfairly, you should immediately notify Human Resources.

2.3 ANTI-DISCRIMINATION / ANTI-RETALIATION

The Company is committed to treating its employees with dignity and respect. Discrimination or harassment occurring in the workplace, or in other settings in which employees may find themselves in connection with their employment, will not be tolerated.

As part of our EEO Policy, the Company prohibits abusing the dignity of any employee, customer, or work-related business contact through ethnic, racist, sexist, religious, age-related comments, references or materials, or with respect to any employee's disability (actual or perceived), height, weight, veteran, marital status, ancestry, or other protected category under state or federal law, or under the Company's EEO policy. Derogatory comments, slurs, statements, or derogatory or objectionable conduct will result in disciplinary action up to and including immediate termination of employment.

As a Company, we comply with the Genetic Information Nondiscrimination Act of 2008 ("**GINA**"), and as such, we will not request or use any genetic information about you or a family member, except as may be specifically allowed by this law. Please notify your medical providers not to provide any genetic information when responding to a request for medical information from the Company.

Any employee who believes he or she has been the subject of any illegal discrimination or harassment, including sexual harassment, should report the alleged act in writing to Human Resources. An investigation of such a complaint will be undertaken by the Company immediately and in a manner to protect confidentiality to the extent practicable under the circumstances. Any employee who has been found, after a reasonable investigation by the Company, to have harassed or discriminated against another employee in violation of these policies will be subject to appropriate disciplinary action up to and including termination of employment.

In addition, the Company will not allow any form of retaliation against individuals who report alleged violations or who cooperate in the Company's investigation of such reports. Retaliation is unacceptable, and any form of retaliation will result in disciplinary action, up to and including termination of employment.

2.4 HARASSMENT AND WORKPLACE VIOLENCE

The Company strives to create and maintain a work environment in which people are treated with dignity, decency, and respect. The Company will perform annual harassment training with all employees and will not tolerate any harassment or workplace violence. All employees, regardless of their position, are covered by and are expected to comply with this policy and take appropriate measures to ensure that prohibited conduct does not occur.

a) Preventing Harassment

Our work environment must be free from any form of intimidation or harassment. We will not tolerate verbal or physical conduct by an employee, customer, or other non-employee that harasses or disrupts another employee's work performance or that creates an intimidating, offensive, abusive, or hostile work environment. Our commitment is to provide an environment that fosters mutual trust and respect.

b) What Is Considered Sexual Harassment?

Examples of sexual harassment include, but are not limited to, unwelcome sexual advances or verbal statements, physical contact of a sexual nature, or the display of sexually suggestive objects or pictures. Our commitment to preventing harassment requires the cooperation of all employees to speak out when a co-worker, manager, or anyone connected to our Company, including non-employees, engages in conduct that makes them uncomfortable or intimidates them in the workplace or in connection with their employment with the Company.

c) Promoting Health and Safety

We are committed to providing a safe and healthy work environment. Employees are responsible for observing the health and safety rules, policies, practices, laws, and regulations that apply to their jobs and for taking precautions necessary to protect themselves, their co-workers, and other persons present in Company facilities. Employees are also responsible for immediately reporting accidents, injuries, occupational illnesses, and unsafe practices or conditions to their manager. Questions about possible health and safety hazards at any Company facility should be directed to a manager or Compliance Department.

d) Preventing Workplace Violence

Being considerate of others and exhibiting appropriate behavior helps foster a workplace that is free from violence. Acts or threats of physical harm or violence, hostile physical contact (including intimidation, harassment, or coercion), or any other actions that are threatening or hostile in nature and occur on Company property or affect Company operations will not be tolerated. The Company does not allow firearms, explosives, or weapons in Company facilities, in Company-owned or leased vehicles, or on their person while conducting Company business. Employees are expected to report any actual or potentially violent behavior that could cause risk to others immediately to their local management.

2.5 AMERICANS WITH DISABILITIES ACT

The Company is committed to complying with all applicable provisions of the Americans with Disabilities Act ("**ADA**") and the Americans with Disabilities Amendments Act ("**ADAAA**") Amendment Act of 2008. It is the Company's policy not to discriminate against any qualified employee or applicant with regard to any terms or conditions of employment because of such individual's disability or perceived disability so long as the employee can perform the essential functions of the job with or without reasonable accommodation. Consistent with this policy of nondiscrimination, the Company will provide reasonable accommodations to a qualified individual with a disability, as defined by the ADAAA, who has made the Company aware of his or her disability, provided that such accommodation does not constitute an undue hardship on the Company.

Employees with a disability who believes they need a reasonable accommodation to perform the essential functions of their job, including the need for an assistance animal, must notify the Company in writing of the need for the accommodation. Upon receipt of an accommodation request, the Company and the employee will discuss and identify the limitations resulting from the identified disability and the potential accommodation(s) that the Company might make. Factors considered may include the nature and cost of the accommodation, feasibility of assistance animals in the production setting, and the Company's overall financial resources and the accommodation's overall impact on the operation of the Company, including its impact on the ability of other employees to perform their duties and the Company's ability to conduct business. An employee or job applicant who has questions or believes that he or she has been discriminated against based on a disability should notify Human Resources. All such inquiries or complaints will be treated as confidential to the extent permissible by law.

2.6 CONFIDENTIALITY

We are committed to protecting the Company's confidential and proprietary information and acting responsibly with the sensitive information of employees, customers, and stakeholders.

a) Data Privacy

We respect privacy related to personal information, personal identifying information ("**PII**"), and personal health information ("**PHI**"). PII is any information that standing alone or in conjunction with any other data can identify a person or their personal address. PHI is any information about a person that pertains to their health or attributes of that person including, but not limited to, any physical attributes.

It is critical that we safeguard all PII and PHI and follow the same rules for protecting our Company's confidential information. Consult with the Company's Legal Department before transferring personal information to individuals between countries and before establishing or updating any system, process, or procedure to collect, use, disclose, or transmit PII and PHI.

b) Intellectual Property

Among the Company's most valuable assets is its intellectual property such as patents, trademarks, trade secrets, copyrights, and other similar proprietary non-public information. To protect these assets, we establish, protect, maintain, and defend our rights in all commercially significant intellectual property and use those rights in a responsible way. In addition to protecting the Company's intellectual property rights, we respect the valid intellectual property of others. Unauthorized use of the intellectual property rights of others may expose the Company to liability. New Company products, services, processes, and software, as well as any proposed use of the intellectual property of others, should be reviewed by the Company's Legal Department. Make sure your manager knows about such use so that they can notify the Company's Legal Department.

c) Protecting Intellectual Property

Be aware that photocopying, excerpting, electronically copying, or otherwise using copyrighted materials may be prohibited by law. Even if the material is available for copying, such as information downloaded from the Internet, does not mean it is automatically permissible to copy or recirculate (for example, by email or by posting to an intranet site). All copies of work that can be made public must bear the prescribed form of copyright notice. Our intellectual property includes ideas, inventions, and works (recipes, grow techniques, etc.) relating to our business created during your employment with the Company, or while using the resources of the Company. This means you are required to promptly disclose all such developments to management, so the Company can evidence ownership or obtain legal protection.

2.7 RECORDS MANAGEMENT POLICY

To properly administer the personnel functions of a business, the Company must gather and maintain personal information about our employees on certain occasions. The Company recognizes each employee's rights to privacy and actively seeks to avoid any unwarranted intrusion upon that right. We take reasonable steps to ensure the accuracy, completeness, and timeliness of the information in our possession. The

purpose of this policy is to set forth the guidelines regarding the collection, maintenance, and disclosure of employee information.



SECTION 3: HEALTH AND SAFETY

3.1 SAFETY, SECURITY AND WEATHER

The Company is committed to providing a safe, secure work environment for its employees, customers, vendors, contractors, and visitors. Each facility has a printed copy of that location's emergency action plan. Employee can access the plan by asking their manager. Employees should review this information and become familiar with the plan should an emergency happen.

a) Environmental or Safety Concerns

All environmental or safety concerns must be immediately reported to your manager upon discovery.

b) Severe Weather

The Company will make every effort to maintain normal work hours even during inclement weather. If a facility is closed on a given day due to inclement weather or due to emergency conditions, Human Resources or your manager will notify you of whether to stay home.

c) Security and Visitors

Visitors may be required to sign the confidentiality agreement before entering the office or any licensed facility as our processes are nonpublic and proprietary. All Visitors in any restricted area must always be escorted by an employee in any licensed facility and must strictly follow our [Visitor's Policy SOP](#).

All non-customers in any waiting area of any facility must be signed into the [Visitors' Log](#) but do not need to be escorted.

Employees should report any unauthorized individuals to their manager immediately.

d) Security Inspections

The Company is committed to maintaining a safe and healthy work environment that is free of illegal drugs, alcohol, weapons of any kind, explosives, or other unauthorized materials and to protect the safety and security of all employees and the communities in which we are located. To that end, to the extent of the law, the Company prohibits the possession, transfer, sale, or use of such on its premises, and requires the full cooperation of all employees to meet this commitment.

While the Company recognizes the interests of employees maintaining a work environment that respects the individual privacy rights of all employees, the Company must on occasion balance those interests with its need to maintain a safe, healthy, and productive work environment. Accordingly, the Company reserves the right to inspect the contents of any packages, boxes, or containers being removed from the workplace and may do so periodically on an intermittent or random basis. Additionally, the Company reserves the right to open any lockers, desks, file cabinets, or other containers as it deems necessary and/or appropriate to maintain a safe, healthy, and productive work environment. This may include the cutting of locks if keys or combinations are unavailable. The Company will, in its sole discretion, reimburse, repair, and/or replace any damaged or broken locks or items which may occur in this process. The Company will also resecure, with locks or otherwise, the item opened upon completion of the procedure, and to the extent practicable under the circumstances, attempt to maintain the privacy and/or confidentiality of any personal articles. For this reason, the Company recommends employees do not maintain objects or materials, which they desire to remain strictly private and confidential, on Company premises.

e) Firearms and Weapons

Bringing, or attempting to bring any firearm, weapon, explosive, flammable or combustible substance, or hazardous or dangerous material onto Company property is strictly prohibited to the extent permitted by state law. The Company reserves the right to take necessary action against those suspected or confirmed to be in violation of our firearms and weapons policy. For the purpose of this policy, Company property shall include the corporate office, the land on which the office is located, the premises of any affiliate or subsidiary, and any Company vehicle.

In states with laws permitting employees to keep firearms in a locked employee vehicle, employees may do so if they are in compliance with state law. Any failure to comply with state law may result in disciplinary action up to and including termination of employment.

f) On the Job Injuries

All employees involved in an on-the-job accident - whether causing the accident or being injured as a result of the accident - which results in a personal injury requiring medical treatment or other than minimal damage to property may be required to be tested for the presence of drugs or alcohol unless the Company determines in its sole discretion that the testing would be inappropriate under the circumstances. The Company will not require testing where the accident was very unlikely to have been caused by the use of drugs or alcohol (e.g., repetitive strain injury, bee sting, etc.). The Company will make the determination

for testing at its sole discretion depending on the facts and circumstances surrounding the injury or property damage. All employees responsible for causing another employee to be injured on the job may also be required to take a drug and/or alcohol screen and may be suspended from their duties pending the test results.

It is the duty of each employee to report all accidents, unsafe conditions, and unsafe acts to your manager and Human Resources immediately!

3.2 BUILDING SECURITY

All employees must follow their location's security rules and regulations. Locations will require security key cards with an identification picture. Lost cards and badges must be reported to your local security agent or manager, and employees may be required to pay the replacement cost if more than one fob or badge is lost per calendar year.

Please refer to the Emergency Response Plan ("**ERP**") for your location.

Some general facility security rules are as follows:

- Employees should not be unsupervised in any area that they are unauthorized.
- Employees must key the doors before entering any keyed secured area to record the foot traffic in and out of the various areas of the building.
- If an employee observes anyone in a secured area that does not belong in that area, and they are unaccompanied by a manager or security, they are required to report the presence to a manager or security.
- No tailgating is permitted, i.e. the door must completely close between every employee into any area where a key is required. We know this seems odd in practice, but it is in the best interest of facility security.

The Company assumes no risk for any loss or damage to personal property at the Facility. The Company recommends all employees to have personal insurance policies covering the loss of personal property left at the Facility.

3.3 CELL PHONE AND OTHER ELECTRONIC DEVICES

a) Safety Issues for Cellular Phone and Smart Phone

Studies have shown a correlation between driver distractions, such as cell phone use, and unsafe vehicle operation. The Company prohibits the use of mobile devices or texting while driving a motor vehicle for Company business or operating a Company vehicle. In jurisdictions permitting the use of handheld devices while operating a motor vehicle, their use is prohibited as a matter of Company policy. Your phone's Bluetooth system should be set up before driving.

Employees charged with traffic and/or other infractions because of the use of electronic devices while driving will be responsible for paying any fines, penalties, and/or associated costs. The Company expressly disclaims any liability for such.

b) Personal Phone Usage

Personal phone use is prohibited while “on-the-clock” unless an emergency arises. The use of personal phones on Company time is subject to disciplinary action up to and including termination.

Each manager is responsible for creating a cell phone policy that fits the needs of the facility. In general, cell phones should not be used during work hours by employees. All employees are required to follow the “Social Media Policy” referenced below.

c) Video or Audio Recording Devices and Pictures

Camera phones or other audio or video recording capable devices must not be used within the Company to invade employees’ personal privacy or breach the confidentiality of the Company’s trade secrets or other Company protected information.

For example: Other than those who are explicitly allowed to take such pictures for the Marketing Department or managerial purposes, no pictures of the products are allowed (plant photos, intermediate product, or finished product). Any such pictures shall be deleted, and the posting of any such unauthorized pictures online may result in disciplinary action up to and including termination.

d) Company Provided Devices

This subsection applies to the use of devices provided by the Company and to personal mobile devices with access to Company data.

Company provided devices, including but not limited to computers, smartphones, tablets, laptops, mobile devices, that are used for business purposes, including the email server, must be password protected.

At any time upon a request, the employee may be asked to produce the Company provided device(s) for inspection. Upon resignation or termination of employment, the employee (or then former employee as the case may be) must return all Company devices and equipment with any such protective passwords. The Company reserves the right to access and monitor all information, communications, and messages on Company-provided devices. The Company has the right to inspect, retract, or delete any Company data on personal devices. All employees are always expected to follow applicable state and federal laws or regulations regarding the use of mobile devices. Please be advised that you should have no expectation of privacy in the use of any Company provided devices and other Company provided electronic equipment and programs. You are assumed to be responsible for all devices assigned to you, and you should treat it/them with the same care you would your own devices. Any loss or significant damage beyond reasonable wear and tear to any Company provided devices may be assessed to you.

The Company will not be liable for the loss of personal phones and portable devices brought into the workplace.

e) **Computer, Email, and Internet Use**

The Company provides some employees with computers, software, network access, Company email accounts, and work-place internet access needed to facilitate work performance. These systems are the property of the Company, and as such, shall be treated as confidential.

Timed password-protected screen savers must be used for the purpose of safeguarding data that may appear on an employee's screen should the employee briefly leave the workstation. Employee passwords are confidential and should not be given to anyone. Employee passwords should be changed every 90 days. This includes but is not limited to passwords for email and laptops. Employees should not use the same password for multiple accounts.

To help mitigate risk, employee computers are to be used only by the employee. Employees are prohibited from sharing passwords or Company devices.

Employee computers are to be used only for work purposes. Employees are prohibited from installing any non-Company approved programs and games on their work provided electronics. If employee-installed software is found to be interfering with their computer or their work, the software will be removed, and the employee may be blocked from installing software in the future.

The Company reserves the right to access and monitor all information, communications, messages, data, and files on all company equipment including the phones, computer, or email system. Please be advised that you should have no expectation of privacy in the use of any Company-provided computers, phones, and other equipment.

The Company email system is to facilitate business communications. The computer systems, software, network devices, Company email, and internet are not to be used in any way that may be illegal, fraudulent, harassing, discriminating, disrespectful, defamatory, offensive to others, or harmful to morale.

Unacceptable use or behavior includes, but is not limited to, the following:

- Visiting internet sites that contain obscene, hateful, or pornographic material
- Undertaking deliberate activities that waste staff effort or networked resources
- Introducing any form of computer virus into the corporate network
- Installing or using unlicensed, pirated, or unauthorized software
- Distributing, disseminating, or storing images, text, or materials that might be considered indecent, pornographic, obscene, illegal, offensive, or abusive
- Breaking into the system or unauthorized use of a password/mailbox

Any employee found to be in violation of this policy may be subject to disciplinary action, which may include termination and/or legal repercussions. All communications including text and images may be disclosed to law enforcement and other third parties without the prior consent of the sender or receiver.

3.4 INTERNAL APPLICATION PROCESS

As a Company, we are committed to investing in our employees and supporting their professional growth and career advancement. The internal hiring process policy describes the process for recruitment from within the company to fill available roles. The policy applies to all employees interested in career growth within the Company. The policy gives the procedure to be followed for Internal recruitment and explains the Company's role in facilitating internal growth.

Policy Guidelines

Internal promotions allow employees to advance their careers and grow with the Company. To ensure a fair and consistent internal application process this policy provides guidance for managers and team members alike.

Eligibility

- Employees should have six months in their current role. **Exceptions with Executive approval will be considered.**
- Employees must be in good standing (**NO** coaching and corrective action on file in the past six months).

Employees applying to a management role should have six months in their current role and meet the minimum qualifications of the position. If you do not meet the minimum qualifications your manager is required to provide an endorsement that highlights why you are qualified for the position.

Process

- Employees wishing to advance should be checking our internal postings often. Any resumes received after five days internal posting has closed will be denied.
- Employees that wish to apply to a job posting must have a discussion with their manager for approval.
- Once the employee received management approval, they can apply to the position they are interested in via Evolve by clicking on the hamburger menu > single person > my career > search for jobs.
Employees **must** upload an updated resume with Gage experience when applying. Applications without an updated resume attached will be rejected.

3.5 SOCIAL MEDIA

The Company recognizes online social networks including Instagram, Facebook, Twitter, Twitch, and professional networking sites such as LinkedIn ("Social Media") are an important and engaging day-to-day way to share information and interact with third-parties, both to the benefit of the organization and for our employees' personal use.

The Company supports and encourages our employees' right to act responsibly online with the organization's core integral brand values in mind. The line between work and personal life, however, may become blurred, whereby the use of social media to post content including, but not limited to, text, images, or videos ("content"), at or outside of work may have a negative, and much often unintended, impact on the organization, our guests, coworkers, business partners, and the overall public perception of Gage Cannabis.

We have therefore developed this Social Media Policy to support our employees in understanding best practices to remain compliant with Company policy and wider industry regulatory governance.

We look forward to building a positive & engaging digital work environment together here at Gage Cannabis.

Posting Authority

When engaging online there is a difference between:

- Speaking on behalf of the company: “We are proud to announce here at Gage Cannabis”
- Speaking about the company: “I think that working at Gage Cannabis is awesome...”

As employees, we are free and entitled to use our Social Media accounts in any manner outside of work. However, it is important to remember that we must not post content in a manner that is to be perceived that you are speaking on behalf of the Company, or to post content that might be perceived to reflect negatively on the organization. Unless your role expressly authorizes you to speak on behalf of the Company, or you have been given the authorization to do so by Marketing Department - you are not permitted to post content on behalf of the Company or respond to comments made by any third party across any online platform or site, including those owned by Gage Cannabis.

If you do post content about the Company - remember that you are not speaking on behalf of the Company - you must clearly indicate your relationship with the Company, and that you are providing your opinion only. You must make it clear in your posting that you do not have the capacity to speak on behalf of the Company. If you are permitted by the Marketing Department to post on behalf of Gage Cannabis, all content must follow clear direction provided by and be edited or removed subsequently as required or deemed inappropriate.

Accountability

As an employee, your conduct is subject to the Company's Code of Ethics in all public settings, whether or not you are authorized to act on behalf of the Company. This includes the content you post through Social Media platforms while at work or in your personal lives. Gage Cannabis trusts and expects that as an employee, you will exercise good personal judgment whenever you engage in online activity.

While we are allowed to repost other users' accounts online if given permission to do so; reposting any content that is of illegal activity, high-risk activity, or any that may be construed as advertising in the context of us posting the content is prohibited. The following examples highlight what is allowable and what is not.

- Reposting yourself or someone smoking cannabis products in their car (operating machinery including cars is illegal), or in any other obvious public place (as it would appear, we are endorsing such illegal or ill-advised activity). Reposting someone with fistfuls of cash and product (this is ill-advised and high risk as it gives the optics of illegality).
- Reposting medical claims made by a third party, whether it is a company or an individual.

- Certain claims can be made by a company that is not a seller of products, and the nature of the conveyance of information may change if done by a seller of the goods.

Any posting that includes illegal activity is grounds for termination.

In addition, your use of social media while at work should not interfere with your duties or work commitment. Be conscious of mixing your work and personal lives. Be mindful of the fact that anyone, including co-workers, managers, and supervisors, may have access to the information you post online.

Recognize you are ultimately solely responsible for anything you always post online across your accounts. If any content you post is harassing, creates a hostile work environment, is confidential or proprietary in nature, defamatory, inaccurate, or misleading, you may be subject to disciplinary action, up to and including termination without notice, and any subsequent legal liability.

Integrity

Gage Cannabis does not condone or encourage the creation of any false posts, blogs, or comments, or the use of pseudonyms that are designed to mislead the public. Do not make any medical claim about the effects of CBD or THC. These types of claims allude to the products “treating” or “curing” any condition. At our core, we are to retain our corporate integrity always. All Social Media accounts or profiles that are controlled by the Company shall state that fact to users.

Whereas any Gage Cannabis content or copy may be written by employees of the Company or by individuals who have been retained to write them on our behalf, comments about such content may be made by any individual. Any employee who does comment on the content, or third-party content, shall disclose their relationship with the Company, or the capacity to which they have permission to respond, or whether the comments are merely personal opinions.

Respect

At all times, when posting online, you should speak respectfully about the Company, your co-workers, our guests, our partners, and competitors. Do not post content or engage in any name-calling or behavior that will reflect negatively on the Company's reputation or that would appear to be discriminatory or harassing. Remember, while you may intend for your comments to remain private, they may be visible or forwarded to others outside your circle of friends.

Confidential Information

Gage Cannabis is subject to numerous industry regulations. As an employee, you may have access to confidential or proprietary information, including but not limited to legal or financial matters, pricing strategies, new programs, or information from third-party suppliers or partners. The release of this information or the inaccurate reporting of such material could have severe consequences to the Company. Any breach of confidentiality is subject to disciplinary action, up to and including termination, and may be subject to further legal consequences.

Privacy

Gage Cannabis is committed to protecting individuals' rights to privacy and the personal information of our guests and employees. We will never disclose your personal

information or ask individuals to provide us with their personal information via Social Media platforms. Any personal information that individuals choose to share is up to them. To protect patient privacy, no photos of customer faces while they are in or immediately outside a licensed facility are prohibited.

Copyright & Ownership Rights

The Company respects the right of copyright owners and will not post content that we do not own or have the right to reproduce anywhere. In the event that we are made aware of any potential copyright violations in the material we have posted or that have been posted by third parties on our website, or through our Social Media platforms, Gage Cannabis will investigate the matter and remove the offending content where applicable within a reasonable timeframe.

As an employee of Gage Cannabis, you are not permitted to use any material in which you do not have ownership rights. This includes material owned by the Company. You must receive permission to use material owned by the Company, including our trademarks and logos, and such use must not be done in a manner that would suggest you are acting on behalf of the Company or in a manner that may be confusing to the public. No photos of the store or inventory may be posted online without written consent of management.

General Conduct

To maintain a positive and engaging social climate, we ask you to conduct your digital behavior with integrity. We always encourage you to be yourself, while demonstrating respect and professionalism to other individuals, even if you disagree with them. Do not flood, spam, post junk mail, or link to third-party sites or content that violates any of these guidelines. Any unacceptable content reported (specifically the use of sexually graphic or offensive, discriminatory, defamatory, obscene language, or promotion of illegal activity, etc.) will be requested to be deleted immediately. Anything you post online, whether a quote, comment, photograph, or article must either be owned by you; or must have expressed permission to use the content from the copyright owner; or must demonstrate credited reference-in-full of the original author.

As the last recommendation, protect yourself online always. Demonstrate wisdom with what personal information you share, where, how, to, and with whom. Your digital identity is an extension of you.

3.6 TOBACCO-FREE ENVIRONMENT

Tobacco is not allowed to be consumed on the premises at any licensed or permitted facility. This includes but is not limited to cigarettes, e-cigarettes, and chewing tobacco. Employees may only use tobacco products in specifically designated outdoor smoking areas.

3.7 SUBSTANCE USE/ABUSE POLICY

The Company recognizes that its own well-being and future are dependent upon the health of its employees. Accordingly, we have the right and the obligation to maintain a safe, healthy, and efficient working environment for our employees.

The Company has a performance-based medicinal drug policy. If your work is impaired due to any medicinal use of any legal drug, you may be dismissed from work with or without pay as determined by the totality of the circumstances. If your work is impaired

due to any illegal or unauthorized drug or substance, you may be dismissed from work with or without pay and subject to discipline up to and including termination.

Employees are prohibited from using marijuana, or vape products, at any Spartan Partners Services, LLC premises, including any permitted or licensed facilities, all Gage and Cookies locations, Corporate Office, or any other business affiliated with Spartan Partners Services, LLC., in accordance with Marijuana Regulatory Agency administrative rules, local laws, and facility policies.

The Company use/abuse policy also applies to any Company-sponsored/hosted events or activities associated with the Company brand.

Substance abuse is defined as the use of alcohol or other controlled substances as defined by federal, state, or local law. Any visible intoxication of any employee can and may result in disciplinary action up to and including termination.

3.8 WORK ENVIRONMENT EXPECTATIONS

Employees are expected to maintain a clean and professional working environment. All employees share the workspace, and it is the responsibility of all employees to maintain a clean kitchen, break room, and workspace.

- Food and beverages are only permitted in designated break areas.
- Clean up – wash your dishes, throw away your food, and wipe up messes immediately.
- Microwaves – monitor your food while in use and share the microwave(s).
- Refrigerator – eat or dispose of food stored in the fridge, label containers, be aware that the fridges may be cleaned out as needed with or without notice.
- If applicable, personal desks and workspaces, including keyboards, phones, etc., should be well maintained and cleaned periodically.
- No food or drink (except water and approved water bottle) are allowed in any facility's locker room or clean area. Please confirm with your leader if you are unclear what kinds of water bottles are approved/not approved.



SECTION 4: EMPLOYMENT

4.1 PERFORMANCE MANAGEMENT

You and your manager will work together to develop objectives and goals for each review period. These will serve as criteria for your annual performance appraisal and help you develop a plan for your ongoing success, growth, and development. It is recommended that you and your manager meet to discuss your performance throughout the year.

4.2 TERMINATION OF EMPLOYMENT

As the Company is an at-will employer and thus cannot guarantee employment of a specific duration, employees, like the Company, may terminate employment at any time, with or without cause or notice.

Employment with the Company may cease under each of the following circumstances:

- When an employee resigns, retires, or is terminated.
- When an employee walks off the job, whether or not the employee clocks out or notifies his or her manager (this will be considered a voluntary termination).
- When an employee fails to report for work the workday following completion of an approved leave of absence.

In the unfortunate event of termination, all Company property must be returned, including physical items such as hardware as well as any Company information, whether printed or electronic (the “***Company Property***”). Company Property may include but is not limited to: business reports and information, credit card, keys, removable media, mobile devices including laptops, cell phones, tablets and accessories, security access card and badge, paper printouts of any nonpublic information, etc..

The employee’s mailing address will be confirmed upon termination to ensure any future correspondence like the mailing of tax documents. The cost of replacing any missing property not returned may be assessed and charged to the Employee that failed to return such Company Property.

In your final paycheck, you will receive payment for all hours worked up through your last day of employment. Fringe benefits cease on the day of termination (“last day worked”). Exceptions to this *last day worked* provision apply to layoffs and leaves of absence. The Company will comply with all applicable state or local laws.

a) Voluntary Termination (Resignation)

Employees are encouraged to submit a written resignation letter to their manager and copying Human Resources at least two (2) weeks in advance of the date of termination (the “**Notice Period**”). Employees who resign without providing the Company with two weeks of written notice may be ineligible for rehire. Moreover, employees may not use Paid Time Off (“***PTO***”) time during the Notice Period. The Company, at its discretion, may choose to terminate employment prior to the employee’s requested last day.

All employees leaving the Company on a voluntary basis will have the opportunity to participate in a confidential exit interview conducted by Human Resources.

b) Involuntary Termination

If an employee is involuntarily terminated, no notice or pay in lieu of notice will be given unless required by federal or state law. Involuntarily terminated employees are ineligible for a payout for any unused PTO unless required by applicable law.

The Company reserves the right to discipline and terminate employees for reasons not explicitly stated in this Handbook. Failure to enforce these rules shall not be deemed a waiver of their applicability. The use of coaching and corrective action procedures does not alter the at-will relationship between the employee and the Company.

Any violation of policies as set forth herein will be cause for disciplinary action, up to and including immediate termination of employment; including but not limited to the following situations:

- Violation of the Substance Use/Abuse Policy.
- Using alcohol and marijuana on the premises at any licensed or permitted facility, or office. This includes but is not limited to vapes, edibles, and cartridges.
- Leaving the facility during working hours without the permission of the manager or sleeping on the Company property during working hours.
- Clocking in another employee's hours.
- Fighting, using abusive, coercive, intimidating, profane or threatening language, and/or behavior or actions on Company property. This includes any form of harassment, violence, or threat of violence toward a fellow employee or leader.
- Conducting gambling devices, lotteries, punchboards, bookmaking, or performing immoral or indecent acts.
- Theft or destruction of the Company's or another employee's property.
- Dishonesty, such as falsifying any records or reports including personnel, absence, sickness, and production.
- Possession of firearms, explosives, or weapons of any kind on Company property, except as permitted by state law.
- Insubordinate conduct or refusal to follow a leader's instructions, including refusal to perform a job.
- Being convicted of a crime that indicates unfitness for the job or raises a threat to the safety or well-being of co-workers.
- Disclosing Company confidential or proprietary information to unauthorized persons.
- Tampering with, careless use of, or damaging of tools, machines, or equipment to produce scrap or delay work.
- Engaging in "horseplay", running, scuffling, throwing things, or interfering with fellow employees or leaders.
- Collecting money or soliciting contributions on the Company's property for any purpose whatsoever during working time without the permission of the Company. Solicitation or distribution of any written or printed material during working hours.
- Loitering, visiting, or loafing in restrooms or any place where the employee's duties do not call for his or her presence.
- Failure to begin work at scheduled start time or quitting work before your scheduled quitting time (including lunch and breaks).
- Failure to comply with all obligations imposed upon employees by the Company.

- Failure to observe all safety rules, regulation, or practices, including traffic speed limits and operating procedures of any vehicle and/or machine on the Company's property.
- Altering of any safety equipment.
- Failure to meet standards of quality and performance as established by the Company.
- Failure to observe all facility regulations as published.
- Excessive use of foul language or use of abusive language.
- Failure to comply with prescribed treatment programs for work-related injury or illness.
- Lack of cooperation with co-workers, customers, or vendors.

The foregoing is not intended to be all-inclusive of the required discipline, and the Company reserves the right to change or amend these rules and regulations. The Company may also establish supplemental rules and regulations that apply only to specific equipment, areas, or conditions.

4.3 REHIRING EMPLOYEES

Former employees can apply to job postings and may be considered on the same basis as other applicants. Prior performance and the circumstances surrounding the termination of previous employment, will also be considered. Pre-employment background checks will be required. Rehired employees will become eligible for Company benefits based on their most recent hire date.



SECTION 5: BUSINESS CONDUCT

5.1 DRESS CODE AND PERSONAL HYGIENE

Employees contribute to the Company culture and the reputation of the Company in the way they present themselves. As such, a professional appearance is essential to making a good impression with customers as well as Company shareholders. Good grooming and appropriate dress reflect employee pride and inspire confidence.

All employees are expected to maintain good hygiene and dress appropriately as determined by their individual job functions. At corporate headquarters (Troy office), the

dress code is described as business casual. In the event of a shareholder or executive meeting, business attire may be requested. If you have any doubt as to the appropriate dress code, please ask your manager.

All employees must follow the minimum guidelines as listed below:

a) General Expectations

- Ensure that you are neat, clean, and well-groomed in your dress and personal hygiene.
- Use good judgment. If your attire is something you would wear to do yard work or play sports, it is inappropriate for work.
- Shoes must be worn at all times.
- Undergarments must be worn and should not be visible.
- If your job responsibilities put you in front of customers and the public, you may need to dress beyond your normal business casual dress code.
- If you are unsure, ask your manager or Human Resources for clarification on proper attire for your position.

b) Inappropriate Clothing (Cannot Be Worn)

- Worn out or stained clothes and shoes.
- Clothing with rips, holes, tears, or frayed edges.
- Muscle shirts, tank tops, tube tops, halter-tops, or strapless tops.
- Tight-fitting, revealing clothing, or clothes that are not properly sized.
- Low-cut tops or crop tops (tops that show the midriff).
- Shorts or skirts that hang more than two (2) inches above the knee, rompers.
- Athletic pants of any type including sweatpants, running/biking pants or shorts, leggings, and yoga pants.
- Clothing with foul, obscene, provocative language, or images that may be offensive (including but not limited to religious and political statements).
- Flip-flops, beach sandals, or slippers.

Please use good judgment, if you are unsure or have questions, please ask your manager.

c) Personal Hygiene

Microbes are everywhere, and the cleaner you are, the cleaner your workplace will be as a result. Therefore, we expect that employees bathe regularly as poor hygiene can jeopardize operations and our ability to function as a successful business.

Cultivation, Processing, and Provisioning include additional dress code requirements. Please refer to your location-specific dress code policy.

Employees who fail to meet the minimum dress code or hygiene criteria will be asked to change clothes or not return to work until they have corrected the issue. Disciplinary action will be taken if an employee continues violating the dress code or hygiene policy.

5.2 BULLETIN BOARDS

Bulletin boards are for business and employment-related postings only. Approved postings are those required by law and/or are necessary for Company business. Discretion will be given to facility managers to post other items.

5.3 NO SOLICITATION / NO DISTRIBUTION

Employees may not solicit any other employee or third party for any purpose during working time. Working time includes the time for which the employee is paid and expected to be performing services for the Company. Verbal solicitation is permitted during the non-working time like a break in the break room or any outside area. However, employees may not distribute literature, notices, circulars, cards, or papers of any kind, at any time, in working areas. Employees wishing to display or post information on Company bulletin boards must receive prior authorization from Human Resources.

Similarly, except for bona fide Company purposes and as authorized by the Company, individuals not employed by the Company, may not, at any time solicit, survey, petition, or distribute literature on Company property; this includes charity solicitors, salespersons, or any other form of solicitation or distribution.

Third-party visitors are prohibited from trespassing or being present at the Company unless visiting for a bona fide business purpose relating to work and approved in advance by the Company.

Please refer to our Company's [Visitor's Policy SOP](#) for more specifics on what constitutes a visitor and how and where visitors can be inside the facilities under the Marijuana Regulatory Agency regulations.

5.4 EMPLOYMENT RECORDS

To keep our records current, employees must promptly report any changes like an address, phone number, marital status, additional dependents, insurance, beneficiaries, military status, etc., to Human Resources so that all necessary paperwork can be updated and processed by the Company.

Access to employment records is restricted to authorized employees of the Human Resource Department and managers on a need-to-know basis or as allowed or required by law. Requests for such information, received from other departments, as well as requests from outside the Company, including references of former employees, will be directed to Human Resources. Employee medical information provided to the Company is restricted to Human Resources only. Medical information will be released only upon written authorization of the employee or proper request from persons or agencies, which have a verifiable legal right to such information.

5.5 EMPLOYMENT OF RELATIVES

All relatives of employees may be considered for employment at any time. As a matter of good business sense, however, the Company does not intend for its employees to practice nepotism or to be put in a position where they may feel pressure to practice nepotism. Nepotism is defined as favoritism shown to a family member based on that relationship. Good judgment will be applied when the employee's relatives are hired. However, it is our philosophy to avoid situations where an employee would have a direct reporting relationship to a relative who is a member of management or supervision.

Designated relatives: Step relatives (spouse, parents, children, grandchildren, brothers, sisters) or others who cohabituate or otherwise share a romantic or sexual relationship.

5.6 WORKPLACE RELATIONSHIPS

It is not the intent of the Company to interfere with the private lives of employees. Nevertheless, it is important to advise employees of the potential problems inherent in consensual relationships, particularly between management and those employees who fall under their management. Employees who have a direct reporting relationship to each other must inform the Company if they are cohabitating or in an on-going romantic or sexual relationship.

5.7 OUTSIDE EMPLOYMENT

The Company expects each full-time employee to devote their full time and attention to Company interests during regular hours of employment and any additional time that may be required. Outside employment or other gainful business activity by employees could involve an actual or potential conflict of interest or could affect the impartiality, judgment, effectiveness, or productivity that is expected in the performance of their duties as employees of the Company. Employees should avoid outside business or gainful activities that would divert their time, interest, or talents from Company business. Full-time employees must disclose all outside employment to their manager and Human Resources as there may be a conflict of interest.

For example, a spouse of an employee may work for a potential supplier, customer, or competitor. Special care should be taken by both individuals to conduct their affairs in accordance with the duty each owes to their employer. Employees who have access to confidential information may not engage in any outside activity that would involve the use or disclosure of any such confidential information.

5.8 LITIGATION AND INVESTIGATIONS

Like other businesses, the Company may become, directly or indirectly, involved in litigation and other legal proceedings. Legal papers regarding these matters normally flow through established channels, but other employees may occasionally receive such papers. Employees may also receive formal or informal requests for information from lawyers for private parties concerning litigation or from governmental agencies and their representatives concerning litigation or an investigation. In such instances, to protect the rights of the Company, employees must immediately contact their manager and/or the Company's Legal Department with such information.

Under no circumstances shall an employee submit to interviews, answer any questions about the Company's business, produce any documents, or respond to any such requests without the written authorization from the Company's Legal Department. At all times thereafter, the employee is required to act pursuant to the counsel of the Legal Department. There should be no public statements relating to pending lawsuits without the prior written approval of the statement by the Company's Legal Department.

5.9 COACHING AND CORRECTIVE ACTION (NON-EXEMPT)

The Company's coaching and corrective action policy models a progressive discipline

procedure. This procedure is designed to provide a structured corrective action process to improve and prevent a recurrence of undesirable employee behavior and performance issues.

Outlined below are the steps of the Company's coaching and corrective action policy. The Company reserves the right to combine or skip steps depending on the facts of each situation and the nature of the offense. Illegal behavior is not subject to the progressive coaching and corrective action policy and may result in immediate termination. Some of the factors that will be considered are whether the offense is repeated despite coaching, counseling, or training; the employee's work record; and the impact the conduct and performance issues have on the organization. Written documentation will occur in every step of the process. The employee will be asked to sign copies of this documentation attesting to his or her receipt of the coaching and corrective action outlined in the document.

Nothing in this policy provides any contractual rights regarding employee discipline or counseling, nor should anything in this policy be read or construed as modifying or alerting the employment-at-will relationship between the Company and its employees. Furthermore, employees may be terminated without prior notice or disciplinary action.

Scope

This policy applies to full-time and part-time hourly employees. An hourly employee is defined as an employee paid an hourly rate for each hour they work. Hourly employees are also entitled to up to 80 hours of Paid Time Off, as defined in "Paid Time Off" in Section 7 of this Handbook.

Procedure

Step 1: Coaching and Verbal Warning

Step one creates an opportunity for the manager to bring attention to the existing performance, conduct, or attendance issue. A verbal warning addresses the nature of the problem or violation of Company policies and procedures. Written documentation will outline the issue and a plan on how the issue can be resolved.

Step 2: Written Warning

If the employee's performance does not improve following a verbal warning or the employee begins exhibiting further behavioral or performance issues, a written warning will be issued for the performance, conduct, or attendance issues and consequences. A written warning will address any additional incidents or information about the performance, conduct, or attendance issues and provide any prior relevant corrective action plans.

Step 3: Final Written Warning

If the employee's performance and/or behavior does not improve following a written warning, a final written warning will be issued. Employees, at this point, should understand if expectations are not met following the final written warning the next step is termination.

Step 4: Termination

The last step in the coaching and corrective action process is to terminate employment. Generally, the Company will try exercising the progressive nature of this policy by providing warnings and issuing a final written warning before proceeding to terminate employment.



SECTION 6: COMPENSATION AND BENEFITS

6.1 WAGE AND HOUR POLICY

It is the Company's policy and practice to accurately compensate employees in compliance with all applicable state and federal laws. To ensure you are paid properly for all time worked and that no improper deductions are made, you should review your pay statement in a timely manner to identify and report any errors to Human Resources. While the Company makes every effort to ensure our employees are paid correctly, on the rare occasion, inadvertent mistakes may happen. When mistakes are reported and validated, corrections will be made promptly, and as necessary. If you believe a mistake has occurred, or if you have any questions, you should immediately report the matter to payroll or your manager. If you feel you have not received a prompt and/or acceptable reply, you should immediately contact Human Resources.

6.2 NON-EXEMPT EMPLOYEES

a) Work Schedule

All employees are expected to perform their jobs within their scheduled work hours. These work hours may be modified by their manager as necessary to meet the needs of the department or the Company.

There may be occasions when it is necessary to work overtime. Overtime is considered a condition of employment, and refusal to accommodate any such request may be cause for disciplinary action up to and including termination of employment.

Non-exempt employees must obtain prior approval from their manager prior to working any overtime. Abuses to the Overtime Policy will not be tolerated and can result in the employee being sent home without pay at 40 worked hours or other disciplinary measures.

b) Time Records

Non-exempt employees are required to accurately report all time worked. Time worked includes all time spent performing the functions of the job including traveling (see requirements within the [Travel and Expense Policy](#)), off-site, or at

home. Because time records are legal documents required by law, employees must ensure their time is recorded accurately and that no one records time on their behalf. Altering, falsifying, tampering with time records, or recording time on another employee's time record may result in disciplinary action, up to and including termination of employment.

c) Attendance

To fulfill commitments to our customers and to assure a smooth-running operation, employees are expected to come to work every day and on time. The Company believes in developing and fostering a professional work environment. The Attendance Policy is created and enforced by the local management, please see your manager for full details.

General Expectations

- Arrive to work no later than the scheduled start time, as determined by your manager.
- Remain at work through the duration of your scheduled shift.
- Return from all breaks (including lunch) on time.
- Communicate, in advance (at least two weeks), to your manager of a prearranged absence.
- Notify your manager at least one hour to the start of your scheduled shift of a tardy.
- Repeated tardiness and "no-call-no-shows" (where an absence is not reported before such is taken) will not be tolerated and could result in disciplinary action up to and including termination.

Employees who fail to meet the minimum attendance policy will be coached by the Manager. Disciplinary action will be taken if an employee continues violating the attendance policy.

d) Compensation

In the absence of contrary law or agreement, non-exempt full-time employees will be paid overtime at a rate of one and a half times their pay rate. Actual hours worked, including employee attendance at lectures, meetings, and training programs (as long as the Company requires the employee to attend), will be considered in computing overtime. Paid and unpaid leaves of absence, including vacation, holidays, leave under the Family Medical Leave Act, will not be considered in computing overtime. Workers' compensation will not be considered in computing overtime. The Company does not allow accrual of compensatory time by employees.

e) Travel

Some employees may be required to travel in the course of their duties and may be eligible for compensation for the time they spend traveling. The compensation an employee receives depends upon the kind of travel and whether the travel time takes place within normal work hours or outside of normal work hours.

f) Other Work Outside of Work Hours

If a non-exempt employee is required by their manager to take a work-related call, answer an email, or work on any work-related project after normal work hours from home or any other location, the employee should record such time

on his or her time sheet and that time will be eligible for compensation. If a manager has not specifically requested work outside of work hours, the employee must get prior approval in writing.

6.3 EXEMPT EMPLOYEES

If you are classified as an exempt employee, you will receive a salary intended to compensate you for all hours you may work for the Company. This salary will be established at the time of hire or when you become classified as an exempt employee. While it may be subject to review and modification from time to time, such as during salary review times, the salary will be a predetermined amount that will not be subject to deductions for variations in the quantity or quality of the work you perform.

6.4 EMPLOYEE PAYCHECKS

All salaried employees will be paid according to the following pay schedule:

- Paid bi-weekly (Sunday – Saturday)
- Direct Deposit
- Due to administrative timing, paychecks are paid one week after the pay period (work week) is complete.

6.5 PAYROLL DEDUCTIONS

As required by law, the Company may deduct any applicable taxes from an employee's gross pay (including but not limited to appropriate federal, state, local (if applicable), and social security taxes) in accordance with applicable federal, state, and local regulations.

Your net pay may also be reduced for certain types of deductions like your portion of health, dental or life insurance premiums, or other types of voluntary contributions.

The Company may withhold, as necessary, items like back taxes and garnishments (including but not limited to judgments and child support). No other deductions will be made unless specifically authorized in writing by the employee, and all deductions will be itemized on the employee's pay statement.

Cash, in any form (bonus, prize, etc.) and gift cards are considered supplemental wages under tax law and are always reported as taxable income, regardless of the dollar amount. Any such compensation will be processed through payroll and is subject to applicable taxes. You must be employed at the time the cash, bonus, prize, etc. is awarded to claim it.

6.6 DIRECT DEPOSIT

Paychecks must be automatically deposited into the financial institution of the employee's choice. All payments will be paid by direct deposit. Employees may elect up to two (2) bank accounts for their pay to be direct deposited.

6.7 HEALTH BENEFITS

The Company offers full-time employees the option of health benefits. This type of benefit is described in the benefits materials that will be provided to you at the time of hire or Open Enrollment. Hourly employees who work 30 hours or more per week (considered full-time for health benefits purposes) are eligible for these type of benefits on the first day of the month, following sixty days of employment.

The Company, at its discretion, reserves the right to alter, amend, modify, change, or terminate these benefits, or the allocation of premium payments, at any time.

Any coverage of health benefits provided by the Company terminates the last day of the month of employment with the Company.

6.8 TRAVEL AND EXPENSE POLICY

The Company's Travel and Expense Policy is a guide for requesting, documenting, and reimbursement of relevant business travel and expenses. Authorizing an expense report indicates to the Company the expenses reported are legitimate, reasonable, and complies with this policy. Failure to follow the Travel and Expense Policy can result in delay or disqualification for reimbursement or disciplinary action.

Please refer to the Gage Cannabis [Travel and Expense Policy](#) in Addendums for additional details.



SECTION 7: TIME OFF AND LEAVE

7.1 VACATION

The Company believes its employees are the key to what makes a great company. Although work makes up a large portion of an employee's life, we believe a balance between work and non-work activities is essential to maintain quality performance and a positive work atmosphere. To support this philosophy, the Company has designed a flexible vacation program for all full-time salary employees to take the appropriate amount of vacation, and sick days, as they need.

a) Scope

This policy only applies to full-time, non-exempt and exempt, salaried employees of the Company. Full-Time employees are defined as employees who work more than 30 hours per week.

b) Policy Elements

The Company does not limit the amount of vacation employees can take. However, this policy does establish a recommended minimum time-off guideline.

All employees are encouraged to take at least two (2) weeks of vacation each year. This will help them avoid exhaustion and ensure they have some time to clear their minds from their work duties.

c) Procedure

Employees are obliged to:

- Avoid abusing the policy by taking time off that negatively impacts their job and the Company.
- Communicate and collaborate with their manager and team to ensure everyone takes leave without disrupting operations.
- Plan to delegate, postpone, or otherwise manage projects that will be affected by their time off.
- Notify their manager at least two (2) weeks in advance that they wish to use vacation time. The request must be preapproved by the employee's manager *before* the leave.
- Notify their manager of a sick day at least one hour *prior* to the start of their shift.
- Failure to notify your manager of a sick day will be considered a “no-call-no-show” and could result in disciplinary action up to and including termination.

Managers can consider rejecting vacation requests if:

- Other team members with similar or complementary duties have already asked for leave during the same time.
- The time in question is too busy or includes an important deadline for the employee asking for leave.
- An employee appears to abuse the policy. In this scenario, managers should arrange a meeting with the employee and Human Resources.

Managers are not permitted to reject leave requests for any of the following reasons:

- To discipline employees.
- To force employees to fulfill duties that are not urgent.
- To approve leave for another employee who made a later request.

Neither of the lists in this section (above) are exhaustive. Both employees and managers should use common sense and adhere to company policies when requesting and approving vacation leave. Effective communication between team members is vital to make this policy work for everyone.

Separation

No vacation time may be used on notice of verbal or written voluntary termination is given by the employee to his or her manager. As employees do not accrue time-off, the Company does not compensate unused leave. This policy does not interfere with established leaves like maternity or FMLA leave.

The Company will review this policy annually and address any issues in handbook revisions.

7.2 HOLIDAYS

The Company recognizes eight (8) paid time off holidays to all full-time salaried employees as listed below:

- New Year's Day
- Memorial Day
- Fourth of July
- Labor Day
- Thanksgiving Day
- Christmas Eve
- Christmas Day
- New Year's Eve

7.3 BEREAVEMENT LEAVE (FUNERAL)

The Company recognizes the importance of allowing employees time away from work following a death in the family for the purposes of making arrangements for and attending the funeral of their loved ones.

All full-time employees are eligible for bereavement leave immediately following the death of a family member as set forth in the bulled section just below. Bereavement leave offers up to five (5) paid days away from work based on the following schedule:

- Five (5) paid days for immediate family members, including: spouse/domestic partner, children, parents, and siblings.
- Three (3) paid days for grandparents, grandchildren, and in-laws.
- One (1) paid day for aunt, uncle, niece, nephew, and cousin.

7.4 JURY DUTY

The Company understands the importance of citizens serving on our jury system. Any regular full-time employee called to and reports for jury duty, will be compensated at their regular rate of pay. The compensation will not exceed eight (8) hours on any given day or 40 hours in any given week, to a maximum of 160 hours. Approved jury duty will count as hours worked for the purposes of computing overtime. Such compensation will be payable only if the employee gives the Company as much notice as possible of the need to attend jury duty and provides a copy of the summons and presents proper evidence of attendance. Employees must return to work when their presence is no longer required for jury duty and notify their manager as far in advance as possible when the employee learns they will be able to return to work.

7.5 FAMILY MEDICAL LEAVE ACT (FMLA)

The Family and Medical Leave Act ("**FMLA**") provides eligible employees with up to 12 workweeks of unpaid leave for certain family and medical reasons during a 12-month period. During this leave, the Company is required to maintain an eligible employee's group health plan coverage as if the employee had continued working. An employee eligible for FMLA leave, with the exception of those employees designated as "highly compensated" or "key" employees, will be returned to the same or to an equivalent position, provided that the employee returns to work within or at the end of the 12 week period.

a) Employee Eligibility Criteria

To be eligible for FMLA leave, you must have been employed:

- for at least one year (which need not be consecutive);

- for at least 1,250 hours during the 12-month period immediately preceding the commencement of the leave; and
- work at a location where at least 50 employees are employed by the Company within 75 miles.

b) Events Which May Entitle an Employee to FMLA Leave

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

- the birth of the employee's child or to care for the newborn child;
- the placement of a child with the employee for adoption or foster care or to care for the newly placed child (entitlement to leave for the birth or placement of a child for adoption or foster care will expire 12 months from the date of the birth or placement);
- to care for the employee's spouse, child or parent (but not in-law) with a serious health condition;
- to care for the employee's own serious health condition that makes the employee incapable of performing the functions of his or her job; and/or
- A qualifying exigency¹ arising out of the fact an employee's spouse, son, daughter, or parent on active duty or called to active duty status in the National Guard or Reserves in support of a contingency operation may use their 12-week entitlement.
- FMLA also includes a special leave entitlement that permits eligible employees to take up to 26 weeks of leave to care for a covered servicemember during a single 12-month period. A covered servicemember is a current member of the Armed Forces, including a member of the National Guard or Reserves, who has a serious injury or illness incurred in the line of duty on active duty that may render the servicemember medically unfit to perform his or her duties for which the service member is undergoing medical treatment, recuperation, or therapy; or is in outpatient status; or is on the temporary disability retired list.

c) How Much Leave May Be Taken

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

When both spouses are employed by the Company, they are together entitled to a combined total of 12-workweeks of FMLA leave within the designated 12-month period for the birth, adoption, or foster care placement of a child with the employees, for aftercare of the newborn or newly placed child, and to care for a parent (but not in-law) with a serious health condition. Each spouse may be entitled to additional FMLA leave for other FMLA qualifying reasons (i.e., the difference between the leave taken individually for any of the above reasons and 12-workweeks, but not more than a total of 12-workweeks per person). For example, if each spouse took six (6) weeks of leave to care for a newborn child, each could later use an additional six (6) weeks due to his or her own serious health condition or to care for a child with a serious health condition.

¹ Qualifying exigencies may include: attending certain military events, arranging for alternative childcare, addressing certain financial and legal arrangements, attending certain counseling sessions, and attending post-deployment reintegration briefings.

An eligible employee is also entitled to take unpaid leave intermittently. Intermittent leave is leave taken in separate blocks of time. A reduced work schedule leave is a leave schedule that reduces an employee's usual number of hours per workweek or hours per workday. Leave to care for a newborn or for a newly placed child may not be taken intermittently or on a reduced work schedule without advance approval by the Company.

Leave because of an employee's own serious health condition, or to care for an employee's spouse, child, or parent with a serious health condition may be taken all at once or, where medically necessary, intermittently or on a reduced work schedule. If an employee takes leave intermittently or on a reduced work schedule basis, the employee must, if possible, attempt to schedule the leave so as not to unduly disrupt operations. When an employee takes intermittent or reduced work schedule leave for foreseeable planned medical treatment, the Company may temporarily transfer the employee to an alternative position with equivalent pay and benefits for which the employee is qualified and which better accommodates recurring periods of leave.

d) Requests for FMLA Leave

You should request FMLA leave by completing the Employee's Request for FMLA form and submitting it to Human Resources. You can obtain one of these forms from the Human Resource Department.

When leave is foreseeable for childbirth, placement of a child, or planned medical treatment for the employee's or family member's serious health condition, the employee must provide Human Resources with at least 30 days advance notice, or such shorter notice as is practicable (i.e., if possible, within one or two business days of learning of the need for the leave). When the timing of the leave is unforeseeable, the employee must provide Human Resources with notice of the need for leave as soon as practicable (i.e., if possible, within one or two business days of learning of the need for the leave).

e) Required Documentation

FMLA leave or return to work may be delayed or denied if the appropriate documentation, listed below for each reason for leave, is not provided in a timely manner.

- FMLA leave based on the serious health condition of the employee or the employee's spouse, child, or parent:
 - Request for FMLA form
 - Certification of Health Care Provider – must be completed by the applicable health care provider and state the date on which the health condition commenced, the probable duration of the condition, and the appropriate medical facts regarding the condition. If the employee has a serious health condition, the certification must state the employee cannot perform the functions of their job.
- FMLA leave based on the serious injury or illness for covered servicemembers:
 - Request for FMLA form

- Certification for Serious Injury or Illness of Covered Servicemember for Military Family Leave – must be completed by the applicable health care provider.
- FMLA leave due to a qualifying exigency:
 - Request for FMLA form
 - Certification of Qualifying Exigency for Military Family Leave

If the employee is needed to care for a spouse, child, or parent, the certification must state that, along with an estimate of the amount of time the employee will be needed. In addition, the employee may be asked to provide documentation or statement of family relationship (e.g., birth certificate or court document).

During FMLA leave, the Company may request the employee to provide periodic updates/recertification of a serious health condition at intervals, as allowed by the FMLA. In addition, during FMLA leave, the employee must provide Human Resources with periodic reports regarding the employee's status and intent to return to work. If the employee's anticipated return to work date changes and it becomes necessary for the employee to take more or less leave than originally anticipated, the employee must provide the Human Resource Department with reasonable notice of the employee's changed circumstances and new return to work date. If the employee gives the Human Resource Department notice of the employee's intent not to return to work, the employee will be considered to have voluntarily resigned.

Before the employee returns to work from FMLA leave for the employee's own serious health condition, the employee is required to submit a Return to Work Medical Certification form or fitness for duty certification from the employee's health care provider with respect to the condition for which the leave was taken, stating the employee's return to work date. It also must include information about any situation or condition which may prohibit the employee from performing his or her normal responsibilities and include work restrictions, if any, and the length of time these restrictions will be in effect. To return to work at "full-duty" status, employees must submit this information to payrollandbenefit@gageusa.com that states the return to work date and that the employee has "no restrictions".

The opinion of the attending health care provider will be considered in determining the employee's eligibility for a Family and Medical Leave and for fitness for duty upon return to work. The Company reserves the right to require a confirming opinion from a physician of its choosing, at the Company's expense. If it is necessary to resolve a conflict between the original certification and the second opinion, the firm will require the opinion of a third physician. The Company and the employee will jointly select the third physician, and the Company will pay for the examination and opinion. The third opinion will be considered final.

f) Use of FMLA concurrent with other Leaves

FMLA provides eligible employees with up to 12 workweeks of unpaid leave. If the employee has any accrued or earned PTO time available, the employee must use at least one week of PTO concurrently with and not in addition to FMLA. However, if the employee is receiving workers' compensation benefits concurrently with FMLA, the employee will not be required to use any accrued

PTO time. The remainder of the 12 workweeks of leave, if any, will be unpaid FMLA leave. Any leave used for an FMLA qualifying reason will be charged against an employee's entitlement to FMLA leave. This includes, but is not limited to, use of accrued leave time, leave for disability or workers' compensation injury/illness, provided that the leave meets FMLA requirements. The substitution of paid leave for unpaid leave does not extend the 12 workweeks leave period.

g) Designation of Leave

The Human Resource Department will notify the employee that leave has been designated as FMLA leave, either upon the employee's request, or if it believes the leave to be for an FMLA qualifying purpose. The Company may provisionally designate the employee's leave as FMLA leave if the Company has not received medical certification or has otherwise been unable to confirm the employee's leave qualifies as FMLA leave. If the employee has not notified the Human Resource Department of the reason for the leave, and the employee desires that leave be counted as FMLA leave, the employee must notify Human Resources within two (2) business days of the employee's return to work that the leave was for an FMLA reason. In addition, if the Company determines an employee's leave was for an FMLA purpose, it may designate the leave as retroactive FMLA leave in appropriate circumstances in accordance with FMLA requirements.

h) Benefit Coverage during FMLA Leave

An employee may be able to continue coverage under certain benefit plans sponsored by the Company during his or her FMLA leave. The Summary Plan Description for each benefit plan will specifically set forth the rights, terms, and conditions to continue benefits during a leave. At a minimum, a covered employee on FMLA leave will have the right to continue his or her coverage under the Company's group health plan (e.g. medical, prescription, dental, and vision) on the same terms and conditions and at the same cost as if the employee had been continuously employed during the entire FMLA leave period.

An employee will be required to make timely payment of any required premium or other employee contributions under and in accordance with the applicable Company benefit plan. If an employee fails to timely pay his or her required contribution, coverage under the benefit plan generally will be suspended as provided in the applicable Company benefit plan.

If the employee does not return to work at the end of their FMLA leave, the Company, in its discretion, will have the right to collect the employer-paid share of the cost of the employee and his or her covered dependents coverage during the leave. This provision does not apply if the employee does not return to work for a serious health reason (either affecting the employee or an immediate family member) that would entitle the employee to leave under FMLA; or other circumstances beyond the employee's control, as approved by the Company. In such cases, the Company may require the employee to provide medical certification of the employee's or the family member's serious health condition. When an employee does not return to work at the end of the FMLA leave, the employee and/or their covered dependents may have the right to continue coverage under a Company's group health plan as provided under COBRA and the terms of the applicable Summary Plan Description. You will receive a notice regarding your COBRA rights.

Taking FMLA will not result in the loss of any fringe benefit otherwise available to other similarly situated employees on a non-FMLA leave or any benefit that had accrued to the employee prior to taking FMLA leave.

i) Return or Failure to Return from FMLA

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

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

In addition, the Company reserves the right to deny reinstatement to salaried, eligible employees who are among the highest-paid ten(10) percent of the Company's employees employed within 75 miles of the worksite ("key employees") if such denial is necessary to prevent substantial and grievous economic injury to the Company's operations. In such circumstances, the Company will notify the key employee at the time they request leave that under certain circumstances they will be denied restoration to their original position at the end of the leave. If the key employee designation is made after leave commences, the Company will provide the employee with a reasonable time in which to discontinue the leave and return to work.

j) Failure to Return to Work Following FMLA Leave

If the employee does not return to work following the conclusion of FMLA leave, the employee will be considered to have voluntarily resigned. The Company may recover benefit premiums from the employee as described in the Benefit Coverage section above.

7.6 NON-FMLA LEAVES (PERSONAL)

In the event of extraordinary circumstances and where there is a justifiable reason, active employees may request an unpaid Personal Leave of Absence not to exceed thirty (30) days. In such cases, the advance written approval of the manager is necessary and the Company shall decide, in its sole discretion, whether a reason is justifiable or not and whether the Company, in its sole discretion, is able to accommodate the request given current and anticipated operating conditions, staffing levels and other such considerations.

If the employee is unable to return to work after the expiration of thirty (30) days, the Company may grant up to an additional sixty (60) days, unless otherwise required by law. Employees must meet with Human Resources prior to the leave to discuss requirements regarding the leave and insurance during the leave.

7.7 MILITARY LEAVE OF ABSENCE

Employees participating in military reserve duty or activated to regular active military service will be granted a leave of absence in compliance with applicable federal, state, and local laws upon receipt of a written request from the employee. A request for such leave should be made a minimum of three (3) weeks prior to the date when the

employee must report for the scheduled military leave unless government requirements make such notice impossible.

Pursuant to the Federal Uniform Services Employment and Reemployment Rights Act of 1994 ("**USERRA**"), a person who is a member, applies to be a member, performs, has performed, applies to perform, or has an obligation to perform service in a uniform service will not be denied rehire, retention of employment, promotion, or any benefit of employment on the basis of that membership, application for membership, performance of service, application for service, or obligation.

The Company will provide continuation of the premiums for group health coverage (but not payment of the employee's share if the leave is more than 30 days) for employees and their dependents for up to 24 months during and after any period of service. Any employee who chooses this health care coverage will not be required to pay more than 102 percent of the full premium under the plan if service was for 31 days or more. Employees who serve less than 31 days will not be charged more than the active employee's share of the premium. Waiting periods will not be imposed upon reinstatement.

These provisions are adopted consistent with the Uniform Services Employment and Reemployment Rights Act of 1994 ("USERRA") as may be amended from time to time and do not supersede or nullify any current federal or state law including existing COBRA and HIPAA.

These provisions are adopted consistent with the Uniform Services Employment and Reemployment Rights Act of 1994 ("USERRA") as may be amended from time to time and do not supersede or nullify any current federal or state law including existing COBRA and HIPAA.

7.8 RETURNING FROM LEAVE

An employee returning from an approved medical leave of absence must notify Human Resources of their definite date of return at least five (5) workdays prior to their return and present a written release to work from the attending physician.

When returning from a non-FMLA leave of absence, employees will be placed in their former position if the employee had not been replaced during the leave. If the former position is not available, the employee may be placed in any position they are qualified for at the rate of pay for that position. If no position is available for the employee, the Company will have no obligation to return the employee to work.

The Company cannot guarantee any position to employees who are absent due to short-term disability leaves, FMLA leaves or non-FMLA unpaid sick leaves for longer than 12 weeks in any 12-month period, unless otherwise required by law. The placement of an employee at the end of such extended leaves will be subject to the length of the leave, the nature of the employee's job, business conditions, staffing needs, and the availability of openings for which the employee is qualified, as determined by the Company. If the employee's position is no longer open, efforts will be made to provide an appropriate alternative position at a comparable salary. If the Company determines that no appropriate alternative position is available, an employee who is returning from an extended leave may be terminated.

7.9 WORKERS' COMPENSATION

Pursuant to state law, employees are covered by workers' compensation insurance for job-related illnesses or injuries from the date of employment. Workers' compensation insurance pays all medical costs and a portion of the employee's regular pay (if the work-related injury results in lost time) for all approved claims. Job protection may also be provided in accordance with applicable state laws.

An employee who suffers an accident or injury at work must report the incident to his or her manager as soon as possible and notify Human Resources so that appropriate documentation can be completed within 24 hours of the accident. All claims of work-related injury or illness will be investigated thoroughly. Fraudulent claims will be subject to disciplinary action, up to and including termination of employment.

ACKNOWLEDGEMENT AND RECEIPT

HANDBOOK ACKNOWLEDGEMENT

I acknowledge that I have received and reviewed the Spartan Partners Services, LLC dba Gage USA Employee Handbook (the "***Handbook***"), and all local supplements. If I was provided an electronic copy, I further understand that I may request a hard copy from Human Resources at any time. In addition, I can view the latest revision and updates to the Handbook, and all other related Company policies referenced within the Handbook, at any time by visiting the portal.

I understand it is my responsibility to review the contents of the Handbook and to contact Human Resources or my manager if I have any questions. By this acknowledgment, I agree I will comply with all policies contained in the Handbook and will report any information in which I am aware of related to violations of the policies contained or referenced within the Handbook.

I agree that any action or suit against Spartan Partners Services, LLC, Gage Cannabis Company, USA, and any of its affiliates or subsidiaries (the "***Company***") arising out of or connected to my employment or termination of employment, including, but not limited to, claims arising under state or federal civil rights statutes, must be brought within 180 days of the event giving rise to the claims or be forever barred. As such, I agree to waive any limitation periods to the contrary.

Nothing contained in this Handbook is intended to create, nor shall be construed as creating, an expressed or implied contract or guarantee of employment for a definite or indefinite term. The Company reserves the right to change the policies in this handbook at any time. This Handbook supersedes all prior handbooks, manuals, agreements, and policies whether orally established or set out in writing and the most recent changes(s) shall be binding upon you.

Print Name: _____

Signature: _____

Date: _____

ADDENDUMS

TRAVEL AND REIMBURSEMENT POLICY

GAGE USA – SPARTAN PARTNERS SERVICES, LLC.

TRAVEL AND EXPENSE POLICY

SECTION 1: SCOPE

To establish policies and procedures for reimbursing employees ("**Employee(s)**") for the reasonable cost of travel that may be incurred in carrying on the business of Spartan Partners Services, LLC, (the "**Company**" or "**Spartan Partners Services, LLC**"). This policy does not contain every possible exceptional circumstance. The absence of a specific direction or definition in this policy does not mean the item is approved as an acceptable practice or an approved expense. Employees are always encouraged to use good judgment when incurring expenses on behalf of the Company. If you are ever in doubt as to the applicability of a business expense, you should always check with your manager prior to incurring such expenses.

SECTION 2: POLICY

In the performance of their assignments for the Company, employees may be required to travel and incur expenses to conduct Company business properly. The frequency of travel is determined by your specific job responsibilities with the Company. It is the policy of the Company to reimburse Employees for such expenses in accordance with the guidelines set forth herein, in a timely manner.

SECTION 3: DEFINITIONS

Expense Report: report to be completed when submitting expenses to be reimbursed to an employee.

Travel Expense: ordinary and necessary expenses to accomplish the official business purpose of a trip.

SECTION 4: GUIDELINES

The Company is committed to ensuring business travel is conducted responsibly and economically and that standards of travel are consistent with employees' reasonable expectations of safety, comfort, and convenience.

The Spartan Partners Services, LLC Expense and Travel Policy (the "**Policy**") is intended to provide enough information to enable employees to complete an expense report form and to increase awareness for all concerned in respect to implications of claiming, or approving claims relating to expenses payments.

The Company will reimburse employees under this policy for ordinary travel expenses (e.g., transportation, lodging, meals, etc.) whenever the employee is required to be away from the primary work location if the expenses are incurred for business-related expenses.

The general rule for relief from income tax on expenses and benefits contains a requirement that the cost (other than for qualifying travel expenses) must have been incurred “*wholly, necessarily, and exclusively*” in the performance of the duties of employment. Generally, “*wholly, necessarily, and exclusively*” means there should not be a dual purpose behind incurring the expense covering both private and business usage. The primary purpose of the expense **MUST** be business.

SECTION 5: RESPONSIBILITIES

Each Company employee is responsible for using discretion in spending Company funds and ensuring expenditures are appropriate for business needs. Employees will be reimbursed for only those travel expenses that are reasonable, necessary, appropriately substantiated, and within the guidelines of this Policy. It is the responsibility of each employee incurring such expenses, and each supervisor approving them, to ensure policy guidelines are followed.

5.1 SPARTAN PARTNERS SERVICES, LLC RESPONSIBILITIES

- Prompt reimbursement for legitimate and reasonable business travel and expenses (see **Section 6.2** below);
- Clear, simple guidance on how to improve overall effectiveness and efficiency in utilizing travel to meet business needs;
- Simple process for submitting expenses and documentation requirements in accordance with the appropriate taxing authority; and
- Provide guidance on eligible expenses before an expenditure occurs.

5.2 EMPLOYEE RESPONSIBILITIES

The Company expects the following from employees arranging travel and/or traveling on business:

- Compliance with the policies and procedures outlined in this document;
- **Timely, itemized receipts for all expenses provided on a weekly basis.** Failure to submit expenses within 14 days of the expense will require special approval;
 - Please note The Company has right to decline expenses submitted after.
- Submission of accurate expense reports within requirements of this policy;
- Use of Company designated travel services like airline, hotel, and car rental companies; and
- Cost-effective management of Company funds spent on travel and entertainment (i.e., using moderately priced preferred hotels and restaurants).

5.3 RESPONSIBILITIES FOR MANAGERS WITH APPROVAL AUTHORITY

- Ensuring that the travel policies and procedures outlined in this document are understood and followed by employees;
- Reviewing expenses to ensure compliance and other provisions of this Policy; and
- Prompt approval of expense reports and working with the traveler to resolve questionable expenses or missing documentation.

SECTION 6: POLICY FOR REIMBURSABLE EXPENSES

It is Company policy that the most cost-effective form of travel should be used when traveling on business for the Company. The means of travel should be the most appropriate for the circumstances. **NOTE: no personal or business travel expenses are to be paid out of cash vaults. Cash is to be used for on-site expenses only.**

All Employees making business journeys must consider what constitutes a business journey for tax purposes. The criteria that generally need to be considered are:

- **Permanent Workplace:** the physical place where you normally work/usual territory in which you cover.
- **Ordinary Commuting:** home to work journeys
- **Temporary Workplace:** the place where you attend temporarily, usually the business journey.

Only journeys that are not Ordinary Commuting are considered business journeys. Home-to-work journeys are not business journeys and therefore cannot be claimed as allowable business expenses.

Prior to any business journey, all Employees must obtain approval from their manager in writing with the following included:

- Dates of travel
- Destination
- Purpose of trip
- Estimated cost of the trip

6.1 DISCOUNTS

Whenever practicable, employees, while on business travel, should utilize those services for which the Company has negotiated special discount arrangements; specifically, lodging accommodations, and automobile rentals.

6.2 HOTEL & LODGING

1. Hotels

- a. It is the policy of the Company to effect maximum practical savings in hotel travel expenses. This endeavor shall be accomplished through Company negotiated reduced rates whenever available. For guidance on what is considered a reasonable hotel rate by the city, please refer to the GSA link below: <https://www.gsa.gov/portal/content/104877>
- b. No personal charges (such as movie rental, minibar, etc) shall be expensed by employees. The Company will cover the hotel stay only.

6.3 AIR TRAVEL

It is the policy of the Company to effect maximum practical savings in air travel expenses through Company negotiated reduced fares whenever possible. All personnel will travel coach class unless free upgrades with mileage point programs are available from the airline. On flights with a duration of three hours or more, extra legroom fares are permitted. Advance approval is required for the purchase of flights over \$500. *If possible, book all trips at least 14 days in advance to obtain the best fares.*

6.4 AUTOMOBILE RENTALS

Employees authorized to rent automobiles while on Company business should attempt to maximize savings in automobile rental expenses. Whenever practical, the selection of automobiles for rental should be made based on need and appropriateness for the effective conduct of business. To the extent possible, Uber and other ridesharing apps should be utilized over renting. Ordinarily, only compacts or intermediates should be used, particularly when traveling alone.

Collision Damage Waiver (CDW) and Personal Accident Insurance (PAI) provisions of the automobile rental agreement should be ACCEPTED by the employee.

Employees and their passengers are required to use safety belts, head restraints, and any other safety devices provided in the vehicle while driving in a leased or rented vehicle. This requirement also applies to a privately-owned vehicle when used for Company purposes².

At no time shall employees text, read emails, or make phone calls (unless a "hands-free" device is used) while driving a rented automobile for business or driving a privately-owned vehicle on Company business.

6.5 USE OF PERSONAL CAR BY EMPLOYEES NOT PROVIDED A CAR ALLOWANCE

Employees will use their car for Company business. Expenses for the use of personal cars for Company business shall be reimbursed at the current IRS rate, plus tolls and parking. Mileage will only be reimbursed for the amount of travel outside the employee's normal commute.

Example: if you live in Detroit and work in Troy and your daily commute is normally 40 miles round trip, if you have to drive to Bay City for company business you will calculate the mileage minus the 40 miles you would normally drive.

Please note that gas expenses are already included in the mileage reimbursement rate. The Company does not reimburse fuel charges unless prior approval has been provided.

There is no Company insurance protection for property damage to personal cars unless specifically set forth in the "*Gage Vehicle Policy*" and it is expressly warranted by the employee that their insurance meets all state minimums, and any such claims will be covered primarily by the employee's policy.

6.6 PARKING AND TOLLS

The Company will reimburse parking and toll expenses were properly incurred on Company business. Receipts and parking tickets should be retained and presented with the submitted expense report. The Company will not pay for parking fines for illegal parking, penalties, and/or other traffic fine incurred at toll plazas or when on Company business.

² See the "*Gage Vehicle Policy*" for details.

Parking and/or tolls paid by use of an automated pre-paid payment device will be reimbursed only with the presentation of an account statement showing the toll usage with tolls incurred during business travel highlighted. Reimbursement will not be made for the prepayment amount. Penalties incurred for speeding or other motor offenses are not reimbursable.

6.7 RAIL TRAVEL

The Company will reimburse rail fares incurred on Company business.

6.8 TAXI/UBER FARES

Taxi/Uber fares reasonably incurred on Company business can be reclaimed against receipts.

6.9 MEAL ALLOWANCE

The Company's policy is to reimburse the employee for *reasonable* meal expenses. The Company will pay for meals where employees are traveling away from their normal place of work overnight (single day trips are not included). The total expenses should not exceed \$50 per day. Meals should align with the following reasonable guidelines: \$10 Breakfast, \$15 Lunch and \$25 Dinner. **All claims for reimbursement of meals MUST include the itemized receipt (showing items ordered) in conjunction with the credit card summary. Meals unsubstantiated by an itemized receipt will not be reimbursed.**

If someone other than the employee is dining, the most senior level employee must pay for the expense, and this should be indicated on the receipt by identifying the name of the individual. Meals will NOT be reimbursed for spouses or significant others traveling or meeting the employee while away from home. This is strictly employee-based charges only.

6.10 BUSINESS MEALS TAKEN WITH OTHER COMPANY EMPLOYEES

Employees not on an out-of-town overnight business trip will be reimbursed for business meals taken with other Company employees outside the work facility only if:

- A client, vendor, or Guest of the Company is present, and the expense meets the other criteria set forth in the Business Meals section; or
- The Company policy allows for food to be provided during internal meetings/working lunches where only Company staff attends, however, only Managers are able to authorize. The most senior level employee in attendance must pay for the expense.
- Approved by employee's direct Manager

The Company will pay for reasonable employee meal expenses off Company premises that do not involve an outside customer, vendor, or employee based in a different work site only when the event is part of a pre-approved event for team building. As with other meal charges, the most senior level employee must pay for the expense.

6.11 TIPS AND GRATUITIES

Normal and customary tips and gratuities will be reimbursed by the Company when included on a receipt and submitted on an expense report. The most common of these allowable expenses is the gratuity (or tip), normally 15%-20%, added to a restaurant bill.

6.12 SPOUSE TRAVEL

It is not Company policy to reimburse spouse travel under any circumstances.

6.13 BUSINESS ENTERTAINING POLICY

Please note business entertaining must be distinguished from staff entertaining. Entertainment expenses have been disallowed as a business expense under the Tax Cuts and Jobs Act of 2017 ("**TCJA**") (Pub.L. 115-97)³, therefore, the Company will not be reimbursing entertainment expenses at this time.

6.14 WORKING LUNCHES

The Company policy allows for food to be provided during internal meetings where only Company staff attends, however only Managers are able to authorize working lunches. As with other meal and entertainment charges, the most senior level employee in attendance must pay for the expense.

6.15 SUNDRY EXPENSES

Other expenses (postage, etc.) may be claimed if reasonably incurred for Company business. If you are in doubt, you must check before incurring the expense. Receipts must always be presented to support claims.

6.16 MEDICAL

The traveler shall inform his or her supervisor and the Human Resources of any health risks that could be impacted by business travel.

6.17 PASSPORT/VISA/IMMUNIZATIONS

Employees must obtain the necessary immunizations and visas required for travel to specific countries. These costs are reimbursable provided they are required for business travel and are not otherwise covered under the medical plan.

SECTION 7: PROCEDURE FOR SUBMITTING EXPENSE REPORTS

7.1 TRAVEL EXPENSE REPORTS

Employee expense reports are to be completed via SAP Concur (reach out to management to ensure you are set up prior to attempting to submit). Reports must be prepared for 7 day periods, from Sunday to Saturday.

The name format for the expense report in Concur is **YYYYMMDDLASTNAME** based on Saturday's date (last day covered) in your trip. For example, the report name is "20210313SPRINGER" if your trip duration is from March 7, 2021 to March 13, 2021.

The manager should review the expense report promptly and either approve it or notify the employee of any questions or issues with such report. Approval of the expense report by the supervisor indicates the expenses comply with the *Company Travel & Expense Policy*. Failure to follow Company's guidelines when submitting expenses is considered a serious infraction and may lead to disciplinary actions taken against the employee, up to and including termination.

Expenses from employees traveling internationally are to be submitted based on the prevailing or incurred rate of exchange. Any deviations resulting from credit card purchases may be adjusted for in subsequent expense reports.

7.2 REIMBURSEMENT

The Company processes all approved expense reports twice per week on Tuesdays and Fridays, and employees will receive payment via direct deposit into the employee's account specified on file within 3 business



Spartan Partners Services LLC Hourly Summary of Available Coverage

Plan Year 2022

Spartan Partners Services LLC (Gage) provides a comprehensive benefits package to all full-time employees including medical, dental, vision, disability, life, accident and pet insurance. A summary of each coverage is shown below.

Plan Options:	Blue Care Network (BCN) HMO** No out-of-network coverage unless deemed an emergency	Blue Cross Blue Shield of Michigan (BCBSM) PPO with HSA Option**
Deductible	\$1,500 (Single) / \$3,000 (Family)	\$2,500 (Single) / \$5,000 (Family)
Coinsurance	Covered 80% after deductible	Covered 80% after deductible
Coinsurance Maximum	\$2,500 (Single) / \$5,000 (Family)	Not Applicable
Out of Pocket Maximum	\$6,600 (Single) / \$13,200 (Family)	\$4,000 (Single) / \$8,000 (Family)
Office Visit Copay (PCP/Spec.)	\$20/\$40	80% after deductible
Online Visits	\$20 copay	\$59 copay (applied to deductible)
Emergency Room	\$250 copay after deductible	80% after deductible
Hospitalization (In Patient or Out Patient)	Covered 80% after deductible	80% after deductible
Diagnostic Test & X-rays	Covered 80% after deductible	80% after deductible
High Tech. Imaging (MRI, CAT)	\$150 copay after deductible	80% after deductible
Prescription Drugs	\$4/\$15/\$40/\$80/ 20% max. \$200/20% max. \$300	\$15/\$50/\$70 or 50% (\$100 max.) All drug copays after deductible

***Chart above illustrates in network coverage only. See full benefit summary in the BenXpress Online System*



DENTAL

You have the choice of 2 plans to fit the needs of you and your family. Spartan Partners offers an EPO (Network Only) and a PPO option, both insured through Blue Cross Blue Shield of Michigan. Both plans utilize the BCBSM Blue Dental PPO Network.

Plan Options:	BCBSM EPO (Core)		BCBSM PPO (Buy-Up)	
	PPO Dentist	Out-of-Network	PPO Dentist	Out-of-Network Balance billing may apply
Deductible (Single/Family)	\$25/\$75	Not Covered	\$25/\$75	\$25/\$75
Diagnostic & Preventive	Covered at 100%		Covered at 100%	Covered at 100%
Basic Services	Covered at 80%		Covered at 80%	Covered at 80%
Major Services	Covered at 50%		Covered at 50%	Covered at 50%
Ortho Services	Not Covered		Covered at 50%	Covered at 50%
Annual Maximum	\$1,000		\$1,000	
Lifetime Ortho Max.	N/A		\$1,000	

VISION

Vision coverage is offered through Blue Cross Blue Shield of Michigan utilizing the VSP Network

Eye Exams	Covered once every 12 months - \$5 Copay
Lenses	Covered once every 12 months - \$10 Copay (1 copay for both lenses & frames)
Frames	Covered once every 24 months. Provides \$130 retail allowance after \$10 Copay
Contact Lenses	Covered once every 12 months. Medically Necessary: Covered 100% after \$10 copay Elective: \$130 Allowance
Non-participating providers are reimbursed based on pre-determined amount	

ADDITIONAL BENEFITS

In addition to the above benefits, Spartan Partners offers Employer paid Life/AD&D, and Short-Term Disability. Also available for the employee is an Employee Assistance Program through Dearborn Group, an HSA through BCBSM/Health Equity, and Voluntary coverages such as Pet Insurance, Voluntary Term Life/AD&D and Accident Coverage. See below for a brief overview of these coverages.

Employer Paid Life & AD&D Insurance – Dearborn Group	Flat \$15,000 Benefit
Short Term Disability – Dearborn Group	Flat \$300 per week benefit
Voluntary Life/AD&D Employee Amounts – Dearborn Group	\$10,000 increments to a \$500,000 max Guaranteed Issue (newly eligible only) \$50,000
Voluntary Life/AD&D Spouse Amounts – Dearborn Group	Up to 50% of EE amount to a \$250,000 max (\$5,000 increments) Guaranteed Issue (newly eligible only) \$10,000
Voluntary Life/AD&D Child Amounts – Dearborn Group	Up to 100% of EE amount to a \$10,000 max (\$1,000 increments)
Voluntary Accident – Dearborn Group	Pays benefits based on the injury you receive and the treatment you need. Offered as a voluntary benefit
Voluntary Pet Insurance – Nationwide	Pet Insurance offered as a voluntary benefit
Employee Assistance Program – Dearborn Group	EAP provided through Dearborn Group at no additional cost to you
Health Savings Account (when the PPO is elected) – BCBSM / Health Equity	Can elect up to: \$3,650 annual maximum for Single (pre-tax payroll deduction) \$7,300 annual maximum for Family (pre-tax payroll deduction)

Please refer to the full benefit summary in the BenXpress Online System for a thorough review of your benefits

Employee Contributions

Medical Options		
Blue Care Network	Tier	Weekly Employee Contribution
BCN HMO	Employee Only	\$19.03
	Two-Person	\$40.83
	Family	\$57.10
Blue Cross Blue Shield of Michigan (PPO)	Tier	Weekly Employee Contribution
BCBSM PPO	Employee Only	\$26.16
	Two-Person	\$57.95
	Family	\$78.49
Dental Options		
Blue Cross Blue Shield of Michigan	Tier	Weekly Employee Contribution
Blue Dental EPO (Core)	Employee Only	\$0.00
	Two-Person	\$3.66
	Family	\$9.15
Blue Dental PPO (Buy-up)	Employee Only	\$2.07
	Two-Person	\$7.81
	Family	\$16.42
Vision Option		
Blue Cross Blue Shield of Michigan / VSP	Tier	Weekly Employee Contribution
VSP 12-12-24	Employee Only	\$0.93
	Two-Person	\$1.86
	Family	\$3.09
Accident Coverage		
Dearborn Group	Tier	Weekly Employee Contribution
Dearborn Group Accident	Employee Only	\$2.85
	Employee + Spouse	\$4.71
	Employee + Child(ren)	\$5.52
	Family	\$8.64

Voluntary Life/AD&D Rates can be found in the full Spartan Partners Services LLC benefits guide.

Pet Insurance Rates (as well as obtaining more information and securing coverage) can be found at: www.petinsurance.com/gageusa

Every effort is made to provide an accurate description of benefits offered. However, should there be a discrepancy between this document and a plan document, the plan document will prevail.



Spartan Partners Services LLC Salaried Summary of Available Coverage

Plan Year 2022

Spartan Partners Services LLC (Gage) provides a comprehensive benefits package to all full-time employees including medical, dental, vision, disability, life, accident and pet insurance. A summary of each coverage is shown below.

Plan Options:	Blue Care Network (BCN) HMO** No out-of-network coverage unless deemed an emergency	Blue Cross Blue Shield of Michigan (BCBSM) PPO with HSA Option**
Deductible	\$1,500 (Single) / \$3,000 (Family)	\$2,500 (Single) / \$5,000 (Family)
Coinsurance	Covered 80% after deductible	Covered 80% after deductible
Coinsurance Maximum	\$2,500 (Single) / \$5,000 (Family)	Not Applicable
Out of Pocket Maximum	\$6,600 (Single) / \$13,200 (Family)	\$4,000 (Single) / \$8,000 (Family)
Office Visit Copay (PCP/Spec.)	\$20/\$40	80% after deductible
Online Visits	\$20 copay	\$59 copay (applied to deductible)
Emergency Room	\$250 copay after deductible	80% after deductible
Hospitalization (In Patient or Out Patient)	Covered 80% after deductible	80% after deductible
Diagnostic Test & X-rays	Covered 80% after deductible	80% after deductible
High Tech. Imaging (MRI, CAT)	\$150 copay after deductible	80% after deductible
Prescription Drugs	\$4/\$15/\$40/\$80/ 20% max. \$200/20% max. \$300	\$15/\$50/\$70 or 50% (\$100 max.) All drug copays after deductible

***Chart above illustrates in network coverage only. See full benefit summary in the BenXpress Online System*



DENTAL

You have the choice of 2 plans to fit the needs of you and your family. Spartan Partners offers an EPO (Network Only) and a PPO option, both insured through Blue Cross Blue Shield of Michigan. Both plans utilize the BCBSM Blue Dental PPO Network.

Plan Options:	BCBSM EPO (Core)		BCBSM PPO (Buy-Up)	
	PPO Dentist	Out-of-Network	PPO Dentist	Out-of-Network Balance billing may apply
Deductible (Single/Family)	\$25/\$75	Not Covered	\$25/\$75	\$25/\$75
Diagnostic & Preventive	Covered at 100%		Covered at 100%	Covered at 100%
Basic Services	Covered at 80%		Covered at 80%	Covered at 80%
Major Services	Covered at 50%		Covered at 50%	Covered at 50%
Ortho Services	Not Covered		Covered at 50%	Covered at 50%
Annual Maximum	\$1,000		\$1,000	
Lifetime Ortho Max.	N/A		\$1,000	

VISION

Vision coverage is offered through Blue Cross Blue Shield of Michigan utilizing the VSP Network

Eye Exams	Covered once every 12 months - \$5 Copay
Lenses	Covered once every 12 months - \$10 Copay (1 copay for both lenses & frames)
Frames	Covered once every 24 months. Provides \$130 retail allowance after \$10 Copay
Contact Lenses	Covered once every 12 months. Medically Necessary: Covered 100% after \$10 copay Elective: \$130 Allowance
Non-participating providers are reimbursed based on pre-determined amount	

ADDITIONAL BENEFITS

In addition to the above benefits, Spartan Partners offers Employer paid Life/AD&D, Short and Long-Term Disability. Also available for the employee is an Employee Assistance Program through Dearborn Group, an HSA through BCBSM/Health Equity, and Voluntary coverages such as Pet Insurance, Voluntary Term Life/AD&D and Accident Coverage. See below for a brief overview of these coverages.

Employer Paid Life & AD&D Insurance – Dearborn Group	1x's Annual Earnings to a \$200,000 maximum
Short Term Disability – Dearborn Group	60% of Weekly Earnings to a \$2,000 maximum
Long Term Disability – Dearborn Group	60% of Monthly Earnings to a \$7,500 maximum
Voluntary Life/AD&D Employee Amounts – Dearborn Group	\$10,000 increments to a \$500,000 max Guaranteed Issue (newly eligible only) \$50,000
Voluntary Life/AD&D Spouse Amounts – Dearborn Group	Up to 50% of EE amount to a \$250,000 max (\$5,000 increments) Guaranteed Issue (newly eligible only) \$10,000
Voluntary Life/AD&D Child Amounts – Dearborn Group	Up to 100% of EE amount to a \$10,000 max (\$1,000 increments)
Voluntary Accident – Dearborn Group	Pays benefits based on the injury you receive and the treatment you need. Offered as a voluntary benefit
Voluntary Pet Insurance – Nationwide	Pet Insurance offered as a voluntary benefit
Employee Assistance Program – Dearborn Group	EAP provided through Dearborn Group at no additional cost to you
Health Savings Account (when the PPO is elected) – BCBSM / Health Equity	Can elect up to: \$3,650 annual maximum for Single (pre-tax payroll deduction) \$7,300 annual maximum for Family (pre-tax payroll deduction)

Please refer to the full benefit summary in the BenXpress Online System for a thorough review of your benefits

Employee Contributions

Medical Options		
Blue Care Network	Tier	Bi-Weekly Employee Contribution
BCN HMO	Employee Only	\$38.07
	Two-Person	\$81.66
	Family	\$114.20
Blue Cross Blue Shield of Michigan (PPO)	Tier	Bi-Weekly Employee Contribution
BCBSM PPO with HSA Option	Employee Only	\$52.33
	Two-Person	\$115.90
	Family	\$156.99
Dental Options		
Blue Cross Blue Shield of Michigan	Tier	Bi-Weekly Employee Contribution
Blue Dental EPO (Core)	Employee Only	\$0.00
	Two-Person	\$7.32
	Family	\$18.30
Blue Dental PPO (Buy-up)	Employee Only	\$4.15
	Two-Person	\$15.63
	Family	\$32.84
Vision Option		
Blue Cross Blue Shield of Michigan / VSP	Tier	Bi-Weekly Employee Contribution
VSP 12-12-24	Employee Only	\$1.86
	Two-Person	\$3.73
	Family	\$6.19
Accident Coverage		
Dearborn Group	Tier	Bi-Weekly Employee Contribution
Dearborn Group Accident	Employee Only	\$5.70
	Employee + Spouse	\$9.42
	Employee + Child(ren)	\$11.03
	Family	\$17.28

Voluntary Life/AD&D Rates can be found in the full Spartan Partners Services LLC benefits guide.

Pet Insurance Rates (as well as obtaining more information and securing coverage) can be found at: www.petinsurance.com/gageusa

Every effort is made to provide an accurate description of benefits offered. However, should there be a discrepancy between this document and a plan document, the plan document will prevail.



Adult Use Retailer & Medical Provisioning Center Renewal Application

3825 Stadium Drive, Kalamazoo, MI 49008

COMMUNITY BENEFITS STATEMENT

AEY CAPITAL LLC (AEY Capital uses the names “Cookies,” “Gage Cannabis Company,” or “GAGE” interchangeably) has delivered value to many municipalities which range in size from small townships to the City of Detroit.

AEY Capital already employs hundreds of Michigan residents, and we are growing at an incredible rate. Every facility that is owned and operated by AEY Capital employs between 10-25 Michigan residents. As much as possible, AEY Capital hires local talent. In every municipality, AEY Capital is committed to positively impacting the communities which have accepted us into the local business community.

AEY Capital currently employs 10 people at our Adult Use Retailer and Provisioning Center on 3825 Stadium Drive in Kalamazoo. We employ:

- 1 – General Manager; \$80,000 annually
- 2 - Assistant Managers; \$52,500 each average annual salary
- 1 - Inventory Manager; \$52,500 annually
- 4 - Product Specialists; \$16.14 on average per hour
- 2 - Inventory Specialists; \$17.00 on average per hour

Annually, these positions aggregately generate nearly \$450,000 in wages. These wages are used to further strengthen the municipalities in which our employees reside.

AEY Capital is proud to provide all its employees with competitive benefits. Whether answering phones or making strategic decisions, every employee of AEY Capital may elect to have medical, dental, vision, life, and disability insurance. Further, AEY Capital understands that life happens, and a healthy workforce is a productive workforce. Accordingly, AEY Capital has relaxed policies toward vacation time and family leave. Please see AEY Capital's ' Staffing Plan.

AEY Capital has developed a rigorous employee training program to ensure that our employees comport their actions to local requirements and state law. Further, AEY Capital has developed standard operating procedures (SOPs) consistent with state law to eliminate operational variability amongst our establishments. See Staffing Plan.

We have established positive relationships with our neighbors, and engagement throughout the broader City of Kalamazoo/Kalamazoo County community (“Local Community”). We do this in a myriad of ways.

In 2022 we:

- Held a canned food drive during the month of November with the food being donated to SW Michigan Food Bank; and
- Held a warm clothing drive for coats, hats, gloves/mittens, scarves, socks, etc during the month of December. Clothing was donated to local area shelters.
- GAGE began participating in the Last Prisoner Project’s (LPP) Roll It Up For Justice Program,

This Document contains sensitive nonpublic business data and information, and thus is exempt from disclosure pursuant to any FOIA statute.



Adult Use Retailer & Medical Provisioning Center Renewal Application

3825 Stadium Drive, Kalamazoo, MI 49008

- which grants customers an opportunity to donate to the LLP at checkout. Last Prisoner Project is an organization who works to free individuals still unjustly imprisoned for cannabis.
- GAGE donated \$50,000 social equity grant to the MidWest Canna Nurses.

We are still in the planning phase for 2023 but have begun outreach to community partners for volunteer opportunities. We are working to expand our outreach for community service and additional potential partners include:

- Loaves and Fishes: A food bank with the mission to feed hungry people and engage the community in the fight to end hunger.
- The Kalamazoo Community Foundation: A foundation that gives back by making strategic community investments and has prioritized equity and education in the community.
- Gryphon Place: A center that offers suicide prevention resources including a 24/7 hotline and is the leading agency for suicide prevention in the area.

Additionally, we developed a professional rapport with local law enforcement agencies and a coherent contingency plan for incidents that require law enforcement involvement at our facility including setting up active shooter & emergency response training. We have open communication with Local law enforcement officials to make sure our security design stays up-to-date for any potential safety changes that may be needed.

For community outreach, as mentioned in our initial application, the first practical measure was becoming familiar with our location and reaching out to business owners and neighbors that are near our Medical and Adult Use marihuana facility. These individuals and businesses/organizations have received the name of one or more employees on our staff whom they can notify day or night if there is a problem impacting them or that they feel may impact us. Additionally, we reach out to these individuals on a monthly or quarterly basis in-person or online through a webchat session to ensure that there are no unreported problems.

If a complaint is received the following protocol will be used:

- The complaint will be forwarded to the General Manager or the Security Agent if not originally filtering through those employees
- The complaint will be investigated by:
 - Reaching out to the complainant.
 - Investigating the facts and circumstances surrounding the complaint.
 - Management will address the complaint in one of three urgency levels and according whether it is under our control (i.e. our business, our employees vs. patients and circumstances beyond our control):
 - **High** – meaning it is a violation of law, administrative rule, or local ordinance. (Example – marihuana odor is significant beyond the facility envelope.)
 - **Medium** – it is not a violation of law, administrative rule, or local ordinance but significantly interferes with the local community in some material way. (Example – traffic is at a higher volume than is anticipated.)



Adult Use Retailer & Medical Provisioning Center Renewal Application

3825 Stadium Drive, Kalamazoo, MI 49008

- **Low** – it is not a violation of law, administrative rule, or local ordinance, and does not interfere with the local community in any significant way. (Example – a neighbor doesn't like the clientele of the provisioning facility.)
- All **High-Level complaints** will be addressed immediately and corrected as soon as practicable. The Locality and LARA/MRA will be notified if required.
- All **Medium-Level complaints** will be addressed with the complainant and steps will be made to come to an amicable solution with the cooperation of the complainant and the Company as soon as practicable.
- All **Low-Level complaints** will be communicated to the complainant and a potential solution proposed that is beneficial for the complainant and the Company if possible. Not all Low-level complaints will be solvable depending on their nature (i.e. measures out of our control, or the existence of the operation may be a complaint, but there is no workable solution to anyone who complains about this.)
- Any Complaints regarding elements out of the Company's control will be addressed through communication with the complainant and do our best to address and correct all points of soreness with our neighbors in the Local Community.
 - But solutions may not be within the Company's control.

Once we have established positive relationships with our neighbors, we also wish to engage the broader Local Community. We will do this in a myriad of ways: We plan to join local trade associations and business groups such as the Local Community Chamber of Commerce and Business Association. We wish to network and work cooperatively amongst our fellow neighbors, colleagues, and friends to help with pro-business initiatives in the Local Community and to give back to the community through service-oriented projects.

Additionally, we will develop a professional rapport with local law enforcement agencies and a coherent contingency plan for incidents that require law enforcement involvement at our facility. Local law enforcement officials will be invited on-site to mitigate potential security risks, and vulnerabilities and assist in the development or innovation of the current security design. We have already identified and reached out to local law enforcement.



Adult Use Retailer & Medical Provisioning Center Renewal Application

3825 Stadium Drive, Kalamazoo, MI 49008

SOCIAL EQUITY PLAN

Please find the answers to the Kalamazoo Renewal Application and the City of Kalamazoo ordinances regarding the Social Equity Plan below.

Social Equity to date and Kalamazoo Plan

AEY CAPITAL LLC d/b/a Cookies' (AEY Capital uses the names "Cookies," "Gage Cannabis Company," or "GAGE" interchangeably) Social Equity initiative is a fundamental tenet of the company's corporate philosophy. Cookies' progressive grant program offers nearly \$1 million to companies located in cities disproportionately impacted by marijuana prohibition.

Cookies recognizes that the growth of the Michigan cannabis industry is directly related to the ability of individual municipalities to prosper from the success of their local entrepreneurs. Through our social equity initiative, Cookies enables selected entrepreneurs to expand their business endeavors by offering them the funds they need to either kick-start or grow their businesses.

In 2019:

- Cookies donated \$50,000 to its first recipient of the Society Equity Program, Redemption Cannabis. Founded by Ryan Basore, Redemption Cannabis is a Lansing-based marijuana company that donates a portion of its proceeds to less fortunate families affected by marijuana prohibition.

In 2020:

- Cookies funded the Runners High 5k 2-hour walk/run on Belle Isle in Detroit. All proceeds and donations were used to fund university-based marijuana research projects at various academic institutions within the state of Michigan.

In 2021:

- Cookies awarded two Social Equity Recipients a total of \$100,000.
- Cookies conducted an 8-week virtual Social Equity Cohort Program to educate people on how to apply for social equity grants; develop, plan, and run a marijuana business.
- Cookies participated in Expungement Fairs throughout Michigan.

In 2022:

- GAGE began participating in the Last Prisoner Project's (LPP) Roll It Up For Justice Program, which grants customers an opportunity to donate to the LLP at checkout.
- GAGE will donate a \$50,000 social equity grant to the MidWest Canna Nurses.



**Adult Use Retailer & Medical Provisioning Center
Renewal Application
3825 Stadium Drive, Kalamazoo, MI 49008**

We are excited about what is in store for 2023. GAGE plans to continue our round-up program with the Last Prisoner Project and offer at least one volunteer opportunity for our employees to participate in each month.

On behalf of the GAGE team, we look forward to the opportunity to support the City of Kalamazoo by funding local businesses and participating in many other community outreach initiatives.



GRETCHEN WHITMER
GOVERNOR

STATE OF MICHIGAN
DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS
LANSING

ORLENE HAWKS
DIRECTOR

April 4, 2023

AEY Capital LLC (DBA: Gage Cannabis Company)
1551 Academy St
Ferndale, MI 48220

The Cannabis Regulatory Agency's social equity team reviewed your form for the Social Equity All-Star Program and would like to congratulate you on your acceptance into the program at the gold level. The following license numbers will be displayed on our website under the gold level. These license numbers were provided on your form:

- | | | |
|-----------------|------------------|---------------|
| • AU-G-C-000253 | • AU-G-CX-000128 | • AU-P-000138 |
| • AU-G-C-000254 | • AU-G-EX-000275 | • AU-P-000279 |
| • AU-G-C-000255 | • AU-G-EX-000281 | • AU-R-000386 |
| • AU-G-C-000256 | • AU-RA-000900 | • AU-R-000614 |
| • AU-G-C-000257 | • AU-RA-000959 | • AU-R-000908 |

Now that you have been accepted into the Social Equity All-Star Program here are some important things to know:

- You are being awarded a digital copy of your Social Equity All-Star Program Gold seal. Feel free to use this seal on your website, social media, or in your licensed establishment(s) in any way that makes sense to highlight the establishment's efforts.
- Acceptance into this program is only valid for one year. In order to remain active in the program you will need to submit a Social Equity All-Star Program Renewal form each year you want to participate.
 - If at any time you would like to update your plans on the CRA website, you can email us your updated plan along with the [Social Equity All-Star Program Amendment form](#).

If there are any questions regarding this acceptance letter, please contact the social equity team via email at CRA-SocialEquity@Michigan.gov.

Thank you,

Social Equity Representative
Cannabis Regulatory Agency
www.michigan.gov/CRA

INTER-OFFICEMEMO

To: The Economic Development Corporation Board of Directors

From: Paul Thuringer, Economic Development Supervisor
Jared Chambers, Business Specialist

Date: April 6, 2023

Re: Medical Provisioning & Adult Use Retail Permit Renewal for Thrive Enterprises, LLC
d/b/a Cookies Kalamazoo

The City Clerk's Office has requested that the Economic Development Corporation (EDC) Board of Directors evaluate the *Marihuana Facility Permit Renewal Application* submitted by Thrive Enterprises, LLC d/b/a Cookies Kalamazoo for its facility at 2712 Portage Rd., and that the EDC Board provide a recommendation regarding the renewal of this permit.

BACKGROUND

On February 1, 2022, the City Clerk issued a Medical Provisioning & Adult Use Retail Permit to Thrive Enterprises, LLC, the applicant, for its facility at 2712 Portage Rd. These City Operating Permits are set to expire on April 30, 2023, and must be renewed prior to that date in order for the facility to continue operating. The applicant has submitted the required renewal application and the annual permit fee. City ordinance requires that the Economic Development Corporation review the renewal application and provide a recommendation. Below is the ordinance language that describes the specific role and responsibilities of the EDC in this process:

Sec. 20B-12

C. In determining whether to grant a renewal of a permit, the members of the City's Economic Development Corporation board will evaluate the permit holder's compliance with the statements it provided with its initial application and submission with its request for renewal of the following information:

1. The Staffing plan for the business which describes the actual number of employees, including the number and type of jobs that the facility has created, and the amount and type of compensation (including benefits) paid for such jobs;
 - They currently employ 13 people. Annually, these positions aggregately generate nearly \$550,000. These jobs include:
 - 1 – General Manager; \$85,000 annually
 - 2 - Assistant Managers; \$55,000 each average annual salary
 - 1 - Inventory Manager; \$55,000 annually
 - 7 - Product Specialists; \$36 annually
 - 2 - Inventory Specialists; \$38 annually
 - Every employee of Cookies may elect to have medical, dental, vision, life, and disability insurance. Further, Cookies understands that life happens, and a healthy workforce is a productive workforce.

2. An explanation, with supporting factual data, of the economic benefits to the City and the job creation for local residents achieved by the business, results of efforts for community outreach and worker training programs;
 - **EDISON NEIGHBORHOOD**
 - Loaves and Fishes: A food bank with the mission to feed hungry people and engage the community in the fight to end hunger.
 - \$5,000 DONATION MADE
 - **EASTSIDE NEIGHBORHOOD**
 - Prevention Works: An organization that develops and implements programs that address substance abuse prevention, social-emotional development, family life skills, parenting, and adolescent health.
 - \$5,000 DONATION MADE
 - They have participated in SW Michigan Food Bank canned food drive in Nov. 2022 and a “warm” clothing drive in Dec. 2022
3. An explanation, with supporting factual data, of the efforts and success achieved by the social equity plan of the business to promote and encourage participation in the marihuana industry by local residents that have been disproportionately impacted by marihuana prohibition and enforcement, and the positive impact of the social equity plan on local residents.
 - Last Prisoner Project – “Roll-up” collection where customers can round up change at the time of purchase in-store. All amounts donated to Last Prisoner project.
 - A progressive grant program plans to offer nearly \$1 million to companies to assist in building out their business to overcome any societal barriers due to the prohibition of marijuana.
 - Through their social equity initiative, Cookies enables selected entrepreneurs to expand their business endeavors by offering them the funds they need to either kick-start or grow their business.
 - 2019: \$50,000
 - 2020-2021: \$100,000
 - 2022: \$200,000
 - **\$50,000** was granted to the Midwest Canna Nurses in 2022 - A registered minority-owned consulting company that connect cannabis and healthcare by offering educational resources, encouraging informed consumption and developing individualized care plans for holistic treatment.
4. A statement that the business is not in default to the City for any property tax, special assessment, utility charges, fines, fees, or other financial obligation owed to the City;
 - They are not in default to the City.
5. A statement that the hiring and public accommodation practices of the facility conform to the City's Nondiscrimination Ordinance provisions and documentation of the total number of employees broken out by managerial and operational employees, number of women, and number of minority employees and number of employees disproportionately impacted by marihuana prohibition and enforcement.
 - The hiring and public accommodation practices of the permitted facility conforms to the City’s anti-discrimination ordinance provisions.

6. A statement, with supporting documentation, providing answers to the following questions:
 - a. How many City residents do you currently employ?
 - 11 out of our 24 employees are located in the City. (Both locations)
 - b. How many current employees reside in Census Tracts 1 (Eastside); 9, 10 (Edison), and/or 2.02,3 (Northside)?
 - Currently, none are from these census Tracts
 - c. What is your plan to employ residents of the identified census tracts?
 - “Whenever we receive job applications or encounter individuals at job fairs, we review candidates who apply and prioritize individuals who reside in this area. We ask for the prospective employees’ address at the beginning of the application process, but not everyone submits a full/proper address. We have mandated a full address and will continue to do so to give priority to applicants who reside in these areas.”
 - d. How many of your employees have prior marihuana convictions (excepting a conviction for delivery or distribution to a minor)?
 - They employ one individual for a misdemeanor conviction but it is not marijuana-related.
 - e. What is your plan for employees with a prior marihuana conviction to move up within your business and/or the marihuana industry?
 - “We offer continuous training opportunities throughout the year along with SOPs and training materials that the employees can reference. In addition, we always prioritize internal candidates before looking externally. When we post for internal opportunities, we do not hold any kind of convictions against that employee. Additionally, an employee’s prior criminal history will never be considered in a negative light when reviewing their job performance during annual performance reviews.”
7. Proof that the marihuana business has received recognition and maintains the status as a Silver Level Social Equity All-Star or better with the Michigan Cannabis Regulatory Agency.
 - On April 4, 2023 AEY Capital, LLC became Gold-level certified.

Please see the attached Marihuana Renewal Application Checklist that verifies that this business has met all the requirements for renewal. This checklist was completed by City staff to verify if all requirements of the ordinance have been met. The City Clerk has verified that the applicant has no outstanding financial obligations to the City, there have been no complaints to the City Manager regarding compliance with the City’s anti-discrimination ordinance, and the facility has passed its City Fire & Zoning inspection. The applicant has met all the requirements for renewal.

RECOMMENDATION

Staff recommends that the EDC Board recommend to the City Clerk’s Office a 2-year approval of the Medical Provisioning & Adult Use Retail Permit to Thrive Enterprises, LLC.

ATTACHMENTS

AEY Capital, LLC Renewal Application
Attachments (Staffing Plan) and (Community Benefits Statement) from the applicant

Adult Use Retailer & Medical Provisioning Center Marihuana Renewal Application Checklist for:

Thrive Enterprises LLC, DBA Cookies Kalamazoo

2712 Portage Street

Contact: Jennifer Domingue

jenniferd@gageusa.com

Type: Adult Use Retailer & Medical Provisioning Center

	Date Received	Received By	Comments	
Renewal Application Received	1/26/2023	Scott Borling		
Inspection Type:	Inspection Date	Completed by:	Satisfactory?	Notes
Zoning Inspection	3/2/2023	Pete Eldridge	Yes	
Fire Inspection	3/2/2023	Scott Brooks	Yes	
	Date	Name	Comments	
Business Community Benefits Check-In	3/7/2023	Jared Chambers		
	Invite Sent	EDC Meeting Date		
Invite to EDC Meeting		4/20/2023		
	Full-Time	Part-Time	Comments	
Jobs Created	13			
	Yes/No	Comments:	Verified by:	
Any Past Due Financial Obligations with City? (i.e. taxes owed, fees, fines, etc)	No.		Andrew Falkenberg	
Silver Level Social Equity All-Star or better status with the Michigan Cannabis Regulatory Agency	Gold			
Attachments	Staffing Plan	City Economic Benefits Plan	Social Equity Plan	Handbook
	Yes	Yes	Yes	N/A

All Items Complete Yes

MARIHUANA BUSINESS PERMIT RENEWAL APPLICATION

Pursuant to Chapter 20B of the Kalamazoo City Code

**City of Kalamazoo
Office of the City Clerk
241 West South Street
Kalamazoo, MI 49007**

(Please Print)

BUSINESS INFORMATION (The entity that is licensed by the state and that holds a City MMF permit)**Official Business Name** Thrive Enterprises LLC d/b/a Cookies Kalamazoo

Business Address 1551 Academy St

City Ferndale State MI Zip Code 48220 Business Phone (248) 808-4789

Business E-mail legal@gageusa.com Business Website www.gageusa.com

TYPE OF PERMIT BEING RENEWED**Medical**Grower:☐ Class A (500 plants)☐ Class B (1,000 plants)☐ Class C (1,500 plants) No. of Class C Permits _____☐ Processor☐ Safety Compliance☒ Provisioning Center☐ Secure Transporter**Adult Use**Grower:☐ Class A (100 plants)☐ Class B (500 plants)☐ Class C (2,000 plants) No. of Class C Permits _____☐ Excess Grower☐ Processor☐ Safety Compliance☐ Microbusiness☒ Retailer☐ Secure Transporter☐ Designated Consumption Lounge**FACILITY INFORMATION**

Property Address 2712 Portage Road, Kalamazoo, MI 49001

Real Property Parcel Number 06-26-320-002

Advertised Facility Name Cookies Kalamazoo

Manager - Full Name Brandon Jordan

CONTACT INFORMATION [the primary point(s) of contact for this application]**Name** Brianna DiSalvio

Address 1551 Academy St

City Ferndale

State MI

Zip Code 48220

Phone 248-808-4789

E-mail bdisalvio@terrascend.com

Name Jake Thornton

Address 1551 Academy St

City Ferndale

State MI

Zip Code 48220

Phone 630-485-1872

E-mail jthornton@terrascend.com

ATTACHMENTS

Please attach the following as separate documents to this application:

1. The attached Staffing Plan worksheet and any additional pages that provide a description of the actual number of employees, including the number and type of jobs that the licensed facility has created, and the amount and type of compensation (including benefits) paid for such jobs; and
2. An explanation, with supporting factual data, of the economic benefits to the City and the job creation for local residents achieved by the facility; the results of community outreach efforts; and worker training programs.
3. A social equity plan that: (a) promotes and encourages participation in the marihuana industry by local residents that have been disproportionately impacted by marihuana prohibition and enforcement; and (b) positively impacts local residents.

The City's Economic Development Corporation will use the information provided in these documents to evaluate the permit holder's compliance with the statements it provided with its initial application (specifically the representations made in Attachment G – Staffing Plan and Attachment H – Community Benefits Statement).

Please complete the following certifications:

- ☒ The permitted facility is not in default to the City for any property tax, special assessment, utility charges, fines, fees or other financial obligation owed to the City.
- ☒ The hiring and public accommodation practices of the permitted facility conforms to the City's anti-discrimination ordinance provisions.
- ☒ I consent to an inspection of the permitted premises as required by ordinance to ensure the premises and its systems are in compliance with the requirements of Chapter 20B of the Kalamazoo City Code.
- ☒ I understand that renewal of a City Operating Permit is contingent on renewal of the State Operating License for this facility.

I hereby certify under the penalty of perjury that the statements made in this application, including all attachments thereto, are true. I further certify that I am an officer, director, or managerial employee of the applicant or a person who holds a direct or indirect ownership interest in the applicant.

Applicant Signature:  Date: 1/24/2023

Name (printed): Keith Stauffer Position: CFO

STAFFING PLAN

Summary

Please indicate the number of employees who work at the licensed facility:

Full-time employees (32+ hours per week) 10 Part-time employees (< 32 hours per week) _____

Position Types and Compensation

Please provide a description of the types of jobs the licensed facility has created, along with the amount of compensation and benefits paid for such jobs:

Position Title: General Manager Annual Average Compensation \$ 65,000- \$80,000

How many people are employed in this position at the licensed facility? 1

Are health insurance benefits available for employees in this position? Yes ☒ No ☐

If yes, please indicate the employer contribution to health insurance costs: All ☐ Partial ☒ None ☐

Position Title: Assistant Manger Annual Average Compensation \$ 50,000- 65,000

How many people are employed in this position at the licensed facility? 2

Are health insurance benefits available for employees in this position? Yes ☒ No ☐

If yes, please indicate the employer contribution to health insurance costs: All ☐ Partial ☒ None ☐

Position Title: Inventory Manager Annual Average Compensation \$ 35,000- 50,000

How many people are employed in this position at the licensed facility? 1

Are health insurance benefits available for employees in this position? Yes ☒ No ☐

If yes, please indicate the employer contribution to health insurance costs: All ☐ Partial ☒ None ☐

Position Title: Product Specialist Annual Average Compensation \$ 33,000 - 40,000

How many people are employed in this position at the licensed facility? 4

Are health insurance benefits available for employees in this position? Yes ☒ No ☐

If yes, please indicate the employer contribution to health insurance costs: All ☐ Partial ☒ None ☐

Position Title: Inventory Specialist Annual Average Compensation \$ 32,000- 40,000

How many people are employed in this position at the licensed facility? 2

Are health insurance benefits available for employees in this position? Yes ☒ No ☐

If yes, please indicate the employer contribution to health insurance costs: All ☐ Partial ☒ None ☐

Please provide information on any benefits other than health insurance that are offered to all employees:

For more information related to Cookies' staffing policies and procedures, please see attached documents. GAGE provides employer contribution to health insurance costs when our employees elect to receive such costs in their insurance plans.

Attach additional pages as necessary.



Adult Use Retailer & Medical Provisioning Center Renewal Application

2712 Portage Road, Kalamazoo, MI 49001

EMPLOYEE AND STAFFING OVERVIEW

Thrive Enterprises, LLC LLC's (Thrive Enterprises uses the names "Cookies," "Gage Cannabis Company," or "GAGE" interchangeably) core belief is that the success of our business will be dictated by the professionalism and commitment of our employees. As such, we have made efforts to ensure that our employees are not only trained in the scientific aspects of cannabis but are also thoroughly trained in the day-to-day operations of the business.

- A few of the points that will be covered in this Exhibit are:
- We currently employ 13 employees at our adult use retail and medical provisioning center establishment.
- We employ at least one or more Kalamazoo County residents. As of now, we employ 7 Kalamazoo County residents.
- We have redundancies and protocols to ensure safe dispensing and have professional-level security at the facility for clients and confidential information.
- We provide training and educational opportunities for our employees including best practices for patient confidentiality, tracking, and fraud.
- Per the state rules, our own internal protocols, employees will be required to take ongoing training.
- We offer benefits to eligible employees in addition to competitive wages and salary, paying above the minimum wage, and offer regular merit salary increases.
- We offer paid employer health insurance to eligible employees.
- We have a professional written employee handbook including a code of ethics to ensure employee honesty and integrity.

Job Creation, Adult Use & Provisioning Center

Concerning our adult use marijuana retailer and medical provisioning establishment at 2712 Portage Road (the Facility), the Facility created 13 jobs. Employees are offered competitive wages and benefits and it is in our hiring practices to employ residents and individuals with societal barriers to employment.

As discussed below, those jobs include:

- General Manager – up to \$85,000 annual salary
- Assistant Manager – up to \$55,000 annual salary
- Inventory Manager – up to \$55,000 annual salary
- Product Specialist – up to \$36,000 annually
- Inventory Specialist – up to \$38,000 annually



Adult Use Retailer & Medical Provisioning Center Renewal Application

2712 Portage Road, Kalamazoo, MI 49001

These positions contribute nearly \$550,00 new annual wages in the City, all of which would be subject to the City's income tax. These amounts are in addition to revenue related to property taxes, application and renewal fees, and the City's share of excise tax revenue under MRTMA.

Moreover, we are prioritizing local residents for each of these positions, meaning that these wages would stay in the City, as well as the commitment to hire those with societal barriers.

Projected Annual Budget and Revenue

Based upon the wages and salaries mentioned above (approximately \$550,000), as well as the cost of leasing the premises, annual state and local licensing fees (budgeted at approximately \$15,000 annually), the state and local regulatory assessment (budgeted at approximately \$60,000 annually) the cost of utilities, purchasing inventory, and other fixed and variable costs and expenses, we anticipate roughly an annual budget of \$695,000.

Post-Hiring Overview:

Upon hire, all employees undergo a comprehensive three-day orientation in the business, including receiving information on company policies, procedures, and expectations. *See Staff Training Standard Operating Procedures* below. This orientation also includes training on basic security and sanitation protocols. Training also includes an introduction to all the facility's human resources policies, including vacation and leave time, disciplinary procedures, and personal hygiene and grooming requirements. *See Employee Handbook*. There will also be training on the various roles and responsibilities of all the employees for the facility. *See Person in Charge SOP* below.

Most importantly, orientation will also include robust training on the requirements under MRTMA and the rules promulgated thereunder ("The Administrative Rules"), as well as the local ordinances overseeing the Facility.

EMPLOYMENT SOPS

PERSON IN CHARGE SOP

1. Purpose:

This SOP outlines the responsibilities of the Senior Person in Charge, Responsible Person in Charge and Alternative Person in Charge at GAGE'S Adult Use Retail / Provisioning Facility.

2. Persons in Charge:

- 2.1. Senior Person in Charge.
- 2.2. Responsible Person in Charge ("RPIC").
- 2.3. Alternative Responsible Person in Charge ("APIC").

This Document contains sensitive nonpublic business data and information, and thus is exempt from disclosure pursuant to any FOIA statute.



Adult Use Retailer & Medical Provisioning Center Renewal Application

2712 Portage Road, Kalamazoo, MI 49001

3. Procedure:

3.1. Senior Person in Charge

3.1.1. Overall responsibility for the management of the activities conducted by GAGE.

3.2. RPIC

3.2.1. Responsible for supervising the activities with respect to cannabis conducted by our company.

3.2.2. Ensure that the activities comply with LARA regulations, local ordinances, and the Food and Drugs Act.

3.3. APIC

3.3.1. In charge to work at the licensed producer's site and has the authority to replace the ARPIC.

3.3.2. Ensure that the activities comply with LARA, local ordinances, and the Food and Drugs Act.

3.4. Security Mandates

3.4.1. The RPIC or, if applicable, the ARPIC must be physically present while other persons are in rooms where cannabis is present including:

- During the destruction of Cannabis;
- In the Packaging Room;
- In the Vault | Storage Room; and
- On the Sales Floor

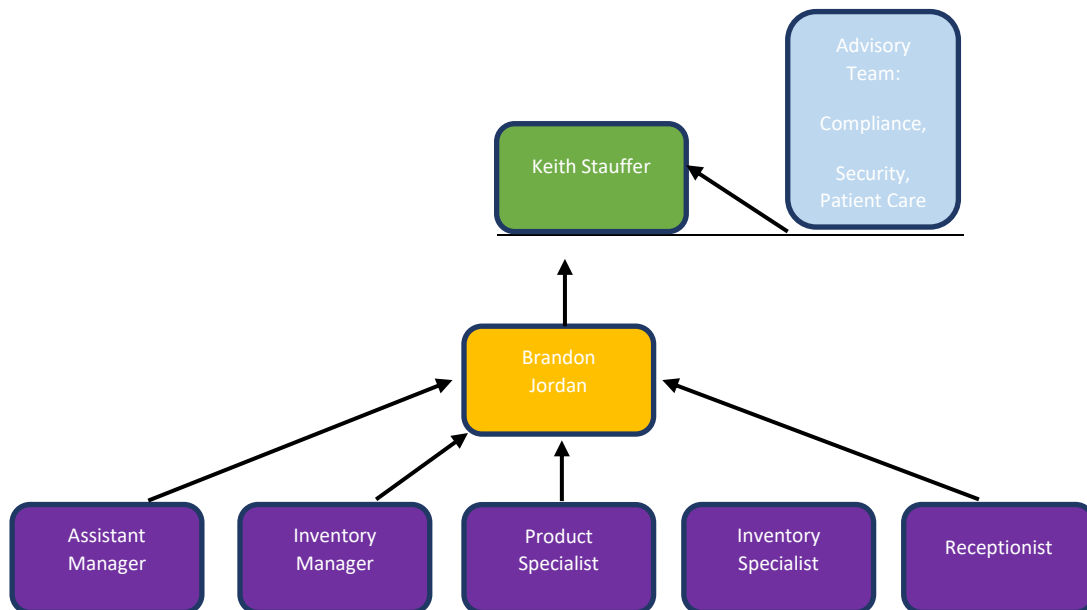
3.4.2. Our company will not perform a transaction involving cannabis unless the RPIC or ARPIC, is physically present.



Adult Use Retailer & Medical Provisioning Center Renewal Application

2712 Portage Road, Kalamazoo, MI 49001

ORG Chart for Adult Use / Provisioning facility:



4. Related Documents:

- 4.1. Training Record Form.
- 4.2. Org. Chart (inserted above).



Adult Use Retailer & Medical Provisioning Center Renewal Application

2712 Portage Road, Kalamazoo, MI 49001

STAFF TRAINING SOP

1. **Purpose:**

This procedure outlines the orientation and training program for employees at Gage Cannabis Company. GAGE is committed to ensuring its employees are fully trained and qualified to perform assigned job duties. Every Facility employee must undergo thorough training before beginning work, which will be reviewed, adjusted, and implemented as our needs change. Continuous development post onboarding ensures efficiency and implementation of best practices as they surface.

2. **Responsibilities:**

- 2.1. Head of Quality Assurance.
- 2.2. Head of Operations.

3. **Procedure:**

3.1. GENERAL ORIENTATION

- 3.1.1. All new personnel will begin with an orientation.
- 3.1.2. An overview of GAGE's mission statement and vision is provided, along with insight to the standards of work and commitment required to produce the highest quality medicine and product.
- 3.1.3. An employee handbook clarifies company policies, procedures, and expectations. Job descriptions are explained at orientation, so employees know the requirements of their position.
- 3.1.4. The chain of command is reviewed to give employees a clear understanding of whom to address when questions or concerns arise.
- 3.1.5. Employees are introduced to areas of the building they will work in, emergency exits, lockers, restrooms, and general areas.
- 3.1.6. Keycard security and restricted access areas are reviewed.
- 3.1.7. Proper workflows between areas are explained to minimize the risk of pest and pathogen contamination.
- 3.1.8. Employees are instructed on appropriate sanitation protocols and given the Standard Operating Procedures.
- 3.1.9. New employees are taught the Standard Operating Procedures for every assignment, and, like managers, are provided with a copy of the Standard Operating Procedures that must be adhered to precisely in the performance of job functions.

This Document contains sensitive nonpublic business data and information, and thus is exempt from disclosure pursuant to any FOIA statute.



Adult Use Retailer & Medical Provisioning Center Renewal Application

2712 Portage Road, Kalamazoo, MI 49001

3.1.10. Employees are closely supervised during an evaluative training period, until the manager is confident in the performance of their job duties. Employees are evaluated on their continued ability to learn and implement tasks timely and effectively, as well as their ability to work both with and without a team.

3.1.11. GAGE firmly believes in making the most out of every learning opportunity. Should a mishap occur, all applicable employees evaluate what happened, why it happened, and how to prevent similar problems from occurring in the future.

3.2. MANAGER ORIENTATION

3.2.1. Manager onboarding includes familiarization with facility security, tracking, and sales as outlined in our SOP booklet, also provided at orientation, which serves as a reference for understanding the ideal techniques and strategies utilized for their retail and provisioning center establishment.

3.2.2. Managers undergo an observation period to ensure efficient operation and will be evaluated on the ability to consistently fulfill sales objectives free from pest and pathogen contamination or compliance oversights ensuring compliance with regulations and Standard Operating Procedures, and the ability to manage an effective and reliable team.

3.3. GENERAL TRAINING

3.3.1. Training begins once employees have undergone orientation and will vary in length depending on needs. Every employee reviews the same training topics to ensure understanding and transition to our retail and provisioning center techniques.

3.3.2. Every effort will be made to complete the following training agenda over the first six (6) working days, supplemented by tasks that grow in complexity within the facility over the first two (2) weeks of employment to ensure comprehension and systematic operation.

3.4. TRAINING AGENDA

3.4.1. **Day 1: Facility and Security:**

- Learning your way around the facility and the separated areas.
- Storage of products/extracts.
- METRC recordkeeping intro.
- Security.

3.4.2. **Day 2: Packaging:**

- How to handle unpacking the marihuana products.
 - Ensuring sanitation of packaging and handling surfaces.
 - Personal hygiene standards.



Adult Use Retailer & Medical Provisioning Center Renewal Application

2712 Portage Road, Kalamazoo, MI 49001

- Keeping track of transactions.
- METRC training part 2.
- How the sales and fulfillment process works.
 - Introduction to daily limits.
 - The sales process of:
 - Ensuring the patient or caregiver has a valid registry with the Statewide system;
 - Verification of a valid photo ID card;
 - Ensuring daily limits are not exceeded; and
 - Ensuring the product has the correct label information and has passed S&C standards.

3.4.3. **Day 3-5: Patient Education, Professionalism, and Compliance:**

- Compliance training.
- Patient education information.
- Professionalism.
- Recordkeeping part 2.

3.4.4. All employees will undergo a 30-day evaluation and are encouraged to seek additional assistance/training throughout and beyond their evaluation period.

3.5. QUARTERLY ASSESSMENTS, SOP TRAINING & TRAINING RECORDS

- 3.5.1. Quarterly assessments identify additional training needs or revisions to policies and procedures.
- 3.5.2. Thorough records are kept of all changes and training sessions, including lessons, participants, and trainers.
- 3.5.3. Continuous development and policy refinement ensure cultivation objectives are consistently fulfilled, and all aspects of the company are working efficiently, compliantly, and sustainably.

3.6. RELATED DOCUMENTS:

- 3.6.1. Employee Handbook
- 3.6.2. Hygiene Standards (page 26 of the Hourly Employee Handbook)



Adult Use Retailer & Medical Provisioning Center Renewal Application

2712 Portage Road, Kalamazoo, MI 49001

HIRING PROCEDURES & WORK DIRECTIVE

PURPOSE:

To list the policy and procedure for new hires, badging, badge renewals, and termination of employees.

SCOPE:

This SOP covers the processes for new hires, badging, badge renewals, and termination of employees.

RESPONSIBILITY:

The following departments are responsible for performing the activities described herein: Security, Compliance, and Administration.

DEFINITIONS:

- 1.0 **Administration:** Office Administrator (“OA”).
- 2.0 **Board:** The Board of Gage Cannabis Company, through its liaisons.
- 3.0 **Compliance, Chief Compliance Officer, Counsel**
- 4.0 **GAGE Application:** All pre-employment materials or communication before any offer may be extended.
- 5.0 **GAGE Badge (“Facilities Badge”):** An electronic color-coded card that opens various doors around the Facility.
- 6.0 **LARA Employment Credentials Badge (“LARA/MRA Badge”):** The red background MMP program card with identification that is required to be displayed conspicuously in the facility.
- 7.0 **Executive Management:** The General Manager or any other executive level managers to be named later.
- 8.0 **New Hire Paperwork Packet (“New Hire Packet”):** shall consist of background release form, I- 9, W-4, MI-W4, the Noncompete Agreement, the Nondisclosure Agreement, the Direct Deposit Form, the Employee Profile, Administrative contact form, and the Employee Handbook.
- 9.0 **Payroll:** The payroll provider
- 10.0 **Security:** The head of security.



Adult Use Retailer & Medical Provisioning Center Renewal Application

2712 Portage Road, Kalamazoo, MI 49001

- 11.0 **Stock Rejection Letter:** an email in the employment computer file that politely notifies the applicant that GAGE has decided to go with another candidate that more closely aligns with the current needs.

NEW HIRE PROCESS AND PROCEDURE:

- 12.0 All new positions, including replacements, must be approved by Executive Management prior to listing such positions or interviewing any candidates.
- 13.0 Applications and inquiries for employment are forwarded to OA.
- 14.0 If an ad is to be placed, local publications are to be used first and only after local resources are exhausted, shall a larger area search be made.
- 15.0 Make a physical folder for all resumes separating out the qualified from the underqualified.
- 16.0 After an application or inquiry comes in, OA will confer with the appropriate department head or Executive Management to see if the candidate is suitable for employment, if not, nothing shall be done further for underqualified candidates.
- 17.0 If the applicant is deemed appropriate for a phone screen or in-person interview, OA shall coordinate with the COO or Counsel, who shall in turn coordinate with any other management personnel that needs to be involved for a time and place for the interview.
- 18.0 If the interview is to take place on-site at GAGE.: at least 24 hours before such interview shall take place, OA shall fill in a visitor request on the SmartSheet and submit it to the Executive management. Visitors shall be approved before entering the premises, and sign in per the Visitor's List SOP thereafter.
- 19.0 If the candidate is not suitable for further interviews, the Stock Rejection Letter shall be emailed to the applicant by OA (only if the candidate is interviewed).

IF THE CANDIDATE IS SELECTED FOR HIRE:

- 20.0 Counsel will draft the offer letter including a background check release form to be filled out by applicant.
- 21.0 After a background check release form is returned and completed by the applicant, OA will put a copy of such in the potential applicant's folder (physical and electronic) and a GAGE criminal background check will be initiated.
- 22.0 When the report is completed, the results will be forwarded to Executive Management by OA for review; and
- 23.0 If the background check is favorable, the OA shall forward the applicant (a) the link for the application, (b) fingerprint instructions, and (c) notification that the OA will be available for assistance through the application process.
- 24.0 If the background check disqualifies the applicant per the MMFLA/MRTMA and the Administrative Rules, send the stock rejection letter and retain the records for 3 years.



Adult Use Retailer & Medical Provisioning Center Renewal Application

2712 Portage Road, Kalamazoo, MI 49001

- 25.0 OA will fill out any information required on the Employment Verification Form, then PDF the documents to the MRA if required, save a copy in the employment folder, and mail another to the Government in a trackable form.
- 26.0 MRA will return certification for employment and a Badge to GAGE. OA shall add the certification info to the SmartSheet for employee information and badging.
- 27.0 Security shall add the license certification to the certificate book near the front entry doors at such time it is received.
- 28.0 OA shall coordinate the new hire's first day at the facility where onboarding will take place, OA shall copy Security on the schedule for the new employee's first day and notify the new hire to bring their passport or license (or permanent resident card) and social security card and any other identification/ blank check needed for onboarding.

NEW HIRE'S FIRST DAY:

- 29.0 Upon arrival of the new hire for their first day, OA shall notify Security, who shall be ready with onboarding once the new hire arrives.
- 30.0 Security shall escort the new hire into the building and process the new hire's Facilities Badge and brief the new hire on security and badging matters including giving the new employee a copy of the Fire and Safety SOP, Handling Administrative Procedures SOP, and the Employee Handbook.
- 31.0 After the new hire is given a Facilities Badge, Security shall escort the employee to OA, who will give the new hire the New Hire Packet.
- 32.0 The new hire shall complete and execute all forms on their first day, including executing the employee handbook; however, the new hire may take home the W-4 and MI-W4, which shall be returned executed to OA within two (2) business days of their first day.
- 33.0 After all the paperwork is finished, the OA shall prepare any reimbursements due to the new employee for money expended in the application process (for the license fee, fingerprints, and the background check fee).
- 34.0 OA shall call the new hire's superior to come retrieve the new hire and begin practical training.

FOR HOURLY EMPLOYEES ONLY:

- 35.0 During onboarding, when the hourly employee fills out the Direct Deposit Form with the OA, the information shall be forwarded to Payroll.

REPORTING REQUIREMENTS FOR CHANGES IN MANAGEMENT / THOSE WITH MANAGEMENT RESPONSIBILITY.

- 36.0 Counsel shall notify the MRA in writing (email) within ten (10) business days of any employment changes related to personnel who: hold management positions; have management responsibility; and/or will exercise control over Respondent's facility. Such personnel includes, but is not limited to, the following positions: Chief Executive Officer, Chief Operating Officer, Chief Information Officer, Chief Financial Officer, and Chief Compliance Officer. Changes

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Adult Use Retailer & Medical Provisioning Center Renewal Application

2712 Portage Road, Kalamazoo, MI 49001

requiring notification include, but are not limited to, hiring, promoting, reassigning, replacing, removing, termination, involuntary/voluntary separation, and/or the swapping of one individual from one management position to another.

BADGE RENEWAL PROCESS AND PROCEDURE:

- 37.0 OA shall keep a spreadsheet of all badge expiration dates. At the end of each month, OA shall make a list of upcoming badge or certification expirations for the next calendar month. OA shall email Compliance with a report, copying Security for a heads-up, to ensure all new badges are received and any new photos required for such badges are sent to the MRA for the new badges.
- 38.0 Any upcoming badge expirations on the list from section 10.1, shall be renewed at such time unless the employee is not going to continue employment with GAGE. Any questions that arise about continued employment shall be addressed with the COO at such time.

BADGE EXPIRATION / RESIGNATION / TERMINATION GENERAL PROCEDURES:

- 39.0 At such time any employee resigns or is terminated, the employee's Facilities Badge shall be collected by Security deactivated and shredded, and such event shall be logged into a Smartsheet for compliance auditing purposes. If the employee is not in the Facility, the badge shall be deactivated by Security and it shall be noted that the Facility Badge could not be collected but was deactivated.
- 40.0 The employee's MRA Badge shall be given to OA at resignation or termination for logging into a Smartsheet for compliance auditing purposes. The badge shall be returned to the MRA with the MMP termination verification form within five (5) days of such termination or resignation. If the badge has been improperly taken out of the building, contact the employee to retrieve the card. The employee can be brought in with their card and the card collected, or it can be arranged to deliver the MRA Badge to another employee for gathering.
- 41.0 The Collection Smartsheet will have boxes that indicate (a) the Facilities Badge was collected, (b) the Facilities Badge was disabled and shredded, (c) the Badge was collected and logged, (d) the Badge was delivered to OA for return; and
- 42.0 The Termination Smartsheet will have (a) the dates of such activities, (b) the date the Badge was mailed to the MRA via trackable mail, and (c) the tracking number of the envelope it was sent in.
- 43.0 Expiration: Expired badges shall be given to Compliance for shredding.

EMPLOYEE TERMINATION / OFFBOARDING PROCESS AND PROCEDURE:

- 44.0 In the event that an employee is terminated without cause (at-will):
- 45.0 The employee will be notified of the termination in a closed office with no less than two management or Executive Management members present; and
- 46.0 The employee will be given a termination packet.
- 47.0 Terminated employee's files need to be kept for at least one-year post-termination date.
- 48.0 In the event an employee is terminated for cause:

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Adult Use Retailer & Medical Provisioning Center Renewal Application

2712 Portage Road, Kalamazoo, MI 49001

49.0 The same procedures will be followed as in sections 45.0 through 47.0. However, the employee will be notified of why, and given an opportunity to review their employee folder to contest any write ups or information contained therein. Any contestation shall be noted and put in the file. In the event unemployment insurance is claimed on behalf of the terminated employee, Counsel shall be notified to contest the case.

BENEFITS PLAN

At GAGE, we believe that the minimum is not where we want to be with anything; therefore, we are offering the following benefits to all our employees:

- Health insurance
- Health Savings Accounts
- Dental
- Optical
- Life Insurance
- Disability insurance
- Pet insurance
- 401K
- Unlimited PTO for salary workers

GAGE

Spartan Partners Services, LLC
2022 HOURLY EMPLOYEE HANDBOOK

TABLE OF CONTENTS

SECTION 1: COMPANY OVERVIEW	4
1.1 Who We Are.....	4
1.2 Core Values.....	4
1.3 Compliance and Ethics.....	5
SECTION 2: EMPLOYER POLICY.....	8
2.1 Employment Definition and Status.....	8
2.2 Equal Employment Opportunity.....	9
2.3 Anti-Discrimination / Anti-Retaliation.....	9
2.4 Harassment and Workplace Violence	10
2.5 Americans with Disabilities Act.....	11
2.6 Confidentiality	12
2.7 Records Management Policy.....	12
SECTION 3: HEALTH AND SAFETY	13
3.1 Safety, Security and Weather	13
3.2 Building Security	15
3.3 CellPhones and Other Electronic Devices.....	15
3.4 Internal Application Process.....	18
3.5 Social Media	18
3.6 Tobacco-Free Environment.....	21
3.7 Substance Use/Abuse Policy.....	21
3.8 Work Environment Expectations.....	22
SECTION 4: EMPLOYMENT	23
4.1 Performance Management.....	23
4.2 Termination of Employment	23
4.3 Rehiring Employees	25
SECTION 5: BUSINESS CONDUCT	26
5.1 Dress Code and Personal Hygiene.....	26
5.2 Bulletin Boards.....	27
5.3 No Solicitation / No Distribution	27
5.4 Employment Personal Information Records.....	28
5.5 Employment of Relatives	28
5.6 Workplace Relationships.....	28

5.7 Outside Employment	28
5.8 Litigation and Investigations	29
5.9 Coaching and Corrective Action	29
SECTION 6: COMPENSATION AND BENEFITS	31
6.1 Wage and Hour Policy	31
6.2 Schedule	31
6.3 Employee Paychecks	33
6.4 Payroll Deductions	33
6.5 Direct Deposit	33
6.6 Health Benefits	33
6.7 Travel and Expense Policy	33
SECTION 7: TIME OFF AND LEAVE	34
7.1 Paid Time Off	34
7.2 Holidays	36
7.3 Bereavement Leave (Funeral)	36
7.4 Jury Duty	37
7.5 Family Medical Leave Act (FMLA)	37
7.6 Non-FMLA Leaves (Personal)	42
7.7 Military Leave of Absence	42
7.8 Returning from Leave	43
7.9 Workers' Compensation	43
ACKNOWLEDGEMENT AND RECEIPT	44
Handbook Book Acknowledgement	44
ADDENDUMS	45
Travel and Reimbursement Policy	45



SECTION 1: COMPANY OVERVIEW

1.1 WHO WE ARE

Gage Cannabis Company USA is setting the industry standard for quality in craft cannabis products and services. We cultivate and curate experiences that empower customers to make the most of the plant's benefits in their lives.

What we do, every day, matters to customers and their families. Serving them is our passion, and we strive to make our customer's experience the best available anywhere.

The Gage family is one where respect, positivity, and collaboration are interwoven in all we do. We hold ourselves to the highest standards and take sincere pride in the service we provide. Gage members have the humble swagger of a team that knows how to win but never forgets where they came from.

Gage is an active participant in social equity and social change in the communities we serve. We commit our time and our financial resources to improve the lives of others, both within and outside of the cannabis industry.

The leadership of Gage would be the first to tell new employees this: We are nothing without the people who come to work every day at Gage. Our team is why Gage is the industry leader.

1.2 CORE VALUES

We bring the Gage Cannabis promise to life every day through three core values: cannabis, community, and culture.

Cannabis

From the moment we put our roots down, to the moment you leave one of our provisioning centers, we curate the highest-quality cannabis experience possible.

Community

We are invested in the health and wealth of our communities while ensuring we are building a brighter, cleaner, and greener future.

Culture

We are shaping the future for a new generation of cannabis customers while honoring our industry's pioneers.

1.3 COMPLIANCE AND ETHICS

a) Legal Compliance

Spartan Partners Services, LLC (the “**Company**” or “**us**” or “**our**”) is committed to providing quality products and services that exceed the expectations of our customers. Quality issues can threaten the well-being of our customers and can have a financial impact on the Company. For these reasons, it is imperative we report any product quality issue to the Quality Department or senior management. Quality issues can involve many areas including product, manufacture, or labeling.

b) No Prior Conflicting or Restrictive Contracts

You (the “**Employee**”) represent to the Company that your employment by the Company is not in violation of any contract or covenants to which employee is a party with any employer (past or present), entity, or person. In the event the employee is found liable for any violation of any contract or covenant; the employee shall be responsible for any costs or expenses incurred by the Company as a result of such breach or violation and may be subject to discipline, up to and including termination.

c) Arbitration

In the event an employee has any disagreement, dispute, or claim against the Company which may result in legal action, the employee is encouraged to discuss resolution of the disagreement, dispute, or claim with the Company. If the employee is dissatisfied with the Company's disposition of the disagreement, dispute, or claim, the employee shall notify the Company, in writing, within 20 days of the incident, that he or she is desirous of pursuing the issue to final and binding arbitration. Thereupon, the Company and employee shall file a demand for arbitration with the local American Arbitration Association (“**AAA**”), in lieu of any other action. AAA shall thereupon select three (3) arbitrators to serve on a panel to finally adjudicate and decide the disagreement, dispute, or claim including, but not limited to, any claim by the employee for alleged improper or wrongful discharge or any form of illegal discrimination. The arbitrators may award any equitable remedy and/or money damages. The losing party shall pay all costs of arbitration. This arbitration procedure shall be the sole and exclusive remedy for the employee.

d) Integrity and Accountability

Our reputation depends upon the actions and integrity of our employees and those outside the Company who we hire to help advance our business. It is imperative we avoid any relationship or activities that might impair, or even appear to impair, our ability to make objective and fair decisions when performing our jobs. We all have the duty to advance legitimate interests and must never use property or information for personal gain. We should never take

personal advantage of opportunities that arise in the performance of our duties. We are responsible to conduct our business with integrity to protect those who invest in our Company and rely on us to maintain our good reputation in the marketplace. True integrity also requires that we be accountable for our actions and speak up whenever we see that our principles are not being upheld.

e) Preventing Corruption

We are committed to succeeding on the merits of our business, including the superior quality of our products and our customer service. Corruption impedes the justice necessary for trustworthy markets.

f) Gifts and Entertainment

Gifts and entertainment must be reasonable and related to the promotion of the Company. Make sure you have a valid business reason before giving a gift. Gifts should not exceed \$25, and it should not be in exchange for any improper advantage. Examples of gifts and entertainment include event tickets, commemorative gifts, and promotional items. Never use your own money to buy a gift to avoid reporting it or to avoid the established approval process.

g) Bribes and Kickbacks

As we do not seek to gain any improper advantages through the use of gifts, entertainment, gratuities, or other courtesies, similarly, our judgement should be uncompromised through the receipt of such courtesies. Depending on your role and management approval, you may have an opportunity to accept gifts, meals, travel, and other things of value in your dealings with customers, suppliers, and other third parties that do business with our Company. Employees are prohibited from soliciting or accepting a personal benefit in exchange for securing our business or giving customers or suppliers favorable terms.

We do not tolerate giving bribes to anyone to gain their business or develop important business relationships. This commitment extends to anyone we choose to act on our behalf.

h) Conflicts of Interest

A conflict of interest can occur when our personal activities, investments, associations, or relationships compromise our judgment or our ability to act in the best interest of the Company. We must scrupulously avoid even the appearance of a conflict between personal interests and those of the Company. Any potential conflict must be promptly disclosed in writing to your manager and Finance Department representative to avoid any corrupt action based on the conflict.

i) Supplier Bias

Select suppliers in a fair, equitable, and nondiscriminatory manner based upon appropriate criteria such as quality, price, service, delivery, financial strength, capabilities, terms, and similar competitive factors. When you are involved in the purchasing process, you must be fair and objective and never base your decisions on personal interest. You should not take unfair advantage whether through improper manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or through some other unfair dealing practice.

j) Competition

Avoid activities that can potentially compete with the Company or take time away from performing your job. We all have a duty to advance the Company's legitimate interests and if outside activities have the potential to impact Company performance or job performance, such must be avoided.

k) Political Contributions

You should not make a contribution of Company funds, property, or services to any political party, committee, candidate, or holder of a public office. In some instances, a political contribution may be approved, for example, to the operation of a political action committee.

l) Avoid Insider Trading

Any trading of the Company's securities is prohibited if prompted by material nonpublic information, if applicable.

Insider trading means trading when in possession of "**Material Nonpublic**" information that could affect securities prices, either positively or negatively, and that is not generally available to the investing public. Material Nonpublic information is further defined as any nonpublic or confidential information about a company that can affect the price of a stock if its release can affect the price of a stock.

If you have Material Nonpublic information relating to the Company, partner, affiliate, or subsidiary, you may not buy or sell the Company's securities or engage in any other action to take advantage of, or pass on to others, that information. This prohibition also applies to trading securities of another company. For example, customers, suppliers, vendors, and business partners, if you have inside information obtained by virtue of your position. Even the appearance of an improper transaction must be avoided. Insider trading violates securities law, and that type of transaction can result in severe civil or criminal penalties, including imprisonment.

Additionally, if you pass along Material Nonpublic information to friends or family in circumstances that suggest you were trying to help someone make a profit or avoid a loss, this can also be considered insider trading ("**Tipper**" and "**Tippee**" liability). This type of disclosure could also be a breach of corporate confidentiality. For this reason, be careful to avoid discussion of sensitive information anywhere that others may hear it.

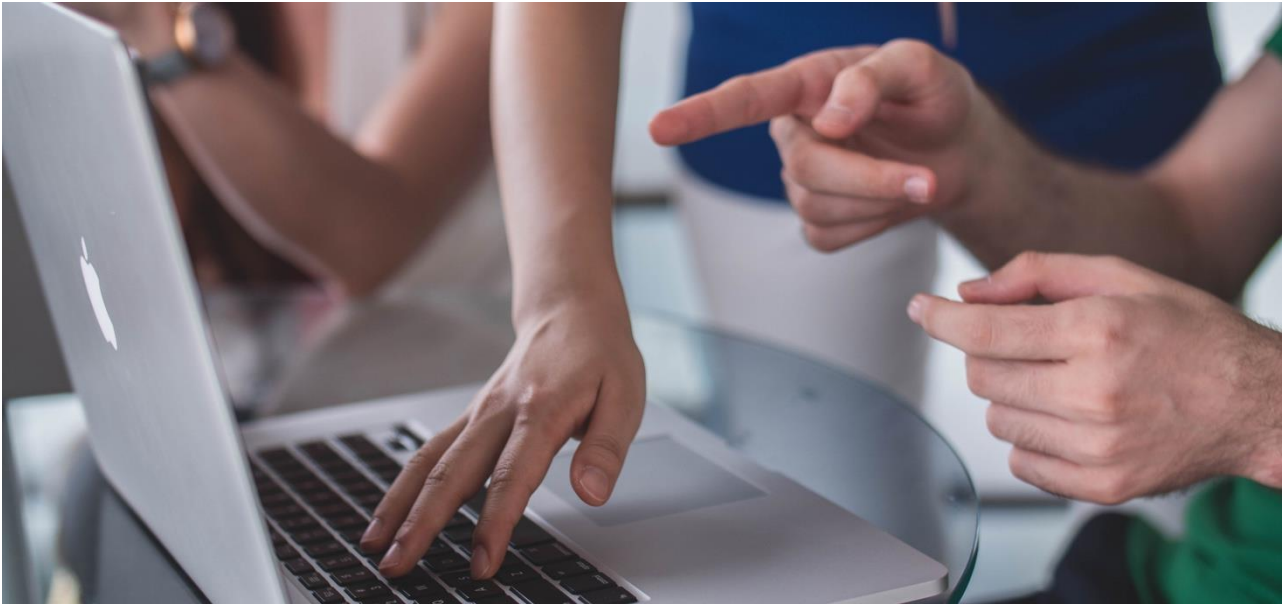
m) Pending Charges, Arrest, and Conviction Reporting Policy

All Employees are required to immediately (within 24 hours of occurrence or as soon as practically possible) report to management any convictions under federal law for which a pardon has not been granted.

n) Immigration Law Compliance

The United States immigration law prohibits employers from recruiting, hiring, or continuing to employ illegal immigrants. The Company is committed to meeting its obligations under United States immigration laws. To ensure that the Company employs only United States citizens and aliens authorized to work in the United States, each new employee is required to complete an employment

eligibility verification Form I-9 and present appropriate documentation establishing identity and employment eligibility. This information is then verified through E-Verify to confirm work authorization. Former employees hired must also complete the I-9 Form if one has not been completed for the Company within the past three (3) years or if their previous I-9 is no longer retained or valid. The Company does not discriminate against applicants based upon citizenship or national origin.



SECTION 2: EMPLOYER POLICY

2.1 EMPLOYMENT DEFINITION AND STATUS

An “Employee” is a person who regularly works for the Company on an hourly or salary basis. Employees may include exempt, non-exempt, full-time, part-time, and temporary persons, and others employed with the Company who are subject to the control and direction in the performance of their duties.

a) **Employment Classification**

Pursuant to the Fair Labor Standards Act (“**FLSA**”) and applicable state laws, employees are classified as either “**exempt**”, “**non-exempt**”, or “**hourly**”. Exempt employees meet certain criteria under federal and state labor statutes. Non-exempt and hourly employees are entitled to overtime pay as provided for under the FLSA. Exempt employees are not entitled to overtime pay.

Employees are assigned an employment status classification of either regular full-time or regular part-time employment. Regular full-time employees work a minimum of 30 hours a week on a regularly scheduled basis. Part-time employees are those employees who work less than 30 hours a week on a regularly scheduled basis or an irregular basis.

b) **Employment At-Will Statement**

All employees are employed “**At-Will**”. At-Will means that both you and the Company have a right to terminate your employment at any time with or

without notice, reason, or cause. Any oral statements, promises, or assurances to the contrary are not binding on the Company and should not be relied upon by any employee.

Further, statements contained in any employment application, training materials, guidelines and procedures, or other materials do not constitute or imply an employment contract of a particular term, and should not be relied upon by any employee or applicant under any circumstances as assuring continued employment or superseding your at-will employment relationship with the Company.

Only Executive Management has the authority to engage in any employment agreement, which must be in writing, signed by an authorized agent of the Company, for any specified period or to make any promises or commitments contrary to the foregoing.

2.2 EQUAL EMPLOYMENT OPPORTUNITY

The Company will pursue a policy of providing equal employment opportunity ("**EEO**") for all employees, at all levels and in all areas of the work environment without regard to national or ethnic origin, race, color, sex (including pregnancy, child birth, gender identify or expression, sexual orientation, and related medical conditions) religion, creed, age, ancestry, marital status, qualified mental or physical disability, veteran status or military service, or any other status protected by law. To implement our EEO Policy, the Company will ensure that:

- Qualified individuals are recruited, hired, trained, and promoted for all jobs without regard to any protected status, as specified above. Other employment-related actions included in our EEO efforts are compensation, benefits, transfers, layoffs, returns from layoff, Company-sponsored training, and education; and
- Placement decisions are based on business needs and individual's qualifications for the position being filled.

It is our desire to recruit and employ individuals that enable the Company to utilize their diverse experiences, knowledge, and backgrounds to continually develop organizationally.

A discrimination-free environment requires cooperation between the Company's leadership and all employees. It is the responsibility of every employee to interact and communicate with their fellow employees utilizing common courtesy, respect, and dignity. All employee's attitudes and actions comprise an equally important contribution to the successful diversity of the Company.

If you ever believe you are being treated unfairly, you should immediately notify Human Resources.

2.3 ANTI-DISCRIMINATION / ANTI-RETALIATION

The Company is committed to treating its employees with dignity and respect. Discrimination or harassment occurring in the workplace, or in other settings in which employees may find themselves in connection with their employment, will not be tolerated.

As part of our EEO Policy, the Company prohibits abusing the dignity of any employee, customer, or work-related business contact through ethnic, racist, sexist, religious, age-related comments, references or materials, or with respect to any employee's disability (actual or perceived), height, weight, veteran, marital status, ancestry, or other protected category under state or federal law, or under the Company's EEO policy. Derogatory comments, slurs, statements, or derogatory or objectionable conduct will result in disciplinary action up to and including immediate termination of employment.

As a Company, we comply with the Genetic Information Nondiscrimination Act of 2008 ("**GINA**"), and as such, we will not request or use any genetic information about you or a family member, except as may be specifically allowed by this law. Please notify your medical providers not to provide any genetic information when responding to a request for medical information from the Company.

Any employee who believes he or she has been the subject of any illegal discrimination or harassment, including sexual harassment, should report the alleged act in writing to Human Resources. An investigation of such a complaint will be undertaken by the Company immediately and in a manner to protect confidentiality to the extent practicable under the circumstances. Any employee who has been found, after a reasonable investigation by the Company, to have harassed or discriminated against another employee in violation of these policies will be subject to appropriate disciplinary action up to and including termination of employment.

In addition, the Company will not allow any form of retaliation against individuals who report alleged violations or who cooperate in the Company's investigation of such reports. Retaliation is unacceptable, and any form of retaliation will result in disciplinary action, up to and including termination of employment.

2.4 HARASSMENT AND WORKPLACE VIOLENCE

The Company strives to create and maintain a work environment in which people are treated with dignity, decency, and respect. The Company will perform annual harassment training with all employees and will not tolerate any harassment or workplace violence. All employees, regardless of their position, are covered by and are expected to comply with this policy and take appropriate measures to ensure that prohibited conduct does not occur.

a) Preventing Harassment

Our work environment must be free from any form of intimidation or harassment. We will not tolerate verbal or physical conduct by an employee, customer, or other non-employee that harasses or disrupts another employee's work performance or that creates an intimidating, offensive, abusive, or hostile work environment. Our commitment is to provide an environment that fosters mutual trust and respect.

b) What Is Considered Sexual Harassment?

Examples of sexual harassment include, but are not limited to, unwelcome sexual advances or verbal statements, physical contact of a sexual nature, or the display of sexually suggestive objects or pictures. Our commitment to preventing harassment requires the cooperation of all employees to speak out when a co-worker, manager, or anyone connected to our Company, including non-employees, engages in conduct that makes them uncomfortable or intimidates

them in the workplace or in connection with their employment with the Company.

c) Promoting Health and Safety

We are committed to providing a safe and healthy work environment. Employees are responsible for observing the health and safety rules, policies, practices, laws, and regulations that apply to their jobs and for taking precautions necessary to protect themselves, their co-workers, and other persons present in Company facilities. Employees are also responsible for immediately reporting accidents, injuries, occupational illnesses, and unsafe practices or conditions to their manager. Questions about possible health and safety hazards at any Company facility should be directed to a manager or Compliance Department.

d) Preventing Workplace Violence

Being considerate of others and exhibiting appropriate behavior helps foster a workplace that is free from violence. Acts or threats of physical harm or violence, hostile physical contact (including intimidation, harassment, or coercion), or any other actions that are threatening or hostile in nature and occur on Company property or affect Company operations will not be tolerated. The Company does not allow firearms, explosives, or weapons in Company facilities, in Company-owned or leased vehicles, or on their person while conducting Company business. Employees are expected to report any actual or potentially violent behavior that could cause risk to others immediately to their local management.

2.5 AMERICANS WITH DISABILITIES ACT

The Company is committed to complying with all applicable provisions of the Americans with Disabilities Act ("**ADA**") and the Americans with Disabilities Amendments Act ("**ADAAA**") Amendment Act of 2008. It is the Company's policy not to discriminate against any qualified employee or applicant with regard to any terms or conditions of employment because of such individual's disability or perceived disability so long as the employee can perform the essential functions of the job with or without reasonable accommodation. Consistent with this policy of nondiscrimination, the Company will provide reasonable accommodations to a qualified individual with a disability, as defined by the ADAAA, who has made the Company aware of his or her disability, provided that such accommodation does not constitute an undue hardship on the Company.

Employees with a disability who believes they need a reasonable accommodation to perform the essential functions of their job, including the need for an assistance animal, must notify the Company in writing of the need for the accommodation. Upon receipt of an accommodation request, the Company and the employee will discuss and identify the limitations resulting from the identified disability and the potential accommodation(s) that the Company might make. Factors considered may include the nature and cost of the accommodation, feasibility of assistance animals in the production setting, and the Company's overall financial resources and the accommodation's overall impact on the operation of the Company, including its impact on the ability of other employees to perform their duties and the Company's ability to conduct business. An employee or job applicant who has questions or believes that he or she has been discriminated against based on a disability should notify Human Resources. All such inquiries or complaints will be treated as confidential to the extent permissible by law.

2.6 CONFIDENTIALITY

We are committed to protecting the Company's confidential and proprietary information and acting responsibly with the sensitive information of employees, customers, and stakeholders.

a) Data Privacy

We respect privacy related to personal information, personal identifying information ("**PII**"), and personal health information ("**PHI**"). PII is any information that standing alone or in conjunction with any other data can identify a person or their personal address. PHI is any information about a person that pertains to their health or attributes of that person including, but not limited to, any physical attributes.

It is critical that we safeguard all PII and PHI and follow the same rules for protecting our Company's confidential information. Consult with the Company's Legal Department before transferring personal information to individuals between countries and before establishing or updating any system, process, or procedure to collect, use, disclose, or transmit PII and PHI.

b) Intellectual Property

Among the Company's most valuable assets is its intellectual property such as patents, trademarks, trade secrets, copyrights, and other similar proprietary non-public information. To protect these assets, we establish, protect, maintain, and defend our rights in all commercially significant intellectual property and use those rights in a responsible way. In addition to protecting the Company's intellectual property rights, we respect the valid intellectual property of others. Unauthorized use of the intellectual property rights of others may expose the Company to liability. New Company products, services, processes, and software, as well as any proposed use of the intellectual property of others, should be reviewed by the Company's Legal Department. Make sure your manager knows about such use so that they can notify the Company's Legal Department.

c) Protecting Intellectual Property

Be aware that photocopying, excerpting, electronically copying, or otherwise using copyrighted materials may be prohibited by law. Even if the material is available for copying, such as information downloaded from the Internet, does not mean it is automatically permissible to copy or recirculate (for example, by email or by posting to an intranet site). All copies of work that can be made public must bear the prescribed form of copyright notice. Our intellectual property includes ideas, inventions, and works (recipes, grow techniques, etc.) relating to our business created during your employment with the Company, or while using the resources of the Company. This means you are required to promptly disclose all such developments to management, so the Company can evidence ownership or obtain legal protection.

2.7 RECORDS MANAGEMENT POLICY

To properly administer the personnel functions of a business, the Company must gather and maintain personal information about our employees on certain occasions. The Company recognizes each employee's rights to privacy and actively seeks to avoid any unwarranted intrusion upon that right. We take reasonable steps to ensure the accuracy, completeness, and timeliness of the information in our possession. The

purpose of this policy is to set forth the guidelines regarding the collection, maintenance, and disclosure of employee information.



SECTION 3: HEALTH AND SAFETY

3.1 SAFETY, SECURITY AND WEATHER

The Company is committed to providing a safe, secure work environment for its employees, customers, vendors, contractors, and visitors. Each facility has a printed copy of that location's emergency action plan. Employee can access the plan by asking their manager. Employees should review this information and become familiar with the plan should an emergency happen.

a) Environmental or Safety Concerns

All environmental or safety concerns must be immediately reported to your manager upon discovery.

b) Severe Weather

The Company will make every effort to maintain normal work hours even during inclement weather. If a facility is closed on a given day due to inclement weather or due to emergency conditions, Human Resources or your manager will notify you of whether to stay home.

c) Security and Visitors

Visitors may be required to sign the confidentiality agreement before entering the office or any licensed facility as our processes are nonpublic and proprietary. All Visitors in any restricted area must always be escorted by an employee in any licensed facility and must strictly follow our [Visitor's Policy SOP](#).

All non-customers in any waiting area of any facility must be signed into the [Visitors' Log](#) but do not need to be escorted.

Employees should report any unauthorized individuals to their manager immediately.

d) Security Inspections

The Company is committed to maintaining a safe and healthy work environment that is free of illegal drugs, alcohol, weapons of any kind, explosives, or other unauthorized materials and to protect the safety and security of all employees and the communities in which we are located. To that end, to the extent of the law, the Company prohibits the possession, transfer, sale, or use of such on its premises, and requires the full cooperation of all employees to meet this commitment.

While the Company recognizes the interests of employees maintaining a work environment that respects the individual privacy rights of all employees, the Company must on occasion balance those interests with its need to maintain a safe, healthy, and productive work environment. Accordingly, the Company reserves the right to inspect the contents of any packages, boxes, or containers being removed from the workplace and may do so periodically on an intermittent or random basis. Additionally, the Company reserves the right to open any lockers, desks, file cabinets, or other containers as it deems necessary and/or appropriate to maintain a safe, healthy, and productive work environment. This may include the cutting of locks if keys or combinations are unavailable. The Company will, in its sole discretion, reimburse, repair, and/or replace any damaged or broken locks or items which may occur in this process. The Company will also resecure, with locks or otherwise, the item opened upon completion of the procedure, and to the extent practicable under the circumstances, attempt to maintain the privacy and/or confidentiality of any personal articles. For this reason, the Company recommends employees do not maintain objects or materials, which they desire to remain strictly private and confidential, on Company premises.

e) Firearms and Weapons

Bringing, or attempting to bring any firearm, weapon, explosive, flammable or combustible substance, or hazardous or dangerous material onto Company property is strictly prohibited to the extent permitted by state law. The Company reserves the right to take necessary action against those suspected or confirmed to be in violation of our firearms and weapons policy. For the purpose of this policy, Company property shall include the corporate office, the land on which the office is located, the premises of any affiliate or subsidiary, and any Company vehicle.

In states with laws permitting employees to keep firearms in a locked employee vehicle, employees may do so if they are in compliance with state law. Any failure to comply with state law may result in disciplinary action up to and including termination of employment.

f) On the Job Injuries

All employees involved in an on-the-job accident - whether causing the accident or being injured as a result of the accident - which results in a personal injury requiring medical treatment or other than minimal damage to property may be required to be tested for the presence of drugs or alcohol unless the Company determines in its sole discretion that the testing would be inappropriate under the circumstances. The Company will not require testing where the accident was very unlikely to have been caused by the use of drugs or alcohol (e.g.,

repetitive strain injury, bee sting, etc.). The Company will make the determination for testing at its sole discretion depending on the facts and circumstances surrounding the injury or property damage. All employees responsible for causing another employee to be injured on the job may also be required to take a drug and/or alcohol screen and may be suspended from their duties pending the test results.

It is the duty of each employee to report all accidents, unsafe conditions, and unsafe acts to your manager and Human Resources immediately!

3.2 BUILDING SECURITY

All employees must follow their location's security rules and regulations locations will require security key cards with an identification picture. Lost cards and badges must be reported to your local security agent or manager, and employees may be required to pay the replacement cost if more than one fob or badge is lost per calendar year.

Please refer to the Emergency Response Plan ("**ERP**") for your location.

Some general facility security rules are as follows:

- Employees should not be unsupervised in any area that they are unauthorized.
- Employees must key the doors before entering any keyed secured area to record the foot traffic in and out of the various areas of the building.
- If an employee observes anyone in a secured area that does not belong in that area, and they are unaccompanied by a manager or security, they are required to report the presence to a manager or security.
- No tailgating is permitted, i.e. the door must completely close between every employee into any area where a key is required. We know this seems odd in practice, but it is in the best interest of facility security.

The Company assumes no risk for any loss or damage to personal property at the Facility. The Company recommends all employees to have personal insurance policies covering the loss of personal property left at the Facility.

3.3 CELLPHONES AND OTHER ELECTRONIC DEVICES

a) **Safety Issues for Cellular Phone and Smart Phone**

Studies have shown a correlation between driver distractions, such as cell phone use, and unsafe vehicle operation. The Company prohibits the use of mobile devices or texting while driving a motor vehicle for Company business or operating a Company vehicle. In jurisdictions permitting the use of handheld devices while operating a motor vehicle, their use is prohibited as a matter of Company policy. Your phone's Bluetooth system should be set up before driving.

Employees charged with traffic and/or other infractions because of the use of electronic devices while driving will be responsible for paying any fines, penalties, and/or associated costs. The Company expressly disclaims any liability for such.

b) Personal Phone Usage

Personal phone use is prohibited while “on-the-clock” unless an emergency arises. The use of personal phones on Company time is subject to disciplinary action up to and including termination.

Each manager is responsible for creating a cell phone policy that fits the needs of the facility. In general, cell phones should not be used during work hours by employees. All employees are required to follow the “Social Media Policy” referenced below.

c) Video or Audio Recording Devices and Pictures

Camera phones or other audio or video recording capable devices must not be used within the Company to invade employees’ personal privacy or breach the confidentiality of the Company’s trade secrets or other Company protected information.

For example: Other than those who are explicitly allowed to take such pictures for the Marketing Department or managerial purposes, no pictures of the products are allowed (plant photos, intermediate product, or finished product). Any such pictures shall be deleted, and the posting of any such unauthorized pictures online may result in disciplinary action up to and including termination.

d) Company Provided Devices

This subsection applies to the use of devices provided by the Company and to personal mobile devices with access to Company data.

Company provided devices, including but not limited to computers, smartphones, tablets, laptops, mobile devices, that are used for business purposes, including the email server, must be password protected.

At any time upon a request, the employee may be asked to produce the Company provided device(s) for inspection. Upon resignation or termination of employment, the employee (or then former employee as the case may be) must return all Company devices and equipment with any such protective passwords. The Company reserves the right to access and monitor all information, communications, and messages on Company-provided devices. The Company has the right to inspect, retract, or delete any Company data on personal devices. All employees are always expected to follow applicable state and federal laws or regulations regarding the use of mobile devices. Please be advised that you should have no expectation of privacy in the use of any Company provided devices and other Company provided electronic equipment and programs. You are assumed to be responsible for all devices assigned to you, and you should treat it/them with the same care you would your own devices. Any loss or significant damage beyond reasonable wear and tear to any Company provided devices may be assessed to you.

The Company will not be liable for the loss of personal phones and portable devices brought into the workplace.

e) **Computer, Email, and Internet Use**

The Company provides some employees with computers, software, network access, Company email accounts, and work-place internet access needed to facilitate work performance. These systems are the property of the Company, and as such, shall be treated as confidential.

Timed password-protected screen savers must be used for the purpose of safeguarding data that may appear on an employee's screen should the employee briefly leave the workstation. Employee passwords are confidential and should not be given to anyone. Employee passwords should be changed every 90 days. This includes but is not limited to passwords for email and laptops. Employees should not use the same password for multiple accounts.

To help mitigate risk, employee computers are to be used only by the employee. Employees are prohibited from sharing passwords or Company devices.

Employee computers are to be used only for work purposes. Employees are prohibited from installing any non-Company approved programs and games on their work provided electronics. If employee-installed software is found to be interfering with their computer or their work, the software will be removed, and the employee may be blocked from installing software in the future.

The Company reserves the right to access and monitor all information, communications, messages, data, and files on all company equipment including the phones, computer, or email system. Please be advised that you should have no expectation of privacy in the use of any Company-provided computers, phones, and other equipment.

The Company email system is to facilitate business communications. The computer systems, software, network devices, Company email, and internet are not to be used in any way that may be illegal, fraudulent, harassing, discriminating, disrespectful, defamatory, offensive to others, or harmful to morale.

Unacceptable use or behavior includes, but is not limited to, the following:

- Visiting internet sites that contain obscene, hateful, or pornographic material
- Undertaking deliberate activities that waste staff effort or networked resources
- Introducing any form of computer virus into the corporate network
- Installing or using unlicensed, pirated, or unauthorized software
- Distributing, disseminating, or storing images, text, or materials that might be considered indecent, pornographic, obscene, illegal, offensive, or abusive
- Breaking into the system or unauthorized use of a password/mailbox

Any employee found to be in violation of this policy may be subject to disciplinary action, which may include termination and/or legal repercussions. All communications including text and images may be disclosed to law enforcement and other third parties without the prior consent of the sender or receiver.

3.4 INTERNAL APPLICATION PROCESS

As a Company, we are committed to investing in our employees and supporting their professional growth and career advancement. The internal hiring process policy describes the process for recruitment from within the company to fill available roles. The policy applies to all employees interested in career growth within the Company. The policy gives the procedure to be followed for Internal recruitment and explains the Company's role in facilitating internal growth.

Policy Guidelines

Internal promotions allow employees to advance their careers and grow with the Company. To ensure a fair and consistent internal application process this policy provides guidance for managers and team members alike.

Eligibility

- Employees should have six months in their current role. **Exceptions with Executive approval will be considered.**
- Employees must be in good standing (**NO** coaching and corrective action on file in the past six months).

Employees applying to a management role should have six months in their current role and meet the minimum qualifications of the position. If you do not meet the minimum qualifications your manager is required to provide an endorsement that highlights why you are qualified for the position.

Process

- Employees wishing to advance should be checking our internal postings often. Any resumes received after five days internal posting has closed will be denied.
- Employees that wish to apply to a job posting must have a discussion with their manager for approval.
- Once the employee received management approval, they can apply to the position they are interested in via Evolve by clicking on the hamburger menu > single person > my career > search for jobs.
Employees **must** upload an updated resume with Gage experience when applying. Applications without an updated resume attached will be rejected.

3.5 SOCIAL MEDIA

The Company recognizes online social networks including Instagram, Facebook, Twitter, Twitch, and professional networking sites such as LinkedIn ("Social Media") are an important and engaging day-to-day way to share information and interact with third-parties, both to the benefit of the organization and for our employees' personal use.

The Company supports and encourages our employees' right to act responsibly online with the organization's core integral brand values in mind. The line between work and personal life, however, may become blurred, whereby the use of social media to post content including, but not limited to, text, images, or videos ("content"), at or outside of work may have a negative, and much often unintended, impact on the organization, our guests, coworkers, business partners, and the overall public perception of Gage Cannabis.

We have therefore developed this Social Media Policy to support our employees in understanding best practices to remain compliant with Company policy and wider industry regulatory governance.

We look forward to building a positive & engaging digital work environment together here at Gage Cannabis.

Posting Authority

When engaging online there is a difference between:

- Speaking on behalf of the company: “We are proud to announce here at Gage Cannabis”
- Speaking about the company: “I think that working at Gage Cannabis is awesome...”

As employees, we are free and entitled to use our Social Media accounts in any manner outside of work. However, it is important to remember that we must not post content in a manner that is to be perceived that you are speaking on behalf of the Company, or to post content that might be perceived to reflect negatively on the organization. Unless your role expressly authorizes you to speak on behalf of the Company, or you have been given the authorization to do so by Marketing Department - you are not permitted to post content on behalf of the Company or respond to comments made by any third party across any online platform or site, including those owned by Gage Cannabis.

If you do post content about the Company - remember that you are not speaking on behalf of the Company - you must clearly indicate your relationship with the Company, and that you are providing your opinion only. You must make it clear in your posting that you do not have the capacity to speak on behalf of the Company. If you are permitted by the Marketing Department to post on behalf of Gage Cannabis, all content must follow clear direction provided by and be edited or removed subsequently as required or deemed inappropriate.

Accountability

As an employee, your conduct is subject to the Company’s Code of Ethics in all public settings, whether or not you are authorized to act on behalf of the Company. This includes the content you post through Social Media platforms while at work or in your personal lives. Gage Cannabis trusts and expects that as an employee, you will exercise good personal judgment whenever you engage in online activity.

While we are allowed to repost other users’ accounts online if given permission to do so; reposting any content that is of illegal activity, high-risk activity, or any that may be construed as advertising in the context of us posting the content is prohibited. The following examples highlight what is allowable and what is not.

- Reposting yourself or someone smoking cannabis products in their car (operating machinery including cars is illegal), or in any other obvious public place (as it would appear, we are endorsing such illegal or ill-advised activity). Reposting someone with fistfuls of cash and product (this is ill-advised and high risk as it gives the optics of illegality).
- Reposting medical claims made by a third party, whether it is a company or an individual.

- Certain claims can be made by a company that is not a seller of products, and the nature of the conveyance of information may change if done by a seller of the goods.

Any posting that includes illegal activity is grounds for termination.

In addition, your use of social media while at work should not interfere with your duties or work commitment. Be conscious of mixing your work and personal lives. Be mindful of the fact that anyone, including co-workers, managers, and supervisors, may have access to the information you post online.

Recognize you are ultimately solely responsible for anything you always post online across your accounts. If any content you post is harassing, creates a hostile work environment, is confidential or proprietary in nature, defamatory, inaccurate, or misleading, you may be subject to disciplinary action, up to and including termination without notice, and any subsequent legal liability.

Integrity

Gage Cannabis does not condone or encourage the creation of any false posts, blogs, or comments, or the use of pseudonyms that are designed to mislead the public. Do not make any medical claim about the effects of CBD or THC. These types of claims allude to the products “treating” or “curing” any condition. At our core, we are to retain our corporate integrity always. All Social Media accounts or profiles that are controlled by the Company shall state that fact to users.

Whereas any Gage Cannabis content or copy may be written by employees of the Company or by individuals who have been retained to write them on our behalf, comments about such content may be made by any individual. Any employee who does comment on the content, or third-party content, shall disclose their relationship with the Company, or the capacity to which they have permission to respond, or whether the comments are merely personal opinions.

Respect

At all times, when posting online, you should speak respectfully about the Company, your co-workers, our guests, our partners, and competitors. Do not post content or engage in any name-calling or behavior that will reflect negatively on the Company's reputation or that would appear to be discriminatory or harassing. Remember, while you may intend for your comments to remain private, they may be visible or forwarded to others outside your circle of friends.

Confidential Information

Gage Cannabis is subject to numerous industry regulations. As an employee, you may have access to confidential or proprietary information, including but not limited to legal or financial matters, pricing strategies, new programs, or information from third-party suppliers or partners. The release of this information or the inaccurate reporting of such material could have severe consequences to the Company. Any breach of confidentiality is subject to disciplinary action, up to and including termination, and may be subject to further legal consequences.

Privacy

Gage Cannabis is committed to protecting individuals' rights to privacy and the personal information of our guests and employees. We will never disclose your personal

information or ask individuals to provide us with their personal information via Social Media platforms. Any personal information that individuals choose to share is up to them. To protect patient privacy, no photos of customer faces while they are in or immediately outside a licensed facility are prohibited.

Copyright & Ownership Rights

The Company respects the right of copyright owners and will not post content that we do not own or have the right to reproduce anywhere. In the event that we are made aware of any potential copyright violations in the material we have posted or that have been posted by third parties on our website, or through our Social Media platforms, Gage Cannabis will investigate the matter and remove the offending content where applicable within a reasonable timeframe.

As an employee of Gage Cannabis, you are not permitted to use any material in which you do not have ownership rights. This includes material owned by the Company. You must receive permission to use material owned by the Company, including our trademarks and logos, and such use must not be done in a manner that would suggest you are acting on behalf of the Company or in a manner that may be confusing to the public. No photos of the store or inventory may be posted online without written consent of management.

General Conduct

To maintain a positive and engaging social climate, we ask you to conduct your digital behavior with integrity. We always encourage you to be yourself, while demonstrating respect and professionalism to other individuals, even if you disagree with them. Do not flood, spam, post junk mail, or link to third-party sites or content that violates any of these guidelines. Any unacceptable content reported (specifically the use of sexually graphic or offensive, discriminatory, defamatory, obscene language, or promotion of illegal activity, etc.) will be requested to be deleted immediately. Anything you post online, whether a quote, comment, photograph, or article must either be owned by you; or must have expressed permission to use the content from the copyright owner; or must demonstrate credited reference-in-full of the original author.

As the last recommendation, protect yourself online always. Demonstrate wisdom with what personal information you share, where, how, to, and with whom. Your digital identity is an extension of you.

3.6 TOBACCO-FREE ENVIRONMENT

Tobacco is not allowed to be consumed on the premises at any licensed or permitted facility. This includes but is not limited to cigarettes, e-cigarettes, and chewing tobacco. Employees may only use tobacco products in specifically designated outdoor smoking areas.

3.7 SUBSTANCE USE/ABUSE POLICY

The Company recognizes that its own well-being and future are dependent upon the health of its employees. Accordingly, we have the right and the obligation to maintain a safe, healthy, and efficient working environment for our employees.

The Company has a performance-based medicinal drug policy. If your work is impaired due to any medicinal use of any legal drug, you may be dismissed from work with or

without pay as determined by the totality of the circumstances. If your work is impaired due to any illegal or unauthorized drug or substance, you may be dismissed from work with or without pay and subject to discipline up to and including termination.

Employees are prohibited from using marijuana, or vape products, at any Spartan Partners Services, LLC premises, including any permitted or licensed facilities, all Gage and Cookies locations, Corporate Office, or any other business affiliated with Spartan Partners Services, LLC., in accordance with Marijuana Regulatory Agency administrative rules, local laws, and facility policies.

The Company use/abuse policy also applies to any Company-sponsored/hosted events or activities associated with the Company brand.

Substance abuse is defined as the use of alcohol or other controlled substances as defined by federal, state, or local law. Any visible intoxication of any employee can and may result in disciplinary action up to and including termination.

3.8 WORK ENVIRONMENT EXPECTATIONS

Employees are expected to maintain a clean and professional working environment. All employees share the workspace, and it is the responsibility of all employees to maintain a clean kitchen, break room, and workspace.

- Food and beverages are only permitted in designated break areas.
- Clean up – wash your dishes, throw away your food, and wipe up messes immediately.
- Microwaves – monitor your food while in use and share the microwave(s).
- Refrigerator – eat or dispose of food stored in the fridge, label containers, be aware that the fridges may be cleaned out as needed with or without notice.
- If applicable, personal desks and workspaces, including keyboards, phones, etc., should be well maintained and cleaned periodically.
- No food or drink (except water and approved water bottle) are allowed in any facility's locker room or clean area. Please confirm with your leader if you are unclear what kinds of water bottles are approved/not approved.



SECTION 4: EMPLOYMENT

4.1 PERFORMANCE MANAGEMENT

You and your manager will work together to develop objectives and goals for each review period. These will serve as criteria for your annual performance appraisal and help you develop a plan for your ongoing success, growth, and development. It is recommended that you and your manager meet to discuss your performance throughout the year.

4.2 TERMINATION OF EMPLOYMENT

As the Company is an at-will employer and thus cannot guarantee employment of a specific duration, employees, like the Company, may terminate employment at any time, with or without cause or notice.

Employment with the Company may cease under each of the following circumstances:

- When an employee resigns, retires, or is terminated.
- When an employee walks off the job, whether or not the employee clocks out or notifies his or her manager (this will be considered a voluntary termination).
- When an employee fails to report for work the workday following completion of an approved leave of absence.

In the unfortunate event of termination, all Company property must be returned, including physical items such as hardware as well as any Company information, whether printed or electronic (the “**Company Property**”). Company Property may include but is not limited to: business reports and information, credit card, keys, removable media, mobile devices including laptops, cell phones, tablets and accessories, security access card and badge, paper printouts of any nonpublic information, etc..

The employee’s mailing address will be confirmed upon termination to ensure any future correspondence like the mailing of tax documents. The cost of replacing any

missing property not returned may be assessed and charged to the Employee that failed to return such Company Property.

In your final paycheck, you will receive payment for all hours worked up through your last day of employment. Fringe benefits cease on the day of termination ("last day worked"). Exceptions to this *last day worked* provision apply to layoffs and leaves of absence. The Company will comply with all applicable state or local laws.

a) Voluntary Termination (Resignation)

Employees are encouraged to submit a written resignation letter to their manager and copying Human Resources at least two (2) weeks in advance of the date of termination (the "**Notice Period**"). Employees who resign without providing the Company with two weeks of written notice may be ineligible for rehire. Moreover, employees may not use Paid Time Off ("**PTO**") time during the Notice Period. The Company, at its discretion, may choose to terminate employment prior to the employee's requested last day.

All employees leaving the Company on a voluntary basis will have the opportunity to participate in a confidential exit interview conducted by Human Resources.

b) Involuntary Termination

If an employee is involuntarily terminated, no notice or pay in lieu of notice will be given unless required by federal or state law. Involuntarily terminated employees are ineligible for a payout for any unused PTO unless required by applicable law.

The Company reserves the right to discipline and terminate employees for reasons not explicitly stated in this Handbook. Failure to enforce these rules shall not be deemed a waiver of their applicability. The use of coaching and corrective action procedures does not alter the at-will relationship between the employee and the Company.

Any violation of policies as set forth herein will be cause for disciplinary action, up to and including immediate termination of employment; including but not limited to the following situations:

- Violation of the Substance Use/Abuse Policy.
- Using alcohol and marijuana on the premises at any licensed or permitted facility, or office. This includes but is not limited to vapes, edibles, and cartridges.
- Leaving the facility during working hours without the permission of the manager or sleeping on the Company property during working hours.
- Clocking in another employee's hours.
- Fighting, using abusive, coercive, intimidating, profane or threatening language, and/or behavior or actions on Company property. This includes any form of harassment, violence, or threat of violence toward a fellow employee or leader.
- Conducting gambling devices, lotteries, punchboards, bookmaking, or performing immoral or indecent acts.
- Theft or destruction of the Company's or another employee's property.
- Dishonesty, such as falsifying any records or reports including personnel, absence, sickness, and production.
- Possession of firearms, explosives, or weapons of any kind on Company property, except as permitted by state law.
- Insubordinate conduct or refusal to follow a leader's instructions, including refusal to perform a job.

- Being convicted of a crime that indicates unfitness for the job or raises a threat to the safety or well-being of co-workers.
- Disclosing Company confidential or proprietary information to unauthorized persons.
- Tampering with, careless use of, or damaging of tools, machines, or equipment to produce scrap or delay work.
- Engaging in “horseplay”, running, scuffling, throwing things, or interfering with fellow employees or leaders.
- Collecting money or soliciting contributions on the Company’s property for any purpose whatsoever during working time without the permission of the Company. Solicitation or distribution of any written or printed material during working hours.
- Loitering, visiting, or loafing in restrooms or any place where the employee’s duties do not call for his or her presence.
- Failure to begin work at scheduled start time or quitting work before your scheduled quitting time (including lunch and breaks).
- Failure to comply with all obligations imposed upon employees by the Company.
- Failure to observe all safety rules, regulation, or practices, including traffic speed limits and operating procedures of any vehicle and/or machine on the Company’s property.
- Altering of any safety equipment.
- Failure to meet standards of quality and performance as established by the Company.
- Failure to observe all facility regulations as published.
- Excessive use of foul language or use of abusive language.
- Failure to comply with prescribed treatment programs for work-related injury or illness.
- Lack of cooperation with co-workers, customers, or vendors.

The foregoing is not intended to be all-inclusive of the required discipline, and the Company reserves the right to change or amend these rules and regulations. The Company may also establish supplemental rules and regulations that apply only to specific equipment, areas, or conditions.

4.3 REHIRING EMPLOYEES

Former employees can apply to job postings and may be considered on the same basis as other applicants. Prior performance and the circumstances surrounding the termination of previous employment, will also be considered. Pre-employment background checks will be required. Rehired employees will become eligible for Company benefits based on their most recent hire date.



SECTION 5: BUSINESS CONDUCT

5.1 DRESS CODE AND PERSONAL HYGIENE

Employees contribute to the Company culture and the reputation of the Company in the way they present themselves. As such, a professional appearance is essential to making a good impression with customers as well as Company shareholders. Good grooming and appropriate dress reflect employee pride and inspire confidence.

All employees are expected to maintain good hygiene and dress appropriately as determined by their individual job functions. At corporate headquarters (Troy office), the dress code is described as *business casual*. In the event of a shareholder or executive meeting, *business attire* may be requested. If you have any doubt as to the appropriate dress code, please ask your manager.

All employees must follow the minimum guidelines as listed below:

a) General Expectations

- Ensure that you are neat, clean, and well-groomed in your dress and personal hygiene.
- Use good judgment. If your attire is something you would wear to do yard work or play sports, it is inappropriate for work.
- Shoes must be worn at all times.
- Undergarments must be worn and should not be visible.
- If your job responsibilities put you in front of customers and the public, you may need to dress beyond your normal business casual dress code.
- If you are unsure, ask your manager or Human Resources for clarification on proper attire for your position.

b) Inappropriate Clothing (Cannot Be Worn)

- Worn out or stained clothes and shoes.
- Clothing with rips, holes, tears, or frayed edges.
- Muscle shirts, tank tops, tube tops, halter-tops, or strapless tops.
- Tight-fitting, revealing clothing, or clothes that are not properly sized.

- Low-cut tops or crop tops (tops that show the midriff).
- Shorts or skirts that hang more than two (2) inches above the knee, rompers.
- Athletic pants of any type including sweatpants, running/biking pants or shorts, leggings, and yoga pants.
- Clothing with foul, obscene, provocative language, or images that may be offensive (including but not limited to religious and political statements).
- Flip-flops, beach sandals, or slippers.

Please use good judgment, if you are unsure or have questions, please ask your manager.

c) **Personal Hygiene**

Microbes are everywhere, and the cleaner you are, the cleaner your workplace will be as a result. Therefore, we expect that employees bathe regularly as poor hygiene can jeopardize operations and our ability to function as a successful business.

Cultivation, Processing, and Provisioning include additional dress code requirements. Please refer to your location-specific dress code policy.

Employees who fail to meet the minimum dress code or hygiene criteria will be asked to change clothes or not return to work until they have corrected the issue. Disciplinary action will be taken if an employee continues violating the dress code or hygiene policy.

5.2 BULLETIN BOARDS

Bulletin boards are for business and employment-related postings only. Approved postings are those required by law and/or are necessary for Company business. Discretion will be given to facility managers to post other items.

5.3 NO SOLICITATION / NO DISTRIBUTION

Employees may not solicit any other employee or third party for any purpose during working time. Working time includes the time for which the employee is paid and expected to be performing services for the Company. Verbal solicitation is permitted during the non-working time like a break in the break room or any outside area. However, employees may not distribute literature, notices, circulars, cards, or papers of any kind, at any time, in working areas. Employees wishing to display or post information on Company bulletin boards must receive prior authorization from Human Resources.

Similarly, except for bona fide Company purposes and as authorized by the Company, individuals not employed by the Company, may not, at any time solicit, survey, petition, or distribute literature on Company property; this includes charity solicitors, salespersons, or any other form of solicitation or distribution.

Third-party visitors are prohibited from trespassing or being present at the Company unless visiting for a bona fide business purpose relating to work and approved in advance by the Company.

Please refer to our Company's [Visitor's Policy SOP](#) for more specifics on what constitutes a visitor and how and where visitors can be inside the facilities under the Marijuana Regulatory Agency regulations.

5.4 EMPLOYMENT PERSONAL INFORMATION RECORDS

To keep our records current, employees must promptly report any changes like an address, phone number, marital status, additional dependents, insurance, beneficiaries, military status, etc., to Human Resources so that all necessary paperwork can be updated and processed by the Company.

Access to employment records is restricted to authorized employees of the Human Resource Department and managers on a need-to-know basis or as allowed or required by law. Requests for such information, received from other departments, as well as requests from outside the Company, including references of former employees, will be directed to Human Resources. Employee medical information provided to the Company is restricted to Human Resources only. Medical information will be released only upon written authorization of the employee or proper request from persons or agencies, which have a verifiable legal right to such information.

5.5 EMPLOYMENT OF RELATIVES

All relatives of employees may be considered for employment at any time. As a matter of good business sense, however, the Company does not intend for its employees to practice nepotism or to be put in a position where they may feel pressure to practice nepotism. Nepotism is defined as favoritism shown to a family member based on that relationship. Good judgment will be applied when the employee's relatives are hired. However, it is our philosophy to avoid situations where an employee would have a direct reporting relationship to a relative who is a member of management or supervision. Designated relatives: Step relatives (spouse, parents, children, grandchildren, brothers, sisters) or others who cohabitate or otherwise share a romantic or sexual relationship.

5.6 WORKPLACE RELATIONSHIPS

It is not the intent of the Company to interfere with the private lives of employees. Nevertheless, it is important to advise employees of the potential problems inherent in consensual relationships, particularly between management and those employees who fall under their management. Employees who have a direct reporting relationship to each other must inform the Company if they are cohabitating or in an on-going romantic or sexual relationship.

5.7 OUTSIDE EMPLOYMENT

The Company expects each full-time employee to devote their full time and attention to Company interests during regular hours of employment and any additional time that may be required. Outside employment or other gainful business activity by employees could involve an actual or potential conflict of interest or could affect the impartiality, judgment, effectiveness, or productivity that is expected in the performance of their duties as employees of the Company. Employees should avoid outside business or gainful activities that would divert their time, interest, or talents from Company business. Full-time employees must disclose all outside employment to their manager and Human Resources as there may be a conflict of interest.

For example, a spouse of an employee may work for a potential supplier, customer, or competitor. Special care should be taken by both individuals to conduct their affairs in accordance with the duty each owes to their employer. Employees who have access to confidential information may not engage in any outside activity that would involve the use or disclosure of any such confidential information.

5.8 LITIGATION AND INVESTIGATIONS

Like other businesses, the Company may become, directly or indirectly, involved in litigation and other legal proceedings. Legal papers regarding these matters normally flow through established channels, but other employees may occasionally receive such papers. Employees may also receive formal or informal requests for information from lawyers for private parties concerning litigation or from governmental agencies and their representatives concerning litigation or an investigation. In such instances, to protect the rights of the Company, employees must immediately contact their manager and/or the Company's Legal Department with such information.

Under no circumstances shall an employee submit to interviews, answer any questions about the Company's business, produce any documents, or respond to any such requests without the written authorization from the Company's Legal Department. At all times thereafter, the employee is required to act pursuant to the counsel of the Legal Department. There should be no public statements relating to pending lawsuits without the prior written approval of the statement by the Company's Legal Department.

5.9 COACHING AND CORRECTIVE ACTION

The Company's coaching and corrective action policy models a progressive discipline procedure. This procedure is designed to provide a structured corrective action process to improve and prevent a recurrence of undesirable employee behavior and performance issues.

Outlined below are the steps of the Company's coaching and corrective action policy. The Company reserves the right to combine or skip steps depending on the facts of each situation and the nature of the offense. Illegal behavior is not subject to the progressive coaching and corrective action policy and may result in immediate termination. Some of the factors that will be considered are whether the offense is repeated despite coaching, counseling, or training; the employee's work record; and the impact the conduct and performance issues have on the organization. Written documentation will occur in every step of the process. The employee will be asked to sign copies of this documentation attesting to his or her receipt of the coaching and corrective action outlined in the document.

Nothing in this policy provides any contractual rights regarding employee discipline or counseling, nor should anything in this policy be read or construed as modifying or alerting the employment-at-will relationship between the Company and its employees. Furthermore, employees may be terminated without prior notice or disciplinary action.

Scope

This policy applies to full-time and part-time hourly employees. An hourly employee is defined as an employee paid an hourly rate for each hour they work. Hourly employees

are also entitled to up to 80 hours of Paid Time Off, as defined in “Paid Time Off” in Section 7 of this Handbook.

Procedure

Step 1: Coaching and Verbal Warning

Step one creates an opportunity for the manager to bring attention to the existing performance, conduct, or attendance issue. A verbal warning addresses the nature of the problem or violation of Company policies and procedures. Written documentation will outline the issue and a plan on how the issue can be resolved.

Step 2: Written Warning

If the employee's performance does not improve following a verbal warning or the employee begins exhibiting further behavioral or performance issues, a written warning will be issued for the performance, conduct, or attendance issues and consequences. A written warning will address any additional incidents or information about the performance, conduct, or attendance issues and provide any prior relevant corrective action plans.

Step 3: Final Written Warning

If the employee's performance and/or behavior does not improve following a written warning, a final written warning will be issued. Employees, at this point, should understand if expectations are not met following the final written warning the next step is termination.

Step 4: Termination

The last step in the coaching and corrective action process is to terminate employment. Generally, the Company will try exercising the progressive nature of this policy by providing warnings and issuing a final written warning before proceeding to terminate employment.



SECTION 6: COMPENSATION AND BENEFITS

6.1 WAGE AND HOUR POLICY

It is the Company's policy and practice to accurately compensate employees in compliance with all applicable state and federal laws. To ensure you are paid properly for all time worked and that no improper deductions are made, you should review your pay statement in a timely manner to identify and report any errors to Human Resources. While the Company makes every effort to ensure our employees are paid correctly, on the rare occasion, inadvertent mistakes may happen. When mistakes are reported and validated, corrections will be made promptly, and as necessary. If you believe a mistake has occurred, or if you have any questions, you should immediately report the matter to payroll or your manager. If you feel you have not received a prompt and/or acceptable reply, you should immediately contact Human Resources.

a) Definitions (for the purpose of the Wage and Hour Policy)

- **Workweek:** the defined workweek is from Sunday (12:00 am) - Saturday (11:59 pm).
- **Work Hours:** normal work hours are defined in your location supplement.
- **Overtime:** hours worked over 40 in a week unless otherwise stated by law.
- **Regular Full-Time:** employees regularly scheduled to work 30 hours or more per week and are not classified as part-time, temporary, contract, leased, contingent, or other specifically designated employees.
- **Regular Part-Time:** are employees regularly scheduled to work less than 30 hours per week.
- **Temporary:** an employee who works in a position classified as full-time or part-time for a period of limited duration. Years of service begin if the employee becomes a regular full-time or part-time employee.

6.2 SCHEDULE

a) Work Schedule

All employees are expected to perform their jobs within their scheduled work hours. These work hours may be modified by their manager as necessary to meet the needs of the department or the Company.

There may be occasions when it is necessary to work overtime. Overtime is considered a condition of employment, and refusal to accommodate any such request may be cause for disciplinary action up to and including termination of employment.

All employees must receive permission to work overtime. Abuses to the Overtime Policy will not be tolerated and can result in the employee being sent home without pay at 40 worked hours or other disciplinary measures.

b) Time Records

Employees are required to accurately report all time worked. Time worked includes all time spent performing the functions of the job. Because time records are legal documents required by law, employees must ensure their time is recorded accurately and that no one records time on their behalf. Altering, falsifying, tampering with time records, or recording time on another

employee's time record may result in disciplinary action, up to and including termination of employment.

c) Attendance

To fulfill commitments to our customers and to assure a smooth-running operation, employees are expected to come to work every day and on time. The Company believes in developing and fostering a professional work environment. The Attendance Policy is created and enforced by the local management, please see your manager for full details.

General Expectations

- Arrive to work no later than the scheduled start time, as determined by your manager.
- Remain at work through the duration of your scheduled shift.
- Return from all breaks (including lunch) on time.
- Communicate, in advance (at least two weeks), to your manager of a prearranged absence.
- Notify your manager at least one hour to the start of your schedule shift of a tardy.
- Repeated tardiness and "no-call-no-shows" (where an absence is not reported before such is taken) will not be tolerated and could result in disciplinary action up to and including termination.

Employees who fail to meet the minimum attendance policy will be coached by the Manager. Disciplinary action will be taken if an employee continues violating the attendance policy.

d) Compensation

In the absence of contrary law or agreement, hourly full-time employees will be paid overtime at a rate of one and a half times their pay rate. Actual hours worked, including employee attendance at lectures, meetings, and training programs (as long as the Company requires the employee to attend), will be considered in computing overtime. Paid and unpaid leaves of absence, including PTO, holidays, and leave under the Family Medical Leave Act, will not be considered in computing overtime. Workers' compensation will not be considered in computing overtime. The Company does not allow accrual of compensatory time by employees.

e) Travel

Some employees may be required to travel in the course of their duties and may be eligible for compensation for the time they spend traveling. The compensation an employee receives depends upon the kind of travel and whether the travel time takes place within normal work hours or outside of normal work hours.

f) Other Work Outside of Work Hours

If an employee is required by their manager to take a work-related call, answer an email, or work on any work-related project after normal work hours from home or any other location, the employee should record such time on his or her timesheet and that time will be eligible for compensation. If a manager has not specifically requested work outside of work hours, the employee must get prior approval in writing.

6.3 EMPLOYEE PAYCHECKS

All hourly employees will be paid according to the following pay schedule:

- Paid weekly (Sunday – Saturday)
- Direct Deposit
- Due to administrative timing, paychecks are paid one week after the pay period (workweek) is complete.

6.4 PAYROLL DEDUCTIONS

As required by law, the Company may deduct any applicable taxes from an employee's gross pay (including but not limited to appropriate federal, state, local (if applicable), and social security taxes) in accordance with applicable federal, state, and local regulations.

Your net pay may also be reduced for certain types of deductions like your portion of health, dental or life insurance premiums, or other types of voluntary contributions.

The Company may withhold, as necessary, items like back taxes and garnishments (including but not limited to judgments and child support). No other deductions will be made unless specifically authorized in writing by the employee, and all deductions will be itemized on the employee's pay statement.

Cash, in any form (bonus, prize, etc.) and gift cards are considered supplemental wages under tax law and are always reported as taxable income, regardless of the dollar amount. Any such compensation will be processed through payroll and is subject to applicable taxes. You must be employed at the time the cash, bonus, prize, etc. is awarded to claim it.

6.5 DIRECT DEPOSIT

Paychecks must be automatically deposited into the financial institution of the employee's choice. All payments will be paid by direct deposit. Employees may elect up to two (2) bank accounts for their pay to be direct deposited.

6.6 HEALTH BENEFITS

The Company offers full-time employees the option of health benefits. This type of benefit is described in the benefits materials that will be provided to you at the time of hire or Open Enrollment. Hourly employees who work 30 hours or more per week (considered full-time for health benefits purposes) are eligible for these type of benefits on the first day of the month, following sixty days of employment.

The Company, at its discretion, reserves the right to alter, amend, modify, change, or terminate these benefits, or the allocation of premium payments, at any time.

Any coverage of health benefits provided by the Company terminates the last day of the month of employment with the Company.

6.7 TRAVEL AND EXPENSE POLICY

The Company's Travel and Expense Policy is a guide for requesting, documenting, and reimbursement of relevant business travel and expenses. Authorizing an expense report indicates to the Company the expenses reported are legitimate, reasonable, and

complies with this policy. Failure to follow the Travel and Expense Policy can result in delay or disqualification for reimbursement or disciplinary action.

Please refer to the Gage Cannabis [Travel and Expense Policy](#) in Addendums for additional details.



SECTION 7: TIME OFF AND LEAVE

7.1 PAID TIME OFF

The Company believes its employees are the key to what makes a great company. Although work makes up a large portion of an employee's life, we believe a balance between work and non-work activities is essential to maintain quality performance and a positive work atmosphere. To support this philosophy, the Company has designed a Paid Time Off ("**PTO**") that incorporates vacation, personal, and sick leave into one program.

Scope

This policy only applies to all active, full-time and part-time hourly employees who have worked in the current calendar year. Full-time employees are defined as employees who work more than 30 hours per week. Part-time employees are defined as employees who work less than 30 hours per week.

Policy Elements

A maximum of 80 hours (two weeks) of PTO will be granted to all full-time employees at the beginning of the calendar year (January 1). During the first year of service, a full-time employee's PTO will be prorated based on the employee's start date.

After five years of eligible service, a maximum of 120 hours (three weeks) of PTO will be granted to all full-time employees at the beginning of the next calendar year (January 1).

A maximum of 40 hours (one week) of PTO will be granted to all part-time employees at the beginning of the calendar year (January 1). During the first year of service, a full-time employee's PTO will be prorated based on the employee's start date.

Start	Prorating @ 1.5 hours per pay period
January 1 – January 19	10 days eligible for the year
January 20 – February 5	9.5 days eligible for the year
February 6 – February 23	9 days eligible for the year
February 24 – March 12	8.5 days eligible for the year
March 13 – March 30	8 days eligible for the year
March 31 – April 16	7.5 days eligible for the year
April 17 – May 4	7 days eligible for the year
May 5 – May 21	6.5 days eligible for the year
May 22 – June 8	6 days eligible for the year
June 9 – June 25	5.5 days eligible for the year
June 26 – July 13	5 days eligible for the year
July 14 – July 30	4.5 days eligible for the year
July 31 – August 17	4 days eligible for the year
August 18 – September 3	3.5 days eligible for the year
September 4 – September 21	3 days eligible for the year
September 22 – October 1	2.5 days eligible for the year
October 2 – October 19	2 days eligible for the year
October 20 – November 5	2.5 days eligible for the year
November 6 – November 23	2 days eligible for the year
November 24 – December 3	1.5 days eligible for the year
December 4 – December 17	1 days eligible for the year
December 18 – December 31	.5 days eligible for the year

PTO accrues at 1.5 hours per week. As such, there is no bank of saved hours and PTO does not roll to the following year. New employees are prohibited from using PTO until their 61st day of employment. If the employee starts with less than 60 days remaining in the year, PTO is available immediately because employees are unable to roll over PTO to the next year.

Procedures

Employees are obligated to:

- Avoid abusing the policy by taking time off that negatively impacts their job and the Company.
- Employees are not permitted to use PTO during a week when they work 40 or more hours. Any PTO hours that have been applied during the week will be adjusted by your manager.
- Employees are not permitted to take unpaid time off if they have available PTO to be used.
- Communicate and collaborate with their manager and team to ensure everyone takes leave without disrupting operations.
- Plan to delegate, postpone, or otherwise manage tasks that will be affected by their time off.
- Must notify their manager at least two (2) weeks in advance that they wish to use PTO for vacation or personal days. The request must be preapproved by the employee's manager and entered on employee's timesheets *before* the leave.
- Notify their manager of a sick day at least one hour *prior* to the start of their shift.
- Failure to notify your manager of a sick day will be considered a "no-call-no-show" and could result in disciplinary action up to and including termination.

Managers can consider rejecting vacation/personal time requests if:

- Other team members with similar or complementary duties have already asked for leave during the same time.
- The time in question is too busy or includes an important deadline for the employee asking for leave.
- An employee appears to abuse the policy (taking more time than has been accrued, etc.). In this scenario, managers should arrange a meeting with the employee and Human Resources.

Managers are not permitted to reject PTO requests for any of the following reasons:

- To discipline employees.
- To force employees to fulfill duties that are not urgent.
- To approve PTO for another employee who made a later request.

Neither of the lists in this section(above) are exhaustive. Both employees and managers should use common sense and adhere to Company policies when requesting and approving PTO. Effective communication between team members is vital to make this policy work for everyone.

Separation

No PTO time may be used once notice of verbal or written voluntary termination is given by the employee to his or her manager. If an employee is terminated or decides to leave the Company, the Company reserves the right to deduct any PTO used by the employee but not yet earned from the employee's final check. If your final check does not cover the PTO owed, we reserve the right to collect the funds.

The Company will review this policy annually and address any issues in handbook revisions.

7.2 HOLIDAYS

The Company recognizes six (6) paid holidays as listed below at straight time for all full-time employees. If your job responsibilities require you to work on one of the holidays (and you are a full-time employee), you will additionally be paid at eight-hours of straight time, at your normal rate. If any unscheduled PTO is taken the day before or after a holiday, you will not be paid holiday pay.

- | | |
|------------------|--------------------|
| • New Year's Day | • Labor Day |
| • Memorial Day | • Thanksgiving Day |
| • Fourth of July | • Christmas Day |

7.3 BEREAVEMENT LEAVE (FUNERAL)

The Company recognizes the importance of allowing employees time away from work following a death in the family for the purposes of making arrangements for and attending the funeral of their loved ones.

All full-time employees are eligible for bereavement leave immediately following the death of a family member as set forth in the bulled section just below. Bereavement leave offers up to five (5) paid days away from work based on the following schedule:

- Five (5) paid days for immediate family members, including: spouse/domestic partner, children, parents, and siblings.
- Three (3) paid days for grandparents, grandchildren, and in-laws.
- One (1) paid day for aunt, uncle, niece, nephew, and cousin.

7.4 JURY DUTY

The Company understands the importance of citizens serving on our jury system. Any regular full-time employee called to and reports for jury duty, will be compensated at their regular rate of pay. The compensation will not exceed eight (8) hours on any given day or 40 hours in any given week, to a maximum of 160 hours. Approved jury duty will count as hours worked for the purposes of computing overtime. Such compensation will be payable only if the employee gives the Company as much notice as possible of the need to attend jury duty and provides a copy of the summons and presents proper evidence of attendance. Employees must return to work when their presence is no longer required for jury duty and notify their manager as far in advance as possible when the employee learns they will be able to return to work.

7.5 FAMILY MEDICAL LEAVE ACT (FMLA)

The Family and Medical Leave Act ("**FMLA**") provides eligible employees with up to 12 workweeks of unpaid leave for certain family and medical reasons during a 12-month period. During this leave, the Company is required to maintain an eligible employee's group health plan coverage as if the employee had continued working. An employee eligible for FMLA leave, with the exception of those employees designated as "highly compensated" or "key" employees, will be returned to the same or to an equivalent position, provided that the employee returns to work within or at the end of the 12-week period.

a) Employee Eligibility Criteria

To be eligible for FMLA leave, you must have been employed:

- for at least one year (which need not be consecutive);
- for at least 1,250 hours during the 12-month period immediately preceding the commencement of the leave; and
- work at a location where at least 50 employees are employed by the Company within 75 miles.

b) Events Which May Entitle an Employee to FMLA Leave

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

- the birth of the employee's child or to care for the newborn child;
- the placement of a child with the employee for adoption or foster care or to care for the newly placed child (entitlement to leave for the birth or placement of a child for adoption or foster care will expire 12 months from the date of the birth or placement);
- to care for the employee's spouse, child or parent (but not in-law) with a serious health condition;
- to care for the employee's own serious health condition that makes the employee incapable of performing the functions of his or her job; and/or

- A qualifying exigency¹ arising out of the fact an employee's spouse, son, daughter, or parent on active duty or called to active-duty status in the National Guard or Reserves in support of a contingency operation may use their 12-week entitlement.
- FMLA also includes a special leave entitlement that permits eligible employees to take up to 26 weeks of leave to care for a covered servicemember during a single 12-month period. A covered servicemember is a current member of the Armed Forces, including a member of the National Guard or Reserves, who has a serious injury or illness incurred in the line of duty on active duty that may render the servicemember medically unfit to perform his or her duties for which the service member is undergoing medical treatment, recuperation, or therapy; or is in outpatient status; or is on the temporary disability retired list.

c) How Much Leave May Be Taken

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

When both spouses are employed by the Company, they are together entitled to a combined total of 12-workweeks of FMLA leave within the designated 12-month period for the birth, adoption, or foster care placement of a child with the employees, for aftercare of the newborn or newly placed child, and to care for a parent (but not in-law) with a serious health condition. Each spouse may be entitled to additional FMLA leave for other FMLA qualifying reasons (i.e., the difference between the leave taken individually for any of the above reasons and 12-workweeks, but not more than a total of 12-workweeks per person). For example, if each spouse took six (6) weeks of leave to care for a newborn child, each could later use an additional six (6) weeks due to his or her own serious health condition or to care for a child with a serious health condition.

An eligible employee is also entitled to take unpaid leave intermittently. Intermittent leave is leave taken in separate blocks of time. A reduced work schedule leave is a leave schedule that reduces an employee's usual number of hours per workweek or hours per workday. Leave to care for a newborn or for a newly placed child may not be taken intermittently or on a reduced work schedule without advance approval by the Company.

Leave because of an employee's own serious health condition, or to care for an employee's spouse, child, or parent with a serious health condition may be taken all at once or, were medically necessary, intermittently or on a reduced work schedule. If an employee takes leave intermittently or on a reduced work schedule basis, the employee must, if possible, attempt to schedule the leave so as not to unduly disrupt operations. When an employee takes intermittent or reduced work schedule leave for foreseeable planned medical treatment, the Company may temporarily transfer the employee to an alternative position with

¹ Qualifying exigencies may include attending certain military events, arranging for alternative childcare, addressing certain financial and legal arrangements, attending certain counseling sessions, and attending post-deployment reintegration briefings.

equivalent pay and benefits for which the employee is qualified and which better accommodates recurring periods of leave.

d) Requests for FMLA Leave

You should request FMLA leave by completing the Employee's Request for FMLA form and submitting it to Human Resources. You can obtain one of these forms from the Human Resource Department.

When leave is foreseeable for childbirth, placement of a child, or planned medical treatment for the employee's or family member's serious health condition, the employee must provide Human Resources with at least 30 days advance notice, or such shorter notice as is practicable (i.e., if possible, within one or two business days of learning of the need for the leave). When the timing of the leave is unforeseeable, the employee must provide Human Resources with notice of the need for leave as soon as practicable (i.e., if possible, within one or two business days of learning of the need for the leave).

e) Required Documentation

FMLA leave or return to work may be delayed or denied if the appropriate documentation, listed below for each reason for leave, is not provided in a timely manner.

- FMLA leave based on the serious health condition of the employee or the employee's spouse, child, or parent:
 - Request for FMLA form
 - Certification of Health Care Provider – must be completed by the applicable health care provider and state the date on which the health condition commenced, the probable duration of the condition, and the appropriate medical facts regarding the condition. If the employee has a serious health condition, the certification must state the employee cannot perform the functions of their job.
- FMLA leave based on the serious injury or illness for covered servicemembers:
 - Request for FMLA form
 - Certification for Serious Injury or Illness of Covered Servicemember for Military Family Leave – must be completed by the applicable health care provider.
- FMLA leave due to a qualifying exigency:
 - Request for FMLA form
 - Certification of Qualifying Exigency for Military Family Leave

If the employee is needed to care for a spouse, child, or parent, the certification must state that, along with an estimate of the amount of time the employee will be needed. In addition, the employee may be asked to provide documentation or statement of family relationship (e.g., birth certificate or court document).

During FMLA leave, the Company may request the employee to provide periodic updates/recertification of a serious health condition at intervals, as allowed by the FMLA. In addition, during FMLA leave, the employee must provide Human Resources with periodic reports regarding the employee's status and intent to return to work. If the employee's anticipated return to work date changes and it becomes necessary for the employee to take more or less leave than originally

anticipated, the employee must provide the Human Resource Department with reasonable notice of the employee's changed circumstances and new return to work date. If the employee gives the Human Resource Department notice of the employee's intent not to return to work, the employee will be considered to have voluntarily resigned.

Before the employee returns to work from FMLA leave for the employee's own serious health condition, the employee is required to submit a Return-to-Work Medical Certification form or fitness for duty certification from the employee's health care provider with respect to the condition for which the leave was taken, stating the employee's return to work date. It also must include information about any situation or condition which may prohibit the employee from performing his or her normal responsibilities and include work restrictions, if any, and the length of time these restrictions will be in effect. To return to work at "full-duty" status, employees must submit this information to payrollandbenefit@gageusa.com that states the return-to-work date, and that the employee has "no restrictions".

The opinion of the attending health care provider will be considered in determining the employee's eligibility for a Family and Medical Leave and for fitness for duty upon return to work. The Company reserves the right to require a confirming opinion from a physician of its choosing, at the Company's expense. If it is necessary to resolve a conflict between the original certification and the second opinion, the firm will require the opinion of a third physician. The Company and the employee will jointly select the third physician, and the Company will pay for the examination and opinion. The third opinion will be considered final.

f) Use of FMLA concurrent with other Leaves

FMLA provides eligible employees with up to 12 workweeks of unpaid leave. If the employee has any accrued or earned PTO time available, the employee must use at least one week of PTO concurrently with and not in addition to FMLA. However, if the employee is receiving workers' compensation benefits concurrently with FMLA, the employee will not be required to use any accrued PTO time. The remainder of the 12 workweeks of leave, if any, will be unpaid FMLA leave. Any leave used for an FMLA qualifying reason will be charged against an employee's entitlement to FMLA leave. This includes, but is not limited to, use of accrued leave time, leave for disability or workers' compensation injury/illness, provided that the leave meets FMLA requirements. The substitution of paid leave for unpaid leave does not extend the 12 workweeks leave period.

g) Designation of Leave

The Human Resource Department will notify the employee that leave has been designated as FMLA leave, either upon the employee's request, or if it believes the leave to be for an FMLA qualifying purpose. The Company may provisionally designate the employee's leave as FMLA leave if the Company has not received medical certification or has otherwise been unable to confirm the employee's leave qualifies as FMLA leave. If the employee has not notified the Human Resource Department of the reason for the leave, and the employee desires that leave be counted as FMLA leave, the employee must notify Human Resources within two (2) business days of the employee's return to work that the leave was for an FMLA reason. In addition, if the Company determines an employee's leave

was for an FMLA purpose, it may designate the leave as retroactive FMLA leave in appropriate circumstances in accordance with FMLA requirements.

h) Benefit Coverage during FMLA Leave

An employee may be able to continue coverage under certain benefit plans sponsored by the Company during his or her FMLA leave. The Summary Plan Description for each benefit plan will specifically set forth the rights, terms, and conditions to continue benefits during a leave. At a minimum, a covered employee on FMLA leave will have the right to continue his or her coverage under the Company's group health plan (e.g. medical, prescription, dental, and vision) on the same terms and conditions and at the same cost as if the employee had been continuously employed during the entire FMLA leave period.

An employee will be required to make timely payment of any required premium or other employee contributions under and in accordance with the applicable Company benefit plan. If an employee fails to timely pay his or her required contribution, coverage under the benefit plan generally will be suspended as provided in the applicable Company benefit plan.

If the employee does not return to work at the end of their FMLA leave, the Company, in its discretion, will have the right to collect the employer-paid share of the cost of the employee and his or her covered dependents coverage during the leave. This provision does not apply if the employee does not return to work for a serious health reason (either affecting the employee or an immediate family member) that would entitle the employee to leave under FMLA; or other circumstances beyond the employee's control, as approved by the Company. In such cases, the Company may require the employee to provide medical certification of the employee's or the family member's serious health condition. When an employee does not return to work at the end of the FMLA leave, the employee and/or their covered dependents may have the right to continue coverage under a Company's group health plan as provided under COBRA and the terms of the applicable Summary Plan Description. You will receive a notice regarding your COBRA rights.

Taking FMLA will not result in the loss of any fringe benefit otherwise available to other similarly situated employees on a non-FMLA leave or any benefit that had accrued to the employee prior to taking FMLA leave.

i) Return or Failure to Return from FMLA

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

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

In addition, the Company reserves the right to deny reinstatement to salaried, eligible employees who are among the highest-paid ten(10) percent of the Company's employees employed within 75 miles of the worksite ("key

employees") if such denial is necessary to prevent substantial and grievous economic injury to the Company's operations. In such circumstances, the Company will notify the key employee at the time they request leave that under certain circumstances they will be denied restoration to their original position at the end of the leave. If the key employee designation is made after leave commences, the Company will provide the employee with a reasonable time in which to discontinue the leave and return to work.

j) Failure to Return to Work Following FMLA Leave

If the employee does not return to work following the conclusion of FMLA leave, the employee will be considered to have voluntarily resigned. The Company may recover benefit premiums from the employee as described in the Benefit Coverage section above.

7.6 NON-FMLA LEAVES (PERSONAL)

In the event of extraordinary circumstances and where there is a justifiable reason, active employees may request an unpaid Personal Leave of Absence not to exceed 30 days. In such cases, the advance written approval of the manager is necessary and the Company shall decide, in its sole discretion, whether a reason is justifiable or not and whether the Company, in its sole discretion, is able to accommodate the request given current and anticipated operating conditions, staffing levels and other such considerations.

If the employee is unable to return to work after the expiration of thirty (30) days, the Company may grant up to an additional sixty (60) days, unless otherwise required by law. Employees must meet with Human Resources prior to the leave to discuss requirements regarding the leave and insurance during the leave.

7.7 MILITARY LEAVE OF ABSENCE

Employees participating in military reserve duty or activated to regular active military service will be granted a leave of absence in compliance with applicable federal, state, and local laws upon receipt of a written request from the employee. A request for such leave should be made a minimum of three (3) weeks prior to the date when the employee must report for the scheduled military leave unless government requirements make such notice impossible.

Pursuant to the Federal Uniform Services Employment and Reemployment Rights Act of 1994 ("**USERRA**"), a person who is a member, applies to be a member, performs, has performed, applies to perform, or has an obligation to perform service in a uniform service will not be denied rehire, retention of employment, promotion, or any benefit of employment on the basis of that membership, application for membership, performance of service, application for service, or obligation.

The Company will provide continuation of the premiums for group health coverage (but not payment of the employee's share if the leave is more than 30 days) for employees and their dependents for up to 24 months during and after any period of service. Any employee who chooses this health care coverage will not be required to pay more than 102 percent of the full premium under the plan if service was for 31 days or more. Employees who serve less than 31 days will not be charged more than the active employee's share of the premium. Waiting periods will not be imposed upon reinstatement.

These provisions are adopted consistent with the Uniform Services Employment and Reemployment Rights Act of 1994 ("USERRA") as may be amended from time to time and do not supersede or nullify any current federal or state law including existing COBRA and HIPAA.

7.8 RETURNING FROM LEAVE

An employee returning from an approved medical leave of absence must notify Human Resources of their definite date of return at least five (5) workdays prior to their return and present a written release to work from the attending physician.

When returning from a non-FMLA leave of absence, employees will be placed in their former position if the employee had not been replaced during the leave. If the former position is not available, the employee may be placed in any position they are qualified for at the rate of pay for that position. If no position is available for the employee, the Company will have no obligation to return the employee to work.

The Company cannot guarantee any position to employees who are absent due to short-term disability leaves, FMLA leaves or non-FMLA unpaid sick leaves for longer than 12 weeks in any 12-month period, unless otherwise required by law. The placement of an employee at the end of such extended leaves will be subject to the length of the leave, the nature of the employee's job, business conditions, staffing needs, and the availability of openings for which the employee is qualified, as determined by the Company. If the employee's position is no longer open, efforts will be made to provide an appropriate alternative position at a comparable salary. If the Company determines that no appropriate alternative position is available, an employee who is returning from an extended leave may be terminated.

7.9 WORKERS' COMPENSATION

Pursuant to state law, employees are covered by workers' compensation insurance for job-related illnesses or injuries from the date of employment. Workers' compensation insurance pays all medical costs and a portion of the employee's regular pay (if the work-related injury results in lost time) for all approved claims. Job protection may also be provided in accordance with applicable state laws.

An employee who suffers an accident or injury at work must report the incident to his or her manager as soon as possible and notify Human Resources so that appropriate documentation can be completed within 24 hours of the accident. All claims of work-related injury or illness will be investigated thoroughly. Fraudulent claims will be subject to disciplinary action, up to and including termination of employment.

ACKNOWLEDGEMENT AND RECEIPT

HANDBOOK ACKNOWLEDGEMENT

I acknowledge that I have received and reviewed the Spartan Partners Services, LLC dba Gage USA Employee Handbook (the "**Handbook**"), and all local supplements. If I was provided an electronic copy, I further understand that I may request a hard copy from Human Resources at any time. In addition, I can view the latest revision and updates to the Handbook, and all other related Company policies referenced within the Handbook, at any time.

I understand it is my responsibility to review the contents of the Handbook and to contact Human Resources or my manager if I have any questions. By this acknowledgment, I agree I will comply with all policies contained in the Handbook and will report any information in which I am aware of related to violations of the policies contained or referenced within the Handbook.

I agree that any action or suit against Spartan Partners Services, LLC, Gage Cannabis Company, USA. and any of its affiliates or subsidiaries (the "**Company**") arising out of or connected to my employment or termination of employment, including, but not limited to, claims arising under state or federal civil rights statutes, must be brought within 180 days of the event giving rise to the claims or be forever barred. As such, I agree to waive any limitation periods to the contrary.

Nothing contained in this Handbook is intended to create, nor shall be construed as creating, an expressed or implied contract or guarantee of employment for a definite or indefinite term. The Company reserves the right to change the policies in this handbook at any time. This Handbook supersedes all prior handbooks, manuals, agreements, and policies whether orally established or set out in writing and the most recent changes(s) shall be binding upon you.

Print Name: _____

Signature: _____

Date: _____

ADDENDUMS

TRAVEL AND REIMBURSEMENT POLICY

GAGE USA – SPARTAN PARTNERS SERVICES, LLC.

TRAVEL AND EXPENSE POLICY

SECTION 1: SCOPE

To establish policies and procedures for reimbursing employees ("**Employee(s)**") for the reasonable cost of travel that may be incurred in carrying on the business of Spartan Partners Services, LLC, (the "**Company**" or "**Spartan Partners Services, LLC**"). This policy does not contain every possible exceptional circumstance. The absence of a specific direction or definition in this policy does not mean the item is approved as an acceptable practice or an approved expense. Employees are always encouraged to use good judgment when incurring expenses on behalf of the Company. If you are ever in doubt as to the applicability of a business expense, you should always check with your manager prior to incurring such expenses.

SECTION 2: POLICY

In the performance of their assignments for the Company, employees may be required to travel and incur expenses to conduct Company business properly. The frequency of travel is determined by your specific job responsibilities with the Company. It is the policy of the Company to reimburse Employees for such expenses in accordance with the guidelines set forth herein, in a timely manner.

SECTION 3: DEFINITIONS

Expense Report: report to be completed when submitting expenses to be reimbursed to an employee.

Travel Expense: ordinary and necessary expenses to accomplish the official business purpose of a trip.

SECTION 4: GUIDELINES

The Company is committed to ensuring business travel is conducted responsibly and economically and that standards of travel are consistent with employees' reasonable expectations of safety, comfort, and convenience.

The Spartan Partners Services, LLC Expense and Travel Policy (the "**Policy**") is intended to provide enough information to enable employees to complete an expense report form and to increase awareness for all concerned in respect to implications of claiming, or approving claims relating to expenses payments.

The Company will reimburse employees under this policy for ordinary travel expenses (e.g., transportation, lodging, meals, etc.) whenever the employee is required to be away from the primary work location if the expenses are incurred for business-related expenses.

The general rule for relief from income tax on expenses and benefits contains a requirement that the cost (other than for qualifying travel expenses) must have been incurred “*wholly, necessarily, and exclusively*” in the performance of the duties of employment. Generally, “*wholly, necessarily, and exclusively*” means there should not be a dual purpose behind incurring the expense covering both private and business usage. The primary purpose of the expense **MUST** be business.

SECTION 5: RESPONSIBILITIES

Each Company employee is responsible for using discretion in spending Company funds and ensuring expenditures are appropriate for business needs. Employees will be reimbursed for only those travel expenses that are reasonable, necessary, appropriately substantiated, and within the guidelines of this Policy. It is the responsibility of each employee incurring such expenses, and each supervisor approving them, to ensure policy guidelines are followed.

5.1 SPARTAN PARTNERS SERVICES, LLC RESPONSIBILITIES

- Prompt reimbursement for legitimate and reasonable business travel and expenses (see **Section 6.2** below);
- Clear, simple guidance on how to improve overall effectiveness and efficiency in utilizing travel to meet business needs;
- Simple process for submitting expenses and documentation requirements in accordance with the appropriate taxing authority; and
- Provide guidance on eligible expenses before an expenditure occurs.

5.2 EMPLOYEE RESPONSIBILITIES

The Company expects the following from employees arranging travel and/or traveling on business:

- Compliance with the policies and procedures outlined in this document;
- **Timely, itemized receipts for all expenses provided on a weekly basis.** Failure to submit expenses within 14 days of the expense will require special approval;
 - Please note The Company has right to decline expenses submitted after.
- Submission of accurate expense reports within requirements of this policy;
- Use of Company designated travel services like airline, hotel, and car rental companies; and
- Cost-effective management of Company funds spent on travel and entertainment (i.e., using moderately priced preferred hotels and restaurants).

5.3 RESPONSIBILITIES FOR MANAGERS WITH APPROVAL AUTHORITY

- Ensuring that the travel policies and procedures outlined in this document are understood and followed by employees;
- Reviewing expenses to ensure compliance and other provisions of this Policy; and
- Prompt approval of expense reports and working with the traveler to resolve questionable expenses or missing documentation.

SECTION 6: POLICY FOR REIMBURSABLE EXPENSES

It is Company policy that the most cost-effective form of travel should be used when traveling on business for the Company. The means of travel should be the most appropriate for the circumstances. **NOTE: no personal or business travel expenses are to be paid out of cash vaults. Cash is to be used for on-site expenses only.**

All Employees making business journeys must consider what constitutes a business journey for tax purposes. The criteria that generally need to be considered are:

- **Permanent Workplace:** the physical place where you normally work/usual territory in which you cover.
- **Ordinary Commuting:** home to work journeys
- **Temporary Workplace:** the place where you attend temporarily, usually the business journey.

Only journeys that are not Ordinary Commuting are considered business journeys. Home-to-work journeys are not business journeys and therefore cannot be claimed as allowable business expenses.

Prior to any business journey, all Employees must obtain approval from their manager in writing with the following included:

- Dates of travel
- Destination
- Purpose of trip
- Estimated cost of the trip

6.1 DISCOUNTS

Whenever practicable, employees, while on business travel, should utilize those services for which the Company has negotiated special discount arrangements; specifically, lodging accommodations, and automobile rentals.

6.2 HOTEL & LODGING

1. Hotels

- a. It is the policy of the Company to effect maximum practical savings in hotel travel expenses. This endeavor shall be accomplished through Company negotiated reduced rates whenever available. For guidance on what is considered a reasonable hotel rate by the city, please refer to the GSA link below: <https://www.gsa.gov/portal/content/104877>
- b. No personal charges (such as movie rental, minibar, etc) shall be expensed by employees. The Company will cover the hotel stay only.

6.3 AIR TRAVEL

It is the policy of the Company to effect maximum practical savings in air travel expenses through Company negotiated reduced fares whenever possible. All personnel will travel coach class unless free upgrades with mileage point programs are available from the airline. On flights with a duration of three hours or more, extra legroom fares are permitted. Advance approval is required for the purchase of flights over \$500. *If possible, book all trips at least 14 days in advance to obtain the best fares.*

6.4 AUTOMOBILE RENTALS

Employees authorized to rent automobiles while on Company business should attempt to maximize savings in automobile rental expenses. Whenever practical, the selection of automobiles for rental should be made based on need and appropriateness for the effective conduct of business. To the extent possible, Uber and other ridesharing apps should be utilized over renting. Ordinarily, only compacts or intermediates should be used, particularly when traveling alone.

Collision Damage Waiver (CDW) and Personal Accident Insurance (PAI) provisions of the automobile rental agreement should be ACCEPTED by the employee.

Employees and their passengers are required to use safety belts, head restraints, and any other safety devices provided in the vehicle while driving in a leased or rented vehicle. This requirement also applies to a privately-owned vehicle when used for Company purposes².

At no time shall employees text, read emails, or make phone calls (unless a "hands-free" device is used) while driving a rented automobile for business or driving a privately-owned vehicle on Company business.

6.5 USE OF PERSONAL CAR BY EMPLOYEES NOT PROVIDED A CAR ALLOWANCE

Employees will use their car for Company business. Expenses for the use of personal cars for Company business shall be reimbursed at the current IRS rate, plus tolls and parking. Mileage will only be reimbursed for the amount of travel outside the employee's normal commute.

Example: if you live in Detroit and work in Troy and your daily commute is normally 40 miles round trip, if you have to drive to Bay City for company business you will calculate the mileage minus the 40 miles you would normally drive.

Please note that gas expenses are already included in the mileage reimbursement rate. The Company does not reimburse fuel charges unless prior approval has been provided.

There is no Company insurance protection for property damage to personal cars unless specifically set forth in the "*Gage Vehicle Policy*" and it is expressly warranted by the employee that their insurance meets all state minimums, and any such claims will be covered primarily by the employee's policy.

6.6 PARKING AND TOLLS

The Company will reimburse parking and toll expenses were properly incurred on Company business. Receipts and parking tickets should be retained and presented with the submitted expense report. The Company will not pay for parking fines for illegal parking, penalties, and/or other traffic fine incurred at toll plazas or when on Company business.

² See the "*Gage Vehicle Policy*" for details.

Parking and/or tolls paid by use of an automated pre-paid payment device will be reimbursed only with the presentation of an account statement showing the toll usage with tolls incurred during business travel highlighted. Reimbursement will not be made for the prepayment amount. Penalties incurred for speeding or other motor offenses are not reimbursable.

6.7 RAIL TRAVEL

The Company will reimburse rail fares incurred on Company business.

6.8 TAXI/UBER FARES

Taxi/Uber fares reasonably incurred on Company business can be reclaimed against receipts.

6.9 MEAL ALLOWANCE

The Company's policy is to reimburse the employee for *reasonable* meal expenses. The Company will pay for meals where employees are traveling away from their normal place of work overnight (single day trips are not included). The total expenses should not exceed \$50 per day. Meals should align with the following reasonable guidelines: \$10 Breakfast, \$15 Lunch and \$25 Dinner. **All claims for reimbursement of meals MUST include the itemized receipt (showing items ordered) in conjunction with the credit card summary. Meals unsubstantiated by an itemized receipt will not be reimbursed.**

If someone other than the employee is dining, the most senior level employee must pay for the expense, and this should be indicated on the receipt by identifying the name of the individual. Meals will NOT be reimbursed for spouses or significant others traveling or meeting the employee while away from home. This is strictly employee-based charges only.

6.10 BUSINESS MEALS TAKEN WITH OTHER COMPANY EMPLOYEES

Employees not on an out-of-town overnight business trip will be reimbursed for business meals taken with other Company employees outside the work facility only if:

- A client, vendor, or Guest of the Company is present, and the expense meets the other criteria set forth in the Business Meals section; or
- The Company policy allows for food to be provided during internal meetings/working lunches where only Company staff attends, however, only Managers are able to authorize. The most senior level employee in attendance must pay for the expense.
- Approved by employee's direct Manager

The Company will pay for reasonable employee meal expenses off Company premises that do not involve an outside customer, vendor, or employee based in a different work site only when the event is part of a pre-approved event for team building. As with other meal charges, the most senior level employee must pay for the expense.

6.11 TIPS AND GRATUITIES

Normal and customary tips and gratuities will be reimbursed by the Company when included on a receipt and submitted on an expense report. The most common of these allowable expenses is the gratuity (or tip), normally 15%-20%, added to a restaurant bill.

6.12 SPOUSE TRAVEL

It is not Company policy to reimburse spouse travel under any circumstances.

6.13 BUSINESS ENTERTAINING POLICY

Please note business entertaining must be distinguished from staff entertaining. Entertainment expenses have been disallowed as a business expense under the Tax Cuts and Jobs Act of 2017 ("**TCJA**") (Pub.L. 115-97)³, therefore, the Company will not be reimbursing entertainment expenses at this time.

6.14 WORKING LUNCHES

The Company policy allows for food to be provided during internal meetings where only Company staff attends, however only Managers are able to authorize working lunches. As with other meal and entertainment charges, the most senior level employee in attendance must pay for the expense.

6.15 SUNDRY EXPENSES

Other expenses (postage, etc.) may be claimed if reasonably incurred for Company business. If you are in doubt, you must check before incurring the expense. Receipts must always be presented to support claims.

6.16 MEDICAL

The traveler shall inform his or her supervisor and the Human Resources of any health risks that could be impacted by business travel.

6.17 PASSPORT/VISA/IMMUNIZATIONS

Employees must obtain the necessary immunizations and visas required for travel to specific countries. These costs are reimbursable provided they are required for business travel and are not otherwise covered under the medical plan.

SECTION 7: PROCEDURE FOR SUBMITTING EXPENSE REPORTS

7.1 TRAVEL EXPENSE REPORTS

Employee expense reports are to be completed via SAP Concur (reach out to management to ensure you are set up prior to attempting to submit). Reports must be prepared for 7 day periods, from Sunday to Saturday.

The name format for the expense report in Concur is **YYYYMMDDLASTNAME** based on Saturday's date (last day covered) in your trip. For example, the report name is "20210313SPRINGER" if your trip duration is from March 7, 2021 to March 13, 2021.

The manager should review the expense report promptly and either approve it or notify the employee of any questions or issues with such report. Approval of the expense report by the supervisor indicates the expenses comply with the *Company Travel & Expense Policy*. Failure to follow Company's guidelines when submitting expenses is considered a serious infraction and may lead to disciplinary actions taken against the employee, up to and including termination.

Expenses from employees traveling internationally are to be submitted based on the prevailing or incurred rate of exchange. Any deviations resulting from credit card purchases may be adjusted for in subsequent expense reports.

7.2 REIMBURSEMENT

The Company processes all approved expense reports twice per week on Tuesdays and Fridays, and employees will receive payment via direct deposit into the employee's account specified on file within 3 business days of processing.

GAGE

Spartan Partners Services, LLC
2022 SALARIED EMPLOYEE HANDBOOK

TABLE OF CONTENTS

SECTION 1: COMPANY OVERVIEW	4
1.1 Who We Are.....	4
1.2 Core Values.....	4
1.3 Compliance and Ethics.....	5
SECTION 2: EMPLOYER POLICY.....	8
2.1 Employment Definition and Status.....	8
2.2 Equal Employment Opportunity.....	9
2.3 Anti-Discrimination / Anti-Retaliation.....	9
2.4 Harassment and Workplace Violence	10
2.5 Americans with Disabilities Act.....	11
2.6 Confidentiality	12
2.7 Records Management Policy.....	12
SECTION 3: HEALTH AND SAFETY	13
3.1 Safety, Security and Weather	13
3.2 Building Security	15
3.3 Cell Phone and Other Electronic Devices.....	15
3.4 Internal Application Process.....	18
3.5 Social Media Policy	18
3.6 Tobacco-Free Environment.....	21
3.7 Substance Use/Abuse Policy.....	21
3.8 Work Environment Expectations.....	22
SECTION 4: EMPLOYMENT	23
4.1 Performance Management.....	23
4.2 Termination of Employment	23
4.3 Rehiring Employees	25
SECTION 5: BUSINESS CONDUCT	25
5.1 Dress Code and Personal Hygiene	25
5.2 Bulletin Boards.....	26
5.3 No Solicitation / No Distribution	27
5.4 Employment Records	27
5.5 Employment of Relatives	27
5.6 Workplace Relationships.....	28

5.7 Outside Employment	28
5.8 Litigation and Investigations	28
5.9 Coaching and Corrective Action (Non-Exempt)	28
SECTION 6: COMPENSATION AND BENEFITS.....	30
6.1 Wage and Hour Policy	30
6.2 Non-Exempt Employees.....	30
6.3 Exempt Employees	32
6.4 Employee Paychecks	32
6.5 Payroll Deductions	32
6.6 Direct Deposit	32
6.7 Health Benefits.....	32
6.8 Travel and Expense Policy.....	33
SECTION 7: TIME OFF AND LEAVE.....	33
7.1 Vacation.....	33
7.2 Holidays	35
7.3 Bereavement Leave (Funeral)	35
7.4 Jury Duty	35
7.5 Family Medical Leave Act (FMLA)	35
7.6 Non-FMLA Leaves (Personal)	40
7.7 Military Leave of Absence	40
7.8 Returning from Leave	41
7.9 Workers' Compensation	42
ACKNOWLEDGEMENT AND RECEIPT	43
Handbook Acknowledgement.....	43
ADDENDUMS	44
Travel and Reimbursement Policy.....	44



SECTION 1: COMPANY OVERVIEW

1.1 WHO WE ARE

Gage Cannabis Company USA is setting the industry standard for quality in craft cannabis products and services. We cultivate and curate experiences that empower customers to make the most of the plant's benefits in their lives.

What we do, every day, matters to customers and their families. Serving them is our passion, and we strive to make our customer's experience the best available anywhere.

The Gage family is one where respect, positivity, and collaboration are interwoven in all we do. We hold ourselves to the highest standards and take sincere pride in the service we provide. Gage members have the humble swagger of a team that knows how to win but never forgets where they came from.

Gage is an active participant in social equity and social change in the communities we serve. We commit our time and our financial resources to improve the lives of others, both within and outside of the cannabis industry.

The leadership of Gage would be the first to tell new employees this: We are nothing without the people who come to work every day at Gage. Our team is why Gage is the industry leader.

1.2 CORE VALUES

We bring the Gage Cannabis promise to life every day through three core values: cannabis, community, and culture.

Cannabis

From the moment we put our roots down, to the moment you leave one of our provisioning centers, we curate the highest-quality cannabis experience possible.

Community

We are invested in the health and wealth of our communities while ensuring we are building a brighter, cleaner, and greener future.

Culture

We are shaping the future for a new generation of cannabis customers while honoring our industry's pioneers.

1.3 COMPLIANCE AND ETHICS

a) Legal Compliance

Spartan Partners Services, LLC (the “**Company**” or “**us**” or “**our**”) is committed to providing quality products and services that exceed the expectations of our customers. Quality issues can threaten the well-being of our customers and can have a financial impact on the Company. For these reasons, it is imperative we report any product quality issue to the Quality Department or senior management. Quality issues can involve many areas including product, manufacture, or labeling.

b) No Prior Conflicting or Restrictive Contracts

You (the “**Employee**”) represent to the Company that your employment by the Company is not in violation of any contract or covenants to which employee is a party with any employer (past or present), entity, or person. In the event the employee is found liable for any violation of any contract or covenant; the employee shall be responsible for any costs or expenses incurred by the Company as a result of such breach or violation and may be subject to discipline, up to and including termination.

c) Arbitration

In the event an employee has any disagreement, dispute, or claim against the Company which may result in legal action, the employee is encouraged to discuss resolution of the disagreement, dispute, or claim with the Company. If the employee is dissatisfied with the Company's disposition of the disagreement, dispute, or claim, the employee shall notify the Company, in writing, within 20 days of the incident, that he or she is desirous of pursuing the issue to final and binding arbitration. Thereupon, the Company and employee shall file a demand for arbitration with the local American Arbitration Association (“**AAA**”), in lieu of any other action. AAA shall thereupon select three (3) arbitrators to serve on a panel to finally adjudicate and decide the disagreement, dispute, or claim including, but not limited to, any claim by the employee for alleged improper or wrongful discharge or any form of illegal discrimination. The arbitrators may award any equitable remedy and/or money damages. The losing party shall pay all costs of arbitration. This arbitration procedure shall be the sole and exclusive remedy for the employee.

d) Integrity and Accountability

Our reputation depends upon the actions and integrity of our employees and those outside the Company who we hire to help advance our business. It is imperative we avoid any relationship or activities that might impair, or even appear to impair, our ability to make objective and fair decisions when performing our jobs. We all have the duty to advance legitimate interests and must never use property or information for personal gain. We should never take

personal advantage of opportunities that arise in the performance of our duties. We are responsible to conduct our business with integrity to protect those who invest in our Company and rely on us to maintain our good reputation in the marketplace. True integrity also requires that we be accountable for our actions and speak up whenever we see that our principles are not being upheld.

e) Preventing Corruption

We are committed to succeeding on the merits of our business, including the superior quality of our products and our customer service. Corruption impedes the justice necessary for trustworthy markets.

f) Gifts and Entertainment

Gifts and entertainment must be reasonable and related to the promotion of the Company. Make sure you have a valid business reason before giving a gift. Gifts should not exceed \$25 and it should not be in exchange for any improper advantage. Examples of gifts and entertainment include event tickets, commemorative gifts, and promotional items. Never use your own money to buy a gift to avoid reporting it or to avoid the established approval process.

g) Bribes and Kickbacks

As we do not seek to gain any improper advantages through the use of gifts, entertainment, gratuities, or other courtesies, similarly, our judgement should be uncompromised through the receipt of such courtesies. Depending on your role and management approval, you may have an opportunity to accept gifts, meals, travel, and other things of value in your dealings with customers, suppliers, and other third parties that do business with our Company. Employees are prohibited from soliciting or accepting a personal benefit in exchange for securing our business or giving customers or suppliers favorable terms.

We do not tolerate giving bribes to anyone to gain their business or develop important business relationships. This commitment extends to anyone we choose to act on our behalf.

h) Conflicts of Interest

A conflict of interest can occur when our personal activities, investments, associations, or relationships compromise our judgment or our ability to act in the best interest of the Company. We must scrupulously avoid even the appearance of a conflict between personal interests and those of the Company. Any potential conflict must be promptly disclosed in writing to your manager and Finance Department representative to avoid any corrupt action based on the conflict.

i) Supplier Bias

Select suppliers in a fair, equitable, and nondiscriminatory manner based upon appropriate criteria such as quality, price, service, delivery, financial strength, capabilities, terms, and similar competitive factors. When you are involved in the purchasing process, you must be fair and objective and never base your decisions on personal interest. You should not take unfair advantage whether through improper manipulation, concealment, abuse of privileged information, misrepresentation of material facts, or through some other unfair dealing practice.

j) Competition

Avoid activities that can potentially compete with the Company or take time away from performing your job. We all have a duty to advance the Company's legitimate interests and if outside activities have the potential to impact Company performance or job performance, such must be avoided.

k) Political Contributions

You should not make a contribution of Company funds, property, or services to any political party, committee, candidate, or holder of a public office. In some instances, a political contribution may be approved, for example, to the operation of a political action committee.

l) Avoid Insider Trading

Any trading of the Company's securities is prohibited if prompted by material nonpublic information, if applicable.

Insider trading means trading when in possession of "**Material Nonpublic**" information that could affect securities prices, either positively or negatively, and that is not generally available to the investing public. Material Nonpublic information is further defined as any nonpublic or confidential information about a company that can affect the price of a stock if its release can affect the price of a stock.

If you have Material Nonpublic information relating to the Company, partner, affiliate, or subsidiary, you may not buy or sell the Company's securities or engage in any other action to take advantage of, or pass on to others, that information. This prohibition also applies to trading securities of another company. For example, customers, suppliers, vendors, and business partners, if you have inside information obtained by virtue of your position. Even the appearance of an improper transaction must be avoided. Insider trading violates securities law, and that type of transaction can result in severe civil or criminal penalties, including imprisonment.

Additionally, if you pass along Material Nonpublic information to friends or family in circumstances that suggest you were trying to help someone make a profit or avoid a loss, this can also be considered insider trading ("**Tipper**" and "**Tippee**" liability). This type of disclosure could also be a breach of corporate confidentiality. For this reason, be careful to avoid discussion of sensitive information anywhere that others may hear it.

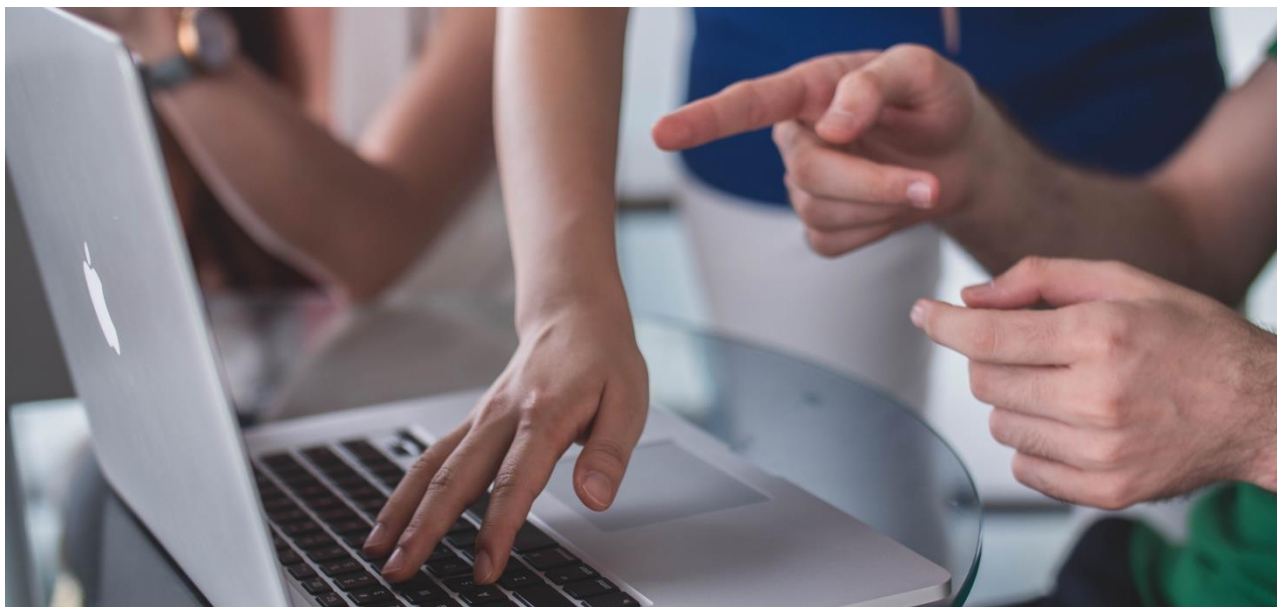
m) Pending Charges, Arrest, and Conviction Reporting Policy:

All Employees are required to immediately (within 24 hours of occurrence or as soon as practically possible) report to management any convictions under federal law for which a pardon has not been granted.

n) Immigration Law Compliance

The United States immigration law prohibits employers from recruiting, hiring, or continuing to employ illegal immigrants. The Company is committed to meeting its obligations under United States immigration laws. To ensure that the Company employs only United States citizens and aliens authorized to work in the United States, each new employee is required to complete an employment eligibility verification Form I-9 and present appropriate documentation

establishing identity and employment eligibility. This information is then verified through E-Verify to confirm work authorization. Former employees hired must also complete the I-9 Form if one has not been completed for the Company within the past three (3) years or if their previous I-9 is no longer retained or valid. The Company does not discriminate against applicants based upon citizenship or national origin.



SECTION 2: EMPLOYER POLICY

2.1 EMPLOYMENT DEFINITION AND STATUS

An “Employee” is a person who regularly works for the Company on an hourly or salary basis. Employees may include exempt, non-exempt, full-time, part-time, and temporary persons, and others employed with the Company who are subject to the control and direction in the performance of their duties.

a) **Employment Classification**

Pursuant to the Fair Labor Standards Act (“**FLSA**”) and applicable state laws, employees are classified as either “**exempt**”, “**non-exempt**”, or “**hourly**”. Exempt employees meet certain criteria under federal and state labor statutes. Non-exempt and hourly employees are entitled to overtime pay as provided for under the FLSA. Exempt employees are not entitled to overtime pay.

Employees are assigned an employment status classification of either regular full-time or regular part-time employment. Regular full-time employees work a minimum of 30 hours a week on a regularly scheduled basis. Part-time employees are those employees who work less than 30 hours a week on a regularly scheduled basis or an irregular basis.

b) **Employment At-Will Statement**

All employees are employed “**At-Will**”. At-Will means that both you and the Company have a right to terminate your employment at any time with or without notice, reason, or cause. Any oral statements, promises, or assurances

to the contrary are not binding on the Company and should not be relied upon by any employee.

Further, statements contained in any employment application, training materials, guidelines and procedures, or other materials do not constitute or imply an employment contract of a particular term, and should not be relied upon by any employee or applicant under any circumstances as assuring continued employment or superseding your at-will employment relationship with the Company.

Only Executive Management has the authority to engage in any employment agreement, which must be in writing, signed by an authorized agent of the Company, for any specified period or to make any promises or commitments contrary to the foregoing.

2.2 EQUAL EMPLOYMENT OPPORTUNITY

The Company will pursue a policy of providing equal employment opportunity ("**EEO**") for all employees, at all levels and in all areas of the work environment without regard to national or ethnic origin, race, color, sex (including pregnancy, child birth, gender identify or expression, sexual orientation, and related medical conditions) religion, creed, age, ancestry, marital status, qualified mental or physical disability, veteran status or military service, or any other status protected by law. To implement our EEO Policy, the Company will ensure that:

- Qualified individuals are recruited, hired, trained, and promoted for all jobs without regard to any protected status, as specified above. Other employment-related actions included in our EEO efforts are compensation, benefits, transfers, layoffs, returns from layoff, Company-sponsored training, and education; and
- Placement decisions are based on business needs and individual's qualifications for the position being filled.

It is our desire to recruit and employ individuals that enable the Company to utilize their diverse experiences, knowledge, and backgrounds to continually develop organizationally.

A discrimination-free environment requires cooperation between the Company's leadership and all employees. It is the responsibility of every employee to interact and communicate with their fellow employees utilizing common courtesy, respect, and dignity. All employee's attitudes and actions comprise an equally important contribution to the successful diversity of the Company.

If you ever believe you are being treated unfairly, you should immediately notify Human Resources.

2.3 ANTI-DISCRIMINATION / ANTI-RETALIATION

The Company is committed to treating its employees with dignity and respect. Discrimination or harassment occurring in the workplace, or in other settings in which employees may find themselves in connection with their employment, will not be tolerated.

As part of our EEO Policy, the Company prohibits abusing the dignity of any employee, customer, or work-related business contact through ethnic, racist, sexist, religious, age-related comments, references or materials, or with respect to any employee's disability (actual or perceived), height, weight, veteran, marital status, ancestry, or other protected category under state or federal law, or under the Company's EEO policy. Derogatory comments, slurs, statements, or derogatory or objectionable conduct will result in disciplinary action up to and including immediate termination of employment.

As a Company, we comply with the Genetic Information Nondiscrimination Act of 2008 ("**GINA**"), and as such, we will not request or use any genetic information about you or a family member, except as may be specifically allowed by this law. Please notify your medical providers not to provide any genetic information when responding to a request for medical information from the Company.

Any employee who believes he or she has been the subject of any illegal discrimination or harassment, including sexual harassment, should report the alleged act in writing to Human Resources. An investigation of such a complaint will be undertaken by the Company immediately and in a manner to protect confidentiality to the extent practicable under the circumstances. Any employee who has been found, after a reasonable investigation by the Company, to have harassed or discriminated against another employee in violation of these policies will be subject to appropriate disciplinary action up to and including termination of employment.

In addition, the Company will not allow any form of retaliation against individuals who report alleged violations or who cooperate in the Company's investigation of such reports. Retaliation is unacceptable, and any form of retaliation will result in disciplinary action, up to and including termination of employment.

2.4 HARASSMENT AND WORKPLACE VIOLENCE

The Company strives to create and maintain a work environment in which people are treated with dignity, decency, and respect. The Company will perform annual harassment training with all employees and will not tolerate any harassment or workplace violence. All employees, regardless of their position, are covered by and are expected to comply with this policy and take appropriate measures to ensure that prohibited conduct does not occur.

a) Preventing Harassment

Our work environment must be free from any form of intimidation or harassment. We will not tolerate verbal or physical conduct by an employee, customer, or other non-employee that harasses or disrupts another employee's work performance or that creates an intimidating, offensive, abusive, or hostile work environment. Our commitment is to provide an environment that fosters mutual trust and respect.

b) What Is Considered Sexual Harassment?

Examples of sexual harassment include, but are not limited to, unwelcome sexual advances or verbal statements, physical contact of a sexual nature, or the display of sexually suggestive objects or pictures. Our commitment to preventing harassment requires the cooperation of all employees to speak out when a co-worker, manager, or anyone connected to our Company, including non-employees, engages in conduct that makes them uncomfortable or intimidates them in the workplace or in connection with their employment with the Company.

c) Promoting Health and Safety

We are committed to providing a safe and healthy work environment. Employees are responsible for observing the health and safety rules, policies, practices, laws, and regulations that apply to their jobs and for taking precautions necessary to protect themselves, their co-workers, and other persons present in Company facilities. Employees are also responsible for immediately reporting accidents, injuries, occupational illnesses, and unsafe practices or conditions to their manager. Questions about possible health and safety hazards at any Company facility should be directed to a manager or Compliance Department.

d) Preventing Workplace Violence

Being considerate of others and exhibiting appropriate behavior helps foster a workplace that is free from violence. Acts or threats of physical harm or violence, hostile physical contact (including intimidation, harassment, or coercion), or any other actions that are threatening or hostile in nature and occur on Company property or affect Company operations will not be tolerated. The Company does not allow firearms, explosives, or weapons in Company facilities, in Company-owned or leased vehicles, or on their person while conducting Company business. Employees are expected to report any actual or potentially violent behavior that could cause risk to others immediately to their local management.

2.5 AMERICANS WITH DISABILITIES ACT

The Company is committed to complying with all applicable provisions of the Americans with Disabilities Act ("**ADA**") and the Americans with Disabilities Amendments Act ("**ADAAA**") Amendment Act of 2008. It is the Company's policy not to discriminate against any qualified employee or applicant with regard to any terms or conditions of employment because of such individual's disability or perceived disability so long as the employee can perform the essential functions of the job with or without reasonable accommodation. Consistent with this policy of nondiscrimination, the Company will provide reasonable accommodations to a qualified individual with a disability, as defined by the ADAAA, who has made the Company aware of his or her disability, provided that such accommodation does not constitute an undue hardship on the Company.

Employees with a disability who believes they need a reasonable accommodation to perform the essential functions of their job, including the need for an assistance animal, must notify the Company in writing of the need for the accommodation. Upon receipt of an accommodation request, the Company and the employee will discuss and identify the limitations resulting from the identified disability and the potential accommodation(s) that the Company might make. Factors considered may include the nature and cost of the accommodation, feasibility of assistance animals in the production setting, and the Company's overall financial resources and the accommodation's overall impact on the operation of the Company, including its impact on the ability of other employees to perform their duties and the Company's ability to conduct business. An employee or job applicant who has questions or believes that he or she has been discriminated against based on a disability should notify Human Resources. All such inquiries or complaints will be treated as confidential to the extent permissible by law.

2.6 CONFIDENTIALITY

We are committed to protecting the Company's confidential and proprietary information and acting responsibly with the sensitive information of employees, customers, and stakeholders.

a) Data Privacy

We respect privacy related to personal information, personal identifying information ("**PII**"), and personal health information ("**PHI**"). PII is any information that standing alone or in conjunction with any other data can identify a person or their personal address. PHI is any information about a person that pertains to their health or attributes of that person including, but not limited to, any physical attributes.

It is critical that we safeguard all PII and PHI and follow the same rules for protecting our Company's confidential information. Consult with the Company's Legal Department before transferring personal information to individuals between countries and before establishing or updating any system, process, or procedure to collect, use, disclose, or transmit PII and PHI.

b) Intellectual Property

Among the Company's most valuable assets is its intellectual property such as patents, trademarks, trade secrets, copyrights, and other similar proprietary non-public information. To protect these assets, we establish, protect, maintain, and defend our rights in all commercially significant intellectual property and use those rights in a responsible way. In addition to protecting the Company's intellectual property rights, we respect the valid intellectual property of others. Unauthorized use of the intellectual property rights of others may expose the Company to liability. New Company products, services, processes, and software, as well as any proposed use of the intellectual property of others, should be reviewed by the Company's Legal Department. Make sure your manager knows about such use so that they can notify the Company's Legal Department.

c) Protecting Intellectual Property

Be aware that photocopying, excerpting, electronically copying, or otherwise using copyrighted materials may be prohibited by law. Even if the material is available for copying, such as information downloaded from the Internet, does not mean it is automatically permissible to copy or recirculate (for example, by email or by posting to an intranet site). All copies of work that can be made public must bear the prescribed form of copyright notice. Our intellectual property includes ideas, inventions, and works (recipes, grow techniques, etc.) relating to our business created during your employment with the Company, or while using the resources of the Company. This means you are required to promptly disclose all such developments to management, so the Company can evidence ownership or obtain legal protection.

2.7 RECORDS MANAGEMENT POLICY

To properly administer the personnel functions of a business, the Company must gather and maintain personal information about our employees on certain occasions. The Company recognizes each employee's rights to privacy and actively seeks to avoid any unwarranted intrusion upon that right. We take reasonable steps to ensure the accuracy, completeness, and timeliness of the information in our possession. The

purpose of this policy is to set forth the guidelines regarding the collection, maintenance, and disclosure of employee information.



SECTION 3: HEALTH AND SAFETY

3.1 SAFETY, SECURITY AND WEATHER

The Company is committed to providing a safe, secure work environment for its employees, customers, vendors, contractors, and visitors. Each facility has a printed copy of that location's emergency action plan. Employee can access the plan by asking their manager. Employees should review this information and become familiar with the plan should an emergency happen.

a) Environmental or Safety Concerns

All environmental or safety concerns must be immediately reported to your manager upon discovery.

b) Severe Weather

The Company will make every effort to maintain normal work hours even during inclement weather. If a facility is closed on a given day due to inclement weather or due to emergency conditions, Human Resources or your manager will notify you of whether to stay home.

c) Security and Visitors

Visitors may be required to sign the confidentiality agreement before entering the office or any licensed facility as our processes are nonpublic and proprietary. All Visitors in any restricted area must always be escorted by an employee in any licensed facility and must strictly follow our **Visitor's Policy SOP**.

All non-customers in any waiting area of any facility must be signed into the **Visitors' Log** but do not need to be escorted.

Employees should report any unauthorized individuals to their manager immediately.

d) Security Inspections

The Company is committed to maintaining a safe and healthy work environment that is free of illegal drugs, alcohol, weapons of any kind, explosives, or other unauthorized materials and to protect the safety and security of all employees and the communities in which we are located. To that end, to the extent of the law, the Company prohibits the possession, transfer, sale, or use of such on its premises, and requires the full cooperation of all employees to meet this commitment.

While the Company recognizes the interests of employees maintaining a work environment that respects the individual privacy rights of all employees, the Company must on occasion balance those interests with its need to maintain a safe, healthy, and productive work environment. Accordingly, the Company reserves the right to inspect the contents of any packages, boxes, or containers being removed from the workplace and may do so periodically on an intermittent or random basis. Additionally, the Company reserves the right to open any lockers, desks, file cabinets, or other containers as it deems necessary and/or appropriate to maintain a safe, healthy, and productive work environment. This may include the cutting of locks if keys or combinations are unavailable. The Company will, in its sole discretion, reimburse, repair, and/or replace any damaged or broken locks or items which may occur in this process. The Company will also resecure, with locks or otherwise, the item opened upon completion of the procedure, and to the extent practicable under the circumstances, attempt to maintain the privacy and/or confidentiality of any personal articles. For this reason, the Company recommends employees do not maintain objects or materials, which they desire to remain strictly private and confidential, on Company premises.

e) Firearms and Weapons

Bringing, or attempting to bring any firearm, weapon, explosive, flammable or combustible substance, or hazardous or dangerous material onto Company property is strictly prohibited to the extent permitted by state law. The Company reserves the right to take necessary action against those suspected or confirmed to be in violation of our firearms and weapons policy. For the purpose of this policy, Company property shall include the corporate office, the land on which the office is located, the premises of any affiliate or subsidiary, and any Company vehicle.

In states with laws permitting employees to keep firearms in a locked employee vehicle, employees may do so if they are in compliance with state law. Any failure to comply with state law may result in disciplinary action up to and including termination of employment.

f) On the Job Injuries

All employees involved in an on-the-job accident - whether causing the accident or being injured as a result of the accident - which results in a personal injury requiring medical treatment or other than minimal damage to property may be required to be tested for the presence of drugs or alcohol unless the Company determines in its sole discretion that the testing would be inappropriate under the circumstances. The Company will not require testing where the accident was very unlikely to have been caused by the use of drugs or alcohol (e.g., repetitive strain injury, bee sting, etc.). The Company will make the determination

for testing at its sole discretion depending on the facts and circumstances surrounding the injury or property damage. All employees responsible for causing another employee to be injured on the job may also be required to take a drug and/or alcohol screen and may be suspended from their duties pending the test results.

It is the duty of each employee to report all accidents, unsafe conditions, and unsafe acts to your manager and Human Resources immediately!

3.2 BUILDING SECURITY

All employees must follow their location's security rules and regulations locations will require security key cards with an identification picture. Lost cards and badges must be reported to your local security agent or manager, and employees may be required to pay the replacement cost if more than one fob or badge is lost per calendar year.

Please refer to the Emergency Response Plan ("**ERP**") for your location.

Some general facility security rules are as follows:

- Employees should not be unsupervised in any area that they are unauthorized.
- Employees must key the doors before entering any keyed secured area to record the foot traffic in and out of the various areas of the building.
- If an employee observes anyone in a secured area that does not belong in that area, and they are unaccompanied by a manager or security, they are required to report the presence to a manager or security.
- No tailgating is permitted, i.e. the door must completely close between every employee into any area where a key is required. We know this seems odd in practice, but it is in the best interest of facility security.

The Company assumes no risk for any loss or damage to personal property at the Facility. The Company recommends all employees to have personal insurance policies covering the loss of personal property left at the Facility.

3.3 CELL PHONE AND OTHER ELECTRONIC DEVICES

a) **Safety Issues for Cellular Phone and Smart Phone**

Studies have shown a correlation between driver distractions, such as cell phone use, and unsafe vehicle operation. The Company prohibits the use of mobile devices or texting while driving a motor vehicle for Company business or operating a Company vehicle. In jurisdictions permitting the use of handheld devices while operating a motor vehicle, their use is prohibited as a matter of Company policy. Your phone's Bluetooth system should be set up before driving.

Employees charged with traffic and/or other infractions because of the use of electronic devices while driving will be responsible for paying any fines, penalties, and/or associated costs. The Company expressly disclaims any liability for such.

b) Personal Phone Usage

Personal phone use is prohibited while “on-the-clock” unless an emergency arises. The use of personal phones on Company time is subject to disciplinary action up to and including termination.

Each manager is responsible for creating a cell phone policy that fits the needs of the facility. In general, cell phones should not be used during work hours by employees. All employees are required to follow the “Social Media Policy” referenced below.

c) Video or Audio Recording Devices and Pictures

Camera phones or other audio or video recording capable devices must not be used within the Company to invade employees’ personal privacy or breach the confidentiality of the Company’s trade secrets or other Company protected information.

For example: Other than those who are explicitly allowed to take such pictures for the Marketing Department or managerial purposes, no pictures of the products are allowed (plant photos, intermediate product, or finished product). Any such pictures shall be deleted, and the posting of any such unauthorized pictures online may result in disciplinary action up to and including termination.

d) Company Provided Devices

This subsection applies to the use of devices provided by the Company and to personal mobile devices with access to Company data.

Company provided devices, including but not limited to computers, smartphones, tablets, laptops, mobile devices, that are used for business purposes, including the email server, must be password protected.

At any time upon a request, the employee may be asked to produce the Company provided device(s) for inspection. Upon resignation or termination of employment, the employee (or then former employee as the case may be) must return all Company devices and equipment with any such protective passwords. The Company reserves the right to access and monitor all information, communications, and messages on Company-provided devices. The Company has the right to inspect, retract, or delete any Company data on personal devices. All employees are always expected to follow applicable state and federal laws or regulations regarding the use of mobile devices. Please be advised that you should have no expectation of privacy in the use of any Company provided devices and other Company provided electronic equipment and programs. You are assumed to be responsible for all devices assigned to you, and you should treat it/them with the same care you would your own devices. Any loss or significant damage beyond reasonable wear and tear to any Company provided devices may be assessed to you.

The Company will not be liable for the loss of personal phones and portable devices brought into the workplace.

e) **Computer, Email, and Internet Use**

The Company provides some employees with computers, software, network access, Company email accounts, and work-place internet access needed to facilitate work performance. These systems are the property of the Company, and as such, shall be treated as confidential.

Timed password-protected screen savers must be used for the purpose of safeguarding data that may appear on an employee's screen should the employee briefly leave the workstation. Employee passwords are confidential and should not be given to anyone. Employee passwords should be changed every 90 days. This includes but is not limited to passwords for email and laptops. Employees should not use the same password for multiple accounts.

To help mitigate risk, employee computers are to be used only by the employee. Employees are prohibited from sharing passwords or Company devices.

Employee computers are to be used only for work purposes. Employees are prohibited from installing any non-Company approved programs and games on their work provided electronics. If employee-installed software is found to be interfering with their computer or their work, the software will be removed, and the employee may be blocked from installing software in the future.

The Company reserves the right to access and monitor all information, communications, messages, data, and files on all company equipment including the phones, computer, or email system. Please be advised that you should have no expectation of privacy in the use of any Company-provided computers, phones, and other equipment.

The Company email system is to facilitate business communications. The computer systems, software, network devices, Company email, and internet are not to be used in any way that may be illegal, fraudulent, harassing, discriminating, disrespectful, defamatory, offensive to others, or harmful to morale.

Unacceptable use or behavior includes, but is not limited to, the following:

- Visiting internet sites that contain obscene, hateful, or pornographic material
- Undertaking deliberate activities that waste staff effort or networked resources
- Introducing any form of computer virus into the corporate network
- Installing or using unlicensed, pirated, or unauthorized software
- Distributing, disseminating, or storing images, text, or materials that might be considered indecent, pornographic, obscene, illegal, offensive, or abusive
- Breaking into the system or unauthorized use of a password/mailbox

Any employee found to be in violation of this policy may be subject to disciplinary action, which may include termination and/or legal repercussions. All communications including text and images may be disclosed to law enforcement and other third parties without the prior consent of the sender or receiver.

3.4 INTERNAL APPLICATION PROCESS

As a Company, we are committed to investing in our employees and supporting their professional growth and career advancement. The internal hiring process policy describes the process for recruitment from within the company to fill available roles. The policy applies to all employees interested in career growth within the Company. The policy gives the procedure to be followed for Internal recruitment and explains the Company's role in facilitating internal growth.

Policy Guidelines

Internal promotions allow employees to advance their careers and grow with the Company. To ensure a fair and consistent internal application process this policy provides guidance for managers and team members alike.

Eligibility

- Employees should have six months in their current role. **Exceptions with Executive approval will be considered.**
- Employees must be in good standing (**NO** coaching and corrective action on file in the past six months).

Employees applying to a management role should have six months in their current role and meet the minimum qualifications of the position. If you do not meet the minimum qualifications your manager is required to provide an endorsement that highlights why you are qualified for the position.

Process

- Employees wishing to advance should be checking our internal postings often. Any resumes received after five days internal posting has closed will be denied.
- Employees that wish to apply to a job posting must have a discussion with their manager for approval.
- Once the employee received management approval, they can apply to the position they are interested in via Evolve by clicking on the hamburger menu > single person > my career > search for jobs.
Employees **must** upload an updated resume with Gage experience when applying. Applications without an updated resume attached will be rejected.

3.5 SOCIAL MEDIA

The Company recognizes online social networks including Instagram, Facebook, Twitter, Twitch, and professional networking sites such as LinkedIn ("Social Media") are an important and engaging day-to-day way to share information and interact with third-parties, both to the benefit of the organization and for our employees' personal use.

The Company supports and encourages our employees' right to act responsibly online with the organization's core integral brand values in mind. The line between work and personal life, however, may become blurred, whereby the use of social media to post content including, but not limited to, text, images, or videos ("content"), at or outside of work may have a negative, and much often unintended, impact on the organization, our guests, coworkers, business partners, and the overall public perception of Gage Cannabis.

We have therefore developed this Social Media Policy to support our employees in understanding best practices to remain compliant with Company policy and wider industry regulatory governance.

We look forward to building a positive & engaging digital work environment together here at Gage Cannabis.

Posting Authority

When engaging online there is a difference between:

- Speaking on behalf of the company: “We are proud to announce here at Gage Cannabis”
- Speaking about the company: “I think that working at Gage Cannabis is awesome...”

As employees, we are free and entitled to use our Social Media accounts in any manner outside of work. However, it is important to remember that we must not post content in a manner that is to be perceived that you are speaking on behalf of the Company, or to post content that might be perceived to reflect negatively on the organization. Unless your role expressly authorizes you to speak on behalf of the Company, or you have been given the authorization to do so by Marketing Department - you are not permitted to post content on behalf of the Company or respond to comments made by any third party across any online platform or site, including those owned by Gage Cannabis.

If you do post content about the Company - remember that you are not speaking on behalf of the Company - you must clearly indicate your relationship with the Company, and that you are providing your opinion only. You must make it clear in your posting that you do not have the capacity to speak on behalf of the Company. If you are permitted by the Marketing Department to post on behalf of Gage Cannabis, all content must follow clear direction provided by and be edited or removed subsequently as required or deemed inappropriate.

Accountability

As an employee, your conduct is subject to the Company's Code of Ethics in all public settings, whether or not you are authorized to act on behalf of the Company. This includes the content you post through Social Media platforms while at work or in your personal lives. Gage Cannabis trusts and expects that as an employee, you will exercise good personal judgment whenever you engage in online activity.

While we are allowed to repost other users' accounts online if given permission to do so; reposting any content that is of illegal activity, high-risk activity, or any that may be construed as advertising in the context of us posting the content is prohibited. The following examples highlight what is allowable and what is not.

- Reposting yourself or someone smoking cannabis products in their car (operating machinery including cars is illegal), or in any other obvious public place (as it would appear, we are endorsing such illegal or ill-advised activity). Reposting someone with fistfuls of cash and product (this is ill-advised and high risk as it gives the optics of illegality).
- Reposting medical claims made by a third party, whether it is a company or an individual.

- Certain claims can be made by a company that is not a seller of products, and the nature of the conveyance of information may change if done by a seller of the goods.

Any posting that includes illegal activity is grounds for termination.

In addition, your use of social media while at work should not interfere with your duties or work commitment. Be conscious of mixing your work and personal lives. Be mindful of the fact that anyone, including co-workers, managers, and supervisors, may have access to the information you post online.

Recognize you are ultimately solely responsible for anything you always post online across your accounts. If any content you post is harassing, creates a hostile work environment, is confidential or proprietary in nature, defamatory, inaccurate, or misleading, you may be subject to disciplinary action, up to and including termination without notice, and any subsequent legal liability.

Integrity

Gage Cannabis does not condone or encourage the creation of any false posts, blogs, or comments, or the use of pseudonyms that are designed to mislead the public. Do not make any medical claim about the effects of CBD or THC. These types of claims allude to the products “treating” or “curing” any condition. At our core, we are to retain our corporate integrity always. All Social Media accounts or profiles that are controlled by the Company shall state that fact to users.

Whereas any Gage Cannabis content or copy may be written by employees of the Company or by individuals who have been retained to write them on our behalf, comments about such content may be made by any individual. Any employee who does comment on the content, or third-party content, shall disclose their relationship with the Company, or the capacity to which they have permission to respond, or whether the comments are merely personal opinions.

Respect

At all times, when posting online, you should speak respectfully about the Company, your co-workers, our guests, our partners, and competitors. Do not post content or engage in any name-calling or behavior that will reflect negatively on the Company's reputation or that would appear to be discriminatory or harassing. Remember, while you may intend for your comments to remain private, they may be visible or forwarded to others outside your circle of friends.

Confidential Information

Gage Cannabis is subject to numerous industry regulations. As an employee, you may have access to confidential or proprietary information, including but not limited to legal or financial matters, pricing strategies, new programs, or information from third-party suppliers or partners. The release of this information or the inaccurate reporting of such material could have severe consequences to the Company. Any breach of confidentiality is subject to disciplinary action, up to and including termination, and may be subject to further legal consequences.

Privacy

Gage Cannabis is committed to protecting individuals' rights to privacy and the personal information of our guests and employees. We will never disclose your personal

information or ask individuals to provide us with their personal information via Social Media platforms. Any personal information that individuals choose to share is up to them. To protect patient privacy, no photos of customer faces while they are in or immediately outside a licensed facility are prohibited.

Copyright & Ownership Rights

The Company respects the right of copyright owners and will not post content that we do not own or have the right to reproduce anywhere. In the event that we are made aware of any potential copyright violations in the material we have posted or that have been posted by third parties on our website, or through our Social Media platforms, Gage Cannabis will investigate the matter and remove the offending content where applicable within a reasonable timeframe.

As an employee of Gage Cannabis, you are not permitted to use any material in which you do not have ownership rights. This includes material owned by the Company. You must receive permission to use material owned by the Company, including our trademarks and logos, and such use must not be done in a manner that would suggest you are acting on behalf of the Company or in a manner that may be confusing to the public. No photos of the store or inventory may be posted online without written consent of management.

General Conduct

To maintain a positive and engaging social climate, we ask you to conduct your digital behavior with integrity. We always encourage you to be yourself, while demonstrating respect and professionalism to other individuals, even if you disagree with them. Do not flood, spam, post junk mail, or link to third-party sites or content that violates any of these guidelines. Any unacceptable content reported (specifically the use of sexually graphic or offensive, discriminatory, defamatory, obscene language, or promotion of illegal activity, etc.) will be requested to be deleted immediately. Anything you post online, whether a quote, comment, photograph, or article must either be owned by you; or must have expressed permission to use the content from the copyright owner; or must demonstrate credited reference-in-full of the original author.

As the last recommendation, protect yourself online always. Demonstrate wisdom with what personal information you share, where, how, to, and with whom. Your digital identity is an extension of you.

3.6 TOBACCO-FREE ENVIRONMENT

Tobacco is not allowed to be consumed on the premises at any licensed or permitted facility. This includes but is not limited to cigarettes, e-cigarettes, and chewing tobacco. Employees may only use tobacco products in specifically designated outdoor smoking areas.

3.7 SUBSTANCE USE/ABUSE POLICY

The Company recognizes that its own well-being and future are dependent upon the health of its employees. Accordingly, we have the right and the obligation to maintain a safe, healthy, and efficient working environment for our employees.

The Company has a performance-based medicinal drug policy. If your work is impaired due to any medicinal use of any legal drug, you may be dismissed from work with or without pay as determined by the totality of the circumstances. If your work is impaired

due to any illegal or unauthorized drug or substance, you may be dismissed from work with or without pay and subject to discipline up to and including termination.

Employees are prohibited from using marijuana, or vape products, at any Spartan Partners Services, LLC premises, including any permitted or licensed facilities, all Gage and Cookies locations, Corporate Office, or any other business affiliated with Spartan Partners Services, LLC., in accordance with Marijuana Regulatory Agency administrative rules, local laws, and facility policies.

The Company use/abuse policy also applies to any Company-sponsored/hosted events or activities associated with the Company brand.

Substance abuse is defined as the use of alcohol or other controlled substances as defined by federal, state, or local law. Any visible intoxication of any employee can and may result in disciplinary action up to and including termination.

3.8 WORK ENVIRONMENT EXPECTATIONS

Employees are expected to maintain a clean and professional working environment. All employees share the workspace, and it is the responsibility of all employees to maintain a clean kitchen, break room, and workspace.

- Food and beverages are only permitted in designated break areas.
- Clean up – wash your dishes, throw away your food, and wipe up messes immediately.
- Microwaves – monitor your food while in use and share the microwave(s).
- Refrigerator – eat or dispose of food stored in the fridge, label containers, be aware that the fridges may be cleaned out as needed with or without notice.
- If applicable, personal desks and workspaces, including keyboards, phones, etc., should be well maintained and cleaned periodically.
- No food or drink (except water and approved water bottle) are allowed in any facility's locker room or clean area. Please confirm with your leader if you are unclear what kinds of water bottles are approved/not approved.



SECTION 4: EMPLOYMENT

4.1 PERFORMANCE MANAGEMENT

You and your manager will work together to develop objectives and goals for each review period. These will serve as criteria for your annual performance appraisal and help you develop a plan for your ongoing success, growth, and development. It is recommended that you and your manager meet to discuss your performance throughout the year.

4.2 TERMINATION OF EMPLOYMENT

As the Company is an at-will employer and thus cannot guarantee employment of a specific duration, employees, like the Company, may terminate employment at any time, with or without cause or notice.

Employment with the Company may cease under each of the following circumstances:

- When an employee resigns, retires, or is terminated.
- When an employee walks off the job, whether or not the employee clocks out or notifies his or her manager (this will be considered a voluntary termination).
- When an employee fails to report for work the workday following completion of an approved leave of absence.

In the unfortunate event of termination, all Company property must be returned, including physical items such as hardware as well as any Company information, whether printed or electronic (the “***Company Property***”). Company Property may include but is not limited to: business reports and information, credit card, keys, removable media, mobile devices including laptops, cell phones, tablets and accessories, security access card and badge, paper printouts of any nonpublic information, etc..

The employee’s mailing address will be confirmed upon termination to ensure any future correspondence like the mailing of tax documents. The cost of replacing any missing property not returned may be assessed and charged to the Employee that failed to return such Company Property.

In your final paycheck, you will receive payment for all hours worked up through your last day of employment. Fringe benefits cease on the day of termination (“last day worked”). Exceptions to this *last day worked* provision apply to layoffs and leaves of absence. The Company will comply with all applicable state or local laws.

a) Voluntary Termination (Resignation)

Employees are encouraged to submit a written resignation letter to their manager and copying Human Resources at least two (2) weeks in advance of the date of termination (the “**Notice Period**”). Employees who resign without providing the Company with two weeks of written notice may be ineligible for rehire. Moreover, employees may not use Paid Time Off (“***PTO***”) time during the Notice Period. The Company, at its discretion, may choose to terminate employment prior to the employee’s requested last day.

All employees leaving the Company on a voluntary basis will have the opportunity to participate in a confidential exit interview conducted by Human Resources.

b) Involuntary Termination

If an employee is involuntarily terminated, no notice or pay in lieu of notice will be given unless required by federal or state law. Involuntarily terminated employees are ineligible for a payout for any unused PTO unless required by applicable law.

The Company reserves the right to discipline and terminate employees for reasons not explicitly stated in this Handbook. Failure to enforce these rules shall not be deemed a waiver of their applicability. The use of coaching and corrective action procedures does not alter the at-will relationship between the employee and the Company.

Any violation of policies as set forth herein will be cause for disciplinary action, up to and including immediate termination of employment; including but not limited to the following situations:

- Violation of the Substance Use/Abuse Policy.
- Using alcohol and marijuana on the premises at any licensed or permitted facility, or office. This includes but is not limited to vapes, edibles, and cartridges.
- Leaving the facility during working hours without the permission of the manager or sleeping on the Company property during working hours.
- Clocking in another employee's hours.
- Fighting, using abusive, coercive, intimidating, profane or threatening language, and/or behavior or actions on Company property. This includes any form of harassment, violence, or threat of violence toward a fellow employee or leader.
- Conducting gambling devices, lotteries, punchboards, bookmaking, or performing immoral or indecent acts.
- Theft or destruction of the Company's or another employee's property.
- Dishonesty, such as falsifying any records or reports including personnel, absence, sickness, and production.
- Possession of firearms, explosives, or weapons of any kind on Company property, except as permitted by state law.
- Insubordinate conduct or refusal to follow a leader's instructions, including refusal to perform a job.
- Being convicted of a crime that indicates unfitness for the job or raises a threat to the safety or well-being of co-workers.
- Disclosing Company confidential or proprietary information to unauthorized persons.
- Tampering with, careless use of, or damaging of tools, machines, or equipment to produce scrap or delay work.
- Engaging in "horseplay", running, scuffling, throwing things, or interfering with fellow employees or leaders.
- Collecting money or soliciting contributions on the Company's property for any purpose whatsoever during working time without the permission of the Company. Solicitation or distribution of any written or printed material during working hours.
- Loitering, visiting, or loafing in restrooms or any place where the employee's duties do not call for his or her presence.
- Failure to begin work at scheduled start time or quitting work before your scheduled quitting time (including lunch and breaks).
- Failure to comply with all obligations imposed upon employees by the Company.

- Failure to observe all safety rules, regulation, or practices, including traffic speed limits and operating procedures of any vehicle and/or machine on the Company's property.
- Altering of any safety equipment.
- Failure to meet standards of quality and performance as established by the Company.
- Failure to observe all facility regulations as published.
- Excessive use of foul language or use of abusive language.
- Failure to comply with prescribed treatment programs for work-related injury or illness.
- Lack of cooperation with co-workers, customers, or vendors.

The foregoing is not intended to be all-inclusive of the required discipline, and the Company reserves the right to change or amend these rules and regulations. The Company may also establish supplemental rules and regulations that apply only to specific equipment, areas, or conditions.

4.3 REHIRING EMPLOYEES

Former employees can apply to job postings and may be considered on the same basis as other applicants. Prior performance and the circumstances surrounding the termination of previous employment, will also be considered. Pre-employment background checks will be required. Rehired employees will become eligible for Company benefits based on their most recent hire date.



SECTION 5: BUSINESS CONDUCT

5.1 DRESS CODE AND PERSONAL HYGIENE

Employees contribute to the Company culture and the reputation of the Company in the way they present themselves. As such, a professional appearance is essential to making a good impression with customers as well as Company shareholders. Good grooming and appropriate dress reflect employee pride and inspire confidence.

All employees are expected to maintain good hygiene and dress appropriately as determined by their individual job functions. At corporate headquarters (Troy office), the

dress code is described as business casual. In the event of a shareholder or executive meeting, business attire may be requested. If you have any doubt as to the appropriate dress code, please ask your manager.

All employees must follow the minimum guidelines as listed below:

a) General Expectations

- Ensure that you are neat, clean, and well-groomed in your dress and personal hygiene.
- Use good judgment. If your attire is something you would wear to do yard work or play sports, it is inappropriate for work.
- Shoes must be worn at all times.
- Undergarments must be worn and should not be visible.
- If your job responsibilities put you in front of customers and the public, you may need to dress beyond your normal business casual dress code.
- If you are unsure, ask your manager or Human Resources for clarification on proper attire for your position.

b) Inappropriate Clothing (Cannot Be Worn)

- Worn out or stained clothes and shoes.
- Clothing with rips, holes, tears, or frayed edges.
- Muscle shirts, tank tops, tube tops, halter-tops, or strapless tops.
- Tight-fitting, revealing clothing, or clothes that are not properly sized.
- Low-cut tops or crop tops (tops that show the midriff).
- Shorts or skirts that hang more than two (2) inches above the knee, rompers.
- Athletic pants of any type including sweatpants, running/biking pants or shorts, leggings, and yoga pants.
- Clothing with foul, obscene, provocative language, or images that may be offensive (including but not limited to religious and political statements).
- Flip-flops, beach sandals, or slippers.

Please use good judgment, if you are unsure or have questions, please ask your manager.

c) Personal Hygiene

Microbes are everywhere, and the cleaner you are, the cleaner your workplace will be as a result. Therefore, we expect that employees bathe regularly as poor hygiene can jeopardize operations and our ability to function as a successful business.

Cultivation, Processing, and Provisioning include additional dress code requirements. Please refer to your location-specific dress code policy.

Employees who fail to meet the minimum dress code or hygiene criteria will be asked to change clothes or not return to work until they have corrected the issue. Disciplinary action will be taken if an employee continues violating the dress code or hygiene policy.

5.2 BULLETIN BOARDS

Bulletin boards are for business and employment-related postings only. Approved postings are those required by law and/or are necessary for Company business. Discretion will be given to facility managers to post other items.

5.3 NO SOLICITATION / NO DISTRIBUTION

Employees may not solicit any other employee or third party for any purpose during working time. Working time includes the time for which the employee is paid and expected to be performing services for the Company. Verbal solicitation is permitted during the non-working time like a break in the break room or any outside area. However, employees may not distribute literature, notices, circulars, cards, or papers of any kind, at any time, in working areas. Employees wishing to display or post information on Company bulletin boards must receive prior authorization from Human Resources.

Similarly, except for bona fide Company purposes and as authorized by the Company, individuals not employed by the Company, may not, at any time solicit, survey, petition, or distribute literature on Company property; this includes charity solicitors, salespersons, or any other form of solicitation or distribution.

Third-party visitors are prohibited from trespassing or being present at the Company unless visiting for a bona fide business purpose relating to work and approved in advance by the Company.

Please refer to our Company's [Visitor's Policy SOP](#) for more specifics on what constitutes a visitor and how and where visitors can be inside the facilities under the Marijuana Regulatory Agency regulations.

5.4 EMPLOYMENT RECORDS

To keep our records current, employees must promptly report any changes like an address, phone number, marital status, additional dependents, insurance, beneficiaries, military status, etc., to Human Resources so that all necessary paperwork can be updated and processed by the Company.

Access to employment records is restricted to authorized employees of the Human Resource Department and managers on a need-to-know basis or as allowed or required by law. Requests for such information, received from other departments, as well as requests from outside the Company, including references of former employees, will be directed to Human Resources. Employee medical information provided to the Company is restricted to Human Resources only. Medical information will be released only upon written authorization of the employee or proper request from persons or agencies, which have a verifiable legal right to such information.

5.5 EMPLOYMENT OF RELATIVES

All relatives of employees may be considered for employment at any time. As a matter of good business sense, however, the Company does not intend for its employees to practice nepotism or to be put in a position where they may feel pressure to practice nepotism. Nepotism is defined as favoritism shown to a family member based on that relationship. Good judgment will be applied when the employee's relatives are hired. However, it is our philosophy to avoid situations where an employee would have a direct reporting relationship to a relative who is a member of management or supervision.

Designated relatives: Step relatives (spouse, parents, children, grandchildren, brothers, sisters) or others who cohabituate or otherwise share a romantic or sexual relationship.

5.6 WORKPLACE RELATIONSHIPS

It is not the intent of the Company to interfere with the private lives of employees. Nevertheless, it is important to advise employees of the potential problems inherent in consensual relationships, particularly between management and those employees who fall under their management. Employees who have a direct reporting relationship to each other must inform the Company if they are cohabitating or in an on-going romantic or sexual relationship.

5.7 OUTSIDE EMPLOYMENT

The Company expects each full-time employee to devote their full time and attention to Company interests during regular hours of employment and any additional time that may be required. Outside employment or other gainful business activity by employees could involve an actual or potential conflict of interest or could affect the impartiality, judgment, effectiveness, or productivity that is expected in the performance of their duties as employees of the Company. Employees should avoid outside business or gainful activities that would divert their time, interest, or talents from Company business. Full-time employees must disclose all outside employment to their manager and Human Resources as there may be a conflict of interest.

For example, a spouse of an employee may work for a potential supplier, customer, or competitor. Special care should be taken by both individuals to conduct their affairs in accordance with the duty each owes to their employer. Employees who have access to confidential information may not engage in any outside activity that would involve the use or disclosure of any such confidential information.

5.8 LITIGATION AND INVESTIGATIONS

Like other businesses, the Company may become, directly or indirectly, involved in litigation and other legal proceedings. Legal papers regarding these matters normally flow through established channels, but other employees may occasionally receive such papers. Employees may also receive formal or informal requests for information from lawyers for private parties concerning litigation or from governmental agencies and their representatives concerning litigation or an investigation. In such instances, to protect the rights of the Company, employees must immediately contact their manager and/or the Company's Legal Department with such information.

Under no circumstances shall an employee submit to interviews, answer any questions about the Company's business, produce any documents, or respond to any such requests without the written authorization from the Company's Legal Department. At all times thereafter, the employee is required to act pursuant to the counsel of the Legal Department. There should be no public statements relating to pending lawsuits without the prior written approval of the statement by the Company's Legal Department.

5.9 COACHING AND CORRECTIVE ACTION (NON-EXEMPT)

The Company's coaching and corrective action policy models a progressive discipline

procedure. This procedure is designed to provide a structured corrective action process to improve and prevent a recurrence of undesirable employee behavior and performance issues.

Outlined below are the steps of the Company's coaching and corrective action policy. The Company reserves the right to combine or skip steps depending on the facts of each situation and the nature of the offense. Illegal behavior is not subject to the progressive coaching and corrective action policy and may result in immediate termination. Some of the factors that will be considered are whether the offense is repeated despite coaching, counseling, or training; the employee's work record; and the impact the conduct and performance issues have on the organization. Written documentation will occur in every step of the process. The employee will be asked to sign copies of this documentation attesting to his or her receipt of the coaching and corrective action outlined in the document.

Nothing in this policy provides any contractual rights regarding employee discipline or counseling, nor should anything in this policy be read or construed as modifying or alerting the employment-at-will relationship between the Company and its employees. Furthermore, employees may be terminated without prior notice or disciplinary action.

Scope

This policy applies to full-time and part-time hourly employees. An hourly employee is defined as an employee paid an hourly rate for each hour they work. Hourly employees are also entitled to up to 80 hours of Paid Time Off, as defined in "Paid Time Off" in Section 7 of this Handbook.

Procedure

Step 1: Coaching and Verbal Warning

Step one creates an opportunity for the manager to bring attention to the existing performance, conduct, or attendance issue. A verbal warning addresses the nature of the problem or violation of Company policies and procedures. Written documentation will outline the issue and a plan on how the issue can be resolved.

Step 2: Written Warning

If the employee's performance does not improve following a verbal warning or the employee begins exhibiting further behavioral or performance issues, a written warning will be issued for the performance, conduct, or attendance issues and consequences. A written warning will address any additional incidents or information about the performance, conduct, or attendance issues and provide any prior relevant corrective action plans.

Step 3: Final Written Warning

If the employee's performance and/or behavior does not improve following a written warning, a final written warning will be issued. Employees, at this point, should understand if expectations are not met following the final written warning the next step is termination.

Step 4: Termination

The last step in the coaching and corrective action process is to terminate employment. Generally, the Company will try exercising the progressive nature of this policy by providing warnings and issuing a final written warning before proceeding to terminate employment.



SECTION 6: COMPENSATION AND BENEFITS

6.1 WAGE AND HOUR POLICY

It is the Company's policy and practice to accurately compensate employees in compliance with all applicable state and federal laws. To ensure you are paid properly for all time worked and that no improper deductions are made, you should review your pay statement in a timely manner to identify and report any errors to Human Resources. While the Company makes every effort to ensure our employees are paid correctly, on the rare occasion, inadvertent mistakes may happen. When mistakes are reported and validated, corrections will be made promptly, and as necessary. If you believe a mistake has occurred, or if you have any questions, you should immediately report the matter to payroll or your manager. If you feel you have not received a prompt and/or acceptable reply, you should immediately contact Human Resources.

6.2 NON-EXEMPT EMPLOYEES

a) Work Schedule

All employees are expected to perform their jobs within their scheduled work hours. These work hours may be modified by their manager as necessary to meet the needs of the department or the Company.

There may be occasions when it is necessary to work overtime. Overtime is considered a condition of employment, and refusal to accommodate any such request may be cause for disciplinary action up to and including termination of employment.

Non-exempt employees must obtain prior approval from their manager prior to working any overtime. Abuses to the Overtime Policy will not be tolerated and can result in the employee being sent home without pay at 40 worked hours or other disciplinary measures.

b) Time Records

Non-exempt employees are required to accurately report all time worked. Time worked includes all time spent performing the functions of the job including traveling (see requirements within the [Travel and Expense Policy](#)), off-site, or at

home. Because time records are legal documents required by law, employees must ensure their time is recorded accurately and that no one records time on their behalf. Altering, falsifying, tampering with time records, or recording time on another employee's time record may result in disciplinary action, up to and including termination of employment.

c) Attendance

To fulfill commitments to our customers and to assure a smooth-running operation, employees are expected to come to work every day and on time. The Company believes in developing and fostering a professional work environment. The Attendance Policy is created and enforced by the local management, please see your manager for full details.

General Expectations

- Arrive to work no later than the scheduled start time, as determined by your manager.
- Remain at work through the duration of your scheduled shift.
- Return from all breaks (including lunch) on time.
- Communicate, in advance (at least two weeks), to your manager of a prearranged absence.
- Notify your manager at least one hour to the start of your scheduled shift of a tardy.
- Repeated tardiness and "no-call-no-shows" (where an absence is not reported before such is taken) will not be tolerated and could result in disciplinary action up to and including termination.

Employees who fail to meet the minimum attendance policy will be coached by the Manager. Disciplinary action will be taken if an employee continues violating the attendance policy.

d) Compensation

In the absence of contrary law or agreement, non-exempt full-time employees will be paid overtime at a rate of one and a half times their pay rate. Actual hours worked, including employee attendance at lectures, meetings, and training programs (as long as the Company requires the employee to attend), will be considered in computing overtime. Paid and unpaid leaves of absence, including vacation, holidays, leave under the Family Medical Leave Act, will not be considered in computing overtime. Workers' compensation will not be considered in computing overtime. The Company does not allow accrual of compensatory time by employees.

e) Travel

Some employees may be required to travel in the course of their duties and may be eligible for compensation for the time they spend traveling. The compensation an employee receives depends upon the kind of travel and whether the travel time takes place within normal work hours or outside of normal work hours.

f) Other Work Outside of Work Hours

If a non-exempt employee is required by their manager to take a work-related call, answer an email, or work on any work-related project after normal work hours from home or any other location, the employee should record such time

on his or her time sheet and that time will be eligible for compensation. If a manager has not specifically requested work outside of work hours, the employee must get prior approval in writing.

6.3 EXEMPT EMPLOYEES

If you are classified as an exempt employee, you will receive a salary intended to compensate you for all hours you may work for the Company. This salary will be established at the time of hire or when you become classified as an exempt employee. While it may be subject to review and modification from time to time, such as during salary review times, the salary will be a predetermined amount that will not be subject to deductions for variations in the quantity or quality of the work you perform.

6.4 EMPLOYEE PAYCHECKS

All salaried employees will be paid according to the following pay schedule:

- Paid bi-weekly (Sunday – Saturday)
- Direct Deposit
- Due to administrative timing, paychecks are paid one week after the pay period (work week) is complete.

6.5 PAYROLL DEDUCTIONS

As required by law, the Company may deduct any applicable taxes from an employee's gross pay (including but not limited to appropriate federal, state, local (if applicable), and social security taxes) in accordance with applicable federal, state, and local regulations.

Your net pay may also be reduced for certain types of deductions like your portion of health, dental or life insurance premiums, or other types of voluntary contributions.

The Company may withhold, as necessary, items like back taxes and garnishments (including but not limited to judgments and child support). No other deductions will be made unless specifically authorized in writing by the employee, and all deductions will be itemized on the employee's pay statement.

Cash, in any form (bonus, prize, etc.) and gift cards are considered supplemental wages under tax law and are always reported as taxable income, regardless of the dollar amount. Any such compensation will be processed through payroll and is subject to applicable taxes. You must be employed at the time the cash, bonus, prize, etc. is awarded to claim it.

6.6 DIRECT DEPOSIT

Paychecks must be automatically deposited into the financial institution of the employee's choice. All payments will be paid by direct deposit. Employees may elect up to two (2) bank accounts for their pay to be direct deposited.

6.7 HEALTH BENEFITS

The Company offers full-time employees the option of health benefits. This type of benefit is described in the benefits materials that will be provided to you at the time of hire or Open Enrollment. Hourly employees who work 30 hours or more per week (considered full-time for health benefits purposes) are eligible for these type of benefits on the first day of the month, following sixty days of employment.

The Company, at its discretion, reserves the right to alter, amend, modify, change, or terminate these benefits, or the allocation of premium payments, at any time.

Any coverage of health benefits provided by the Company terminates the last day of the month of employment with the Company.

6.8 TRAVEL AND EXPENSE POLICY

The Company's Travel and Expense Policy is a guide for requesting, documenting, and reimbursement of relevant business travel and expenses. Authorizing an expense report indicates to the Company the expenses reported are legitimate, reasonable, and complies with this policy. Failure to follow the Travel and Expense Policy can result in delay or disqualification for reimbursement or disciplinary action.

Please refer to the Gage Cannabis [Travel and Expense Policy](#) in Addendums for additional details.



SECTION 7: TIME OFF AND LEAVE

7.1 VACATION

The Company believes its employees are the key to what makes a great company. Although work makes up a large portion of an employee's life, we believe a balance between work and non-work activities is essential to maintain quality performance and a positive work atmosphere. To support this philosophy, the Company has designed a flexible vacation program for all full-time salary employees to take the appropriate amount of vacation, and sick days, as they need.

a) Scope

This policy only applies to full-time, non-exempt and exempt, salaried employees of the Company. Full-Time employees are defined as employees who work more than 30 hours per week.

b) Policy Elements

The Company does not limit the amount of vacation employees can take. However, this policy does establish a recommend minimum time-off guideline.

All employees are encouraged to take at least two (2) weeks of vacation each year. This will help them avoid exhaustion and ensure they have some time to clear their minds from their work duties.

c) Procedure

Employees are obliged to:

- Avoid abusing the policy by taking time off that negatively impacts their job and the Company.
- Communicate and collaborate with their manager and team to ensure everyone takes leave without disrupting operations.
- Plan to delegate, postpone, or otherwise manage projects that will be affected by their time off.
- Notify their manager at least two (2) weeks in advance that they wish to use vacation time. The request must be preapproved by the employee's manager *before* the leave.
- Notify their manager of a sick day at least one hour *prior* to the start of their shift.
- Failure to notify your manager of a sick day will be considered a “no-call-no-show” and could result in disciplinary action up to and including termination.

Managers can consider rejecting vacation requests if:

- Other team members with similar or complementary duties have already asked for leave during the same time.
- The time in question is too busy or includes an important deadline for the employee asking for leave.
- An employee appears to abuse the policy. In this scenario, managers should arrange a meeting with the employee and Human Resources.

Managers are not permitted to reject leave requests for any of the following reasons:

- To discipline employees.
- To force employees to fulfill duties that are not urgent.
- To approve leave for another employee who made a later request.

Neither of the lists in this section(above) are exhaustive. Both employees and managers should use common sense and adhere to company policies when requesting and approving vacation leave. Effective communication between team members is vital to make this policy work for everyone.

Separation

No vacation time may be used one notice of verbal or written voluntary termination is given by the employee to his or her manager. As employees do not accrue time-off, the Company does not compensate unused leave. This policy does not interfere with established leaves like maternity or FMLA leave.

The Company will review this policy annually and address any issues in handbook revisions.

7.2 HOLIDAYS

The Company recognizes eight (8) paid time off holidays to all full-time salaried employees as listed below:

- New Year's Day
- Memorial Day
- Fourth of July
- Labor Day
- Thanksgiving Day
- Christmas Eve
- Christmas Day
- New Year's Eve

7.3 BEREAVEMENT LEAVE (FUNERAL)

The Company recognizes the importance of allowing employees time away from work following a death in the family for the purposes of making arrangements for and attending the funeral of their loved ones.

All full-time employees are eligible for bereavement leave immediately following the death of a family member as set forth in the bulled section just below. Bereavement leave offers up to five (5) paid days away from work based on the following schedule:

- Five (5) paid days for immediate family members, including: spouse/domestic partner, children, parents, and siblings.
- Three (3) paid days for grandparents, grandchildren, and in-laws.
- One (1) paid day for aunt, uncle, niece, nephew, and cousin.

7.4 JURY DUTY

The Company understands the importance of citizens serving on our jury system. Any regular full-time employee called to and reports for jury duty, will be compensated at their regular rate of pay. The compensation will not exceed eight (8) hours on any given day or 40 hours in any given week, to a maximum of 160 hours. Approved jury duty will count as hours worked for the purposes of computing overtime. Such compensation will be payable only if the employee gives the Company as much notice as possible of the need to attend jury duty and provides a copy of the summons and presents proper evidence of attendance. Employees must return to work when their presence is no longer required for jury duty and notify their manager as far in advance as possible when the employee learns they will be able to return to work.

7.5 FAMILY MEDICAL LEAVE ACT (FMLA)

The Family and Medical Leave Act ("**FMLA**") provides eligible employees with up to 12 workweeks of unpaid leave for certain family and medical reasons during a 12-month period. During this leave, the Company is required to maintain an eligible employee's group health plan coverage as if the employee had continued working. An employee eligible for FMLA leave, with the exception of those employees designated as "highly compensated" or "key" employees, will be returned to the same or to an equivalent position, provided that the employee returns to work within or at the end of the 12 week period.

a) Employee Eligibility Criteria

To be eligible for FMLA leave, you must have been employed:

- for at least one year (which need not be consecutive);

- for at least 1,250 hours during the 12-month period immediately preceding the commencement of the leave; and
- work at a location where at least 50 employees are employed by the Company within 75 miles.

b) Events Which May Entitle an Employee to FMLA Leave

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

- the birth of the employee's child or to care for the newborn child;
- the placement of a child with the employee for adoption or foster care or to care for the newly placed child (entitlement to leave for the birth or placement of a child for adoption or foster care will expire 12 months from the date of the birth or placement);
- to care for the employee's spouse, child or parent (but not in-law) with a serious health condition;
- to care for the employee's own serious health condition that makes the employee incapable of performing the functions of his or her job; and/or
- A qualifying exigency¹ arising out of the fact an employee's spouse, son, daughter, or parent on active duty or called to active duty status in the National Guard or Reserves in support of a contingency operation may use their 12-week entitlement.
- FMLA also includes a special leave entitlement that permits eligible employees to take up to 26 weeks of leave to care for a covered servicemember during a single 12-month period. A covered servicemember is a current member of the Armed Forces, including a member of the National Guard or Reserves, who has a serious injury or illness incurred in the line of duty on active duty that may render the servicemember medically unfit to perform his or her duties for which the service member is undergoing medical treatment, recuperation, or therapy; or is in outpatient status; or is on the temporary disability retired list.

c) How Much Leave May Be Taken

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

When both spouses are employed by the Company, they are together entitled to a combined total of 12-workweeks of FMLA leave within the designated 12-month period for the birth, adoption, or foster care placement of a child with the employees, for aftercare of the newborn or newly placed child, and to care for a parent (but not in-law) with a serious health condition. Each spouse may be entitled to additional FMLA leave for other FMLA qualifying reasons (i.e., the difference between the leave taken individually for any of the above reasons and 12-workweeks, but not more than a total of 12-workweeks per person). For example, if each spouse took six (6) weeks of leave to care for a newborn child, each could later use an additional six (6) weeks due to his or her own serious health condition or to care for a child with a serious health condition.

¹ Qualifying exigencies may include: attending certain military events, arranging for alternative childcare, addressing certain financial and legal arrangements, attending certain counseling sessions, and attending post-deployment reintegration briefings.

An eligible employee is also entitled to take unpaid leave intermittently. Intermittent leave is leave taken in separate blocks of time. A reduced work schedule leave is a leave schedule that reduces an employee's usual number of hours per workweek or hours per workday. Leave to care for a newborn or for a newly placed child may not be taken intermittently or on a reduced work schedule without advance approval by the Company.

Leave because of an employee's own serious health condition, or to care for an employee's spouse, child, or parent with a serious health condition may be taken all at once or, where medically necessary, intermittently or on a reduced work schedule. If an employee takes leave intermittently or on a reduced work schedule basis, the employee must, if possible, attempt to schedule the leave so as not to unduly disrupt operations. When an employee takes intermittent or reduced work schedule leave for foreseeable planned medical treatment, the Company may temporarily transfer the employee to an alternative position with equivalent pay and benefits for which the employee is qualified and which better accommodates recurring periods of leave.

d) Requests for FMLA Leave

You should request FMLA leave by completing the Employee's Request for FMLA form and submitting it to Human Resources. You can obtain one of these forms from the Human Resource Department.

When leave is foreseeable for childbirth, placement of a child, or planned medical treatment for the employee's or family member's serious health condition, the employee must provide Human Resources with at least 30 days advance notice, or such shorter notice as is practicable (i.e., if possible, within one or two business days of learning of the need for the leave). When the timing of the leave is unforeseeable, the employee must provide Human Resources with notice of the need for leave as soon as practicable (i.e., if possible, within one or two business days of learning of the need for the leave).

e) Required Documentation

FMLA leave or return to work may be delayed or denied if the appropriate documentation, listed below for each reason for leave, is not provided in a timely manner.

- FMLA leave based on the serious health condition of the employee or the employee's spouse, child, or parent:
 - Request for FMLA form
 - Certification of Health Care Provider – must be completed by the applicable health care provider and state the date on which the health condition commenced, the probable duration of the condition, and the appropriate medical facts regarding the condition. If the employee has a serious health condition, the certification must state the employee cannot perform the functions of their job.
- FMLA leave based on the serious injury or illness for covered servicemembers:
 - Request for FMLA form

- Certification for Serious Injury or Illness of Covered Servicemember for Military Family Leave – must be completed by the applicable health care provider.
- FMLA leave due to a qualifying exigency:
 - Request for FMLA form
 - Certification of Qualifying Exigency for Military Family Leave

If the employee is needed to care for a spouse, child, or parent, the certification must state that, along with an estimate of the amount of time the employee will be needed. In addition, the employee may be asked to provide documentation or statement of family relationship (e.g., birth certificate or court document).

During FMLA leave, the Company may request the employee to provide periodic updates/recertification of a serious health condition at intervals, as allowed by the FMLA. In addition, during FMLA leave, the employee must provide Human Resources with periodic reports regarding the employee's status and intent to return to work. If the employee's anticipated return to work date changes and it becomes necessary for the employee to take more or less leave than originally anticipated, the employee must provide the Human Resource Department with reasonable notice of the employee's changed circumstances and new return to work date. If the employee gives the Human Resource Department notice of the employee's intent not to return to work, the employee will be considered to have voluntarily resigned.

Before the employee returns to work from FMLA leave for the employee's own serious health condition, the employee is required to submit a Return to Work Medical Certification form or fitness for duty certification from the employee's health care provider with respect to the condition for which the leave was taken, stating the employee's return to work date. It also must include information about any situation or condition which may prohibit the employee from performing his or her normal responsibilities and include work restrictions, if any, and the length of time these restrictions will be in effect. To return to work at "full-duty" status, employees must submit this information to payrollandbenefit@gageusa.com that states the return to work date and that the employee has "no restrictions".

The opinion of the attending health care provider will be considered in determining the employee's eligibility for a Family and Medical Leave and for fitness for duty upon return to work. The Company reserves the right to require a confirming opinion from a physician of its choosing, at the Company's expense. If it is necessary to resolve a conflict between the original certification and the second opinion, the firm will require the opinion of a third physician. The Company and the employee will jointly select the third physician, and the Company will pay for the examination and opinion. The third opinion will be considered final.

f) Use of FMLA concurrent with other Leaves

FMLA provides eligible employees with up to 12 workweeks of unpaid leave. If the employee has any accrued or earned PTO time available, the employee must use at least one week of PTO concurrently with and not in addition to FMLA. However, if the employee is receiving workers' compensation benefits concurrently with FMLA, the employee will not be required to use any accrued

PTO time. The remainder of the 12 workweeks of leave, if any, will be unpaid FMLA leave. Any leave used for an FMLA qualifying reason will be charged against an employee's entitlement to FMLA leave. This includes, but is not limited to, use of accrued leave time, leave for disability or workers' compensation injury/illness, provided that the leave meets FMLA requirements. The substitution of paid leave for unpaid leave does not extend the 12 workweeks leave period.

g) Designation of Leave

The Human Resource Department will notify the employee that leave has been designated as FMLA leave, either upon the employee's request, or if it believes the leave to be for an FMLA qualifying purpose. The Company may provisionally designate the employee's leave as FMLA leave if the Company has not received medical certification or has otherwise been unable to confirm the employee's leave qualifies as FMLA leave. If the employee has not notified the Human Resource Department of the reason for the leave, and the employee desires that leave be counted as FMLA leave, the employee must notify Human Resources within two (2) business days of the employee's return to work that the leave was for an FMLA reason. In addition, if the Company determines an employee's leave was for an FMLA purpose, it may designate the leave as retroactive FMLA leave in appropriate circumstances in accordance with FMLA requirements.

h) Benefit Coverage during FMLA Leave

An employee may be able to continue coverage under certain benefit plans sponsored by the Company during his or her FMLA leave. The Summary Plan Description for each benefit plan will specifically set forth the rights, terms, and conditions to continue benefits during a leave. At a minimum, a covered employee on FMLA leave will have the right to continue his or her coverage under the Company's group health plan (e.g. medical, prescription, dental, and vision) on the same terms and conditions and at the same cost as if the employee had been continuously employed during the entire FMLA leave period.

An employee will be required to make timely payment of any required premium or other employee contributions under and in accordance with the applicable Company benefit plan. If an employee fails to timely pay his or her required contribution, coverage under the benefit plan generally will be suspended as provided in the applicable Company benefit plan.

If the employee does not return to work at the end of their FMLA leave, the Company, in its discretion, will have the right to collect the employer-paid share of the cost of the employee and his or her covered dependents coverage during the leave. This provision does not apply if the employee does not return to work for a serious health reason (either affecting the employee or an immediate family member) that would entitle the employee to leave under FMLA; or other circumstances beyond the employee's control, as approved by the Company. In such cases, the Company may require the employee to provide medical certification of the employee's or the family member's serious health condition. When an employee does not return to work at the end of the FMLA leave, the employee and/or their covered dependents may have the right to continue coverage under a Company's group health plan as provided under COBRA and the terms of the applicable Summary Plan Description. You will receive a notice regarding your COBRA rights.

Taking FMLA will not result in the loss of any fringe benefit otherwise available to other similarly situated employees on a non-FMLA leave or any benefit that had accrued to the employee prior to taking FMLA leave.

i) Return or Failure to Return from FMLA

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

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

In addition, the Company reserves the right to deny reinstatement to salaried, eligible employees who are among the highest-paid ten(10) percent of the Company's employees employed within 75 miles of the worksite ("key employees") if such denial is necessary to prevent substantial and grievous economic injury to the Company's operations. In such circumstances, the Company will notify the key employee at the time they request leave that under certain circumstances they will be denied restoration to their original position at the end of the leave. If the key employee designation is made after leave commences, the Company will provide the employee with a reasonable time in which to discontinue the leave and return to work.

j) Failure to Return to Work Following FMLA Leave

If the employee does not return to work following the conclusion of FMLA leave, the employee will be considered to have voluntarily resigned. The Company may recover benefit premiums from the employee as described in the Benefit Coverage section above.

7.6 NON-FMLA LEAVES (PERSONAL)

In the event of extraordinary circumstances and where there is a justifiable reason, active employees may request an unpaid Personal Leave of Absence not to exceed thirty (30) days. In such cases, the advance written approval of the manager is necessary and the Company shall decide, in its sole discretion, whether a reason is justifiable or not and whether the Company, in its sole discretion, is able to accommodate the request given current and anticipated operating conditions, staffing levels and other such considerations.

If the employee is unable to return to work after the expiration of thirty (30) days, the Company may grant up to an additional sixty (60) days, unless otherwise required by law. Employees must meet with Human Resources prior to the leave to discuss requirements regarding the leave and insurance during the leave.

7.7 MILITARY LEAVE OF ABSENCE

Employees participating in military reserve duty or activated to regular active military service will be granted a leave of absence in compliance with applicable federal, state, and local laws upon receipt of a written request from the employee. A request for such leave should be made a minimum of three (3) weeks prior to the date when the

employee must report for the scheduled military leave unless government requirements make such notice impossible.

Pursuant to the Federal Uniform Services Employment and Reemployment Rights Act of 1994 ("**USERRA**"), a person who is a member, applies to be a member, performs, has performed, applies to perform, or has an obligation to perform service in a uniform service will not be denied rehire, retention of employment, promotion, or any benefit of employment on the basis of that membership, application for membership, performance of service, application for service, or obligation.

The Company will provide continuation of the premiums for group health coverage (but not payment of the employee's share if the leave is more than 30 days) for employees and their dependents for up to 24 months during and after any period of service. Any employee who chooses this health care coverage will not be required to pay more than 102 percent of the full premium under the plan if service was for 31 days or more. Employees who serve less than 31 days will not be charged more than the active employee's share of the premium. Waiting periods will not be imposed upon reinstatement.

These provisions are adopted consistent with the Uniform Services Employment and Reemployment Rights Act of 1994 ("USERRA") as may be amended from time to time and do not supersede or nullify any current federal or state law including existing COBRA and HIPAA.

These provisions are adopted consistent with the Uniform Services Employment and Reemployment Rights Act of 1994 ("USERRA") as may be amended from time to time and do not supersede or nullify any current federal or state law including existing COBRA and HIPAA.

7.8 RETURNING FROM LEAVE

An employee returning from an approved medical leave of absence must notify Human Resources of their definite date of return at least five (5) workdays prior to their return and present a written release to work from the attending physician.

When returning from a non-FMLA leave of absence, employees will be placed in their former position if the employee had not been replaced during the leave. If the former position is not available, the employee may be placed in any position they are qualified for at the rate of pay for that position. If no position is available for the employee, the Company will have no obligation to return the employee to work.

The Company cannot guarantee any position to employees who are absent due to short-term disability leaves, FMLA leaves or non-FMLA unpaid sick leaves for longer than 12 weeks in any 12-month period, unless otherwise required by law. The placement of an employee at the end of such extended leaves will be subject to the length of the leave, the nature of the employee's job, business conditions, staffing needs, and the availability of openings for which the employee is qualified, as determined by the Company. If the employee's position is no longer open, efforts will be made to provide an appropriate alternative position at a comparable salary. If the Company determines that no appropriate alternative position is available, an employee who is returning from an extended leave may be terminated.

7.9 WORKERS' COMPENSATION

Pursuant to state law, employees are covered by workers' compensation insurance for job-related illnesses or injuries from the date of employment. Workers' compensation insurance pays all medical costs and a portion of the employee's regular pay (if the work-related injury results in lost time) for all approved claims. Job protection may also be provided in accordance with applicable state laws.

An employee who suffers an accident or injury at work must report the incident to his or her manager as soon as possible and notify Human Resources so that appropriate documentation can be completed within 24 hours of the accident. All claims of work-related injury or illness will be investigated thoroughly. Fraudulent claims will be subject to disciplinary action, up to and including termination of employment.

ACKNOWLEDGEMENT AND RECEIPT

HANDBOOK ACKNOWLEDGEMENT

I acknowledge that I have received and reviewed the Spartan Partners Services, LLC dba Gage USA Employee Handbook (the "***Handbook***"), and all local supplements. If I was provided an electronic copy, I further understand that I may request a hard copy from Human Resources at any time. In addition, I can view the latest revision and updates to the Handbook, and all other related Company policies referenced within the Handbook, at any time by visiting the portal.

I understand it is my responsibility to review the contents of the Handbook and to contact Human Resources or my manager if I have any questions. By this acknowledgment, I agree I will comply with all policies contained in the Handbook and will report any information in which I am aware of related to violations of the policies contained or referenced within the Handbook.

I agree that any action or suit against Spartan Partners Services, LLC, Gage Cannabis Company, USA. and any of its affiliates or subsidiaries (the "***Company***") arising out of or connected to my employment or termination of employment, including, but not limited to, claims arising under state or federal civil rights statutes, must be brought within 180 days of the event giving rise to the claims or be forever barred. As such, I agree to waive any limitation periods to the contrary.

Nothing contained in this Handbook is intended to create, nor shall be construed as creating, an expressed or implied contract or guarantee of employment for a definite or indefinite term. The Company reserves the right to change the policies in this handbook at any time. This Handbook supersedes all prior handbooks, manuals, agreements, and policies whether orally established or set out in writing and the most recent changes(s) shall be binding upon you.

Print Name: _____

Signature: _____

Date: _____

ADDENDUMS

TRAVEL AND REIMBURSEMENT POLICY

GAGE USA – SPARTAN PARTNERS SERVICES, LLC.

TRAVEL AND EXPENSE POLICY

SECTION 1: SCOPE

To establish policies and procedures for reimbursing employees ("**Employee(s)**") for the reasonable cost of travel that may be incurred in carrying on the business of Spartan Partners Services, LLC, (the "**Company**" or "**Spartan Partners Services, LLC**"). This policy does not contain every possible exceptional circumstance. The absence of a specific direction or definition in this policy does not mean the item is approved as an acceptable practice or an approved expense. Employees are always encouraged to use good judgment when incurring expenses on behalf of the Company. If you are ever in doubt as to the applicability of a business expense, you should always check with your manager prior to incurring such expenses.

SECTION 2: POLICY

In the performance of their assignments for the Company, employees may be required to travel and incur expenses to conduct Company business properly. The frequency of travel is determined by your specific job responsibilities with the Company. It is the policy of the Company to reimburse Employees for such expenses in accordance with the guidelines set forth herein, in a timely manner.

SECTION 3: DEFINITIONS

Expense Report: report to be completed when submitting expenses to be reimbursed to an employee.

Travel Expense: ordinary and necessary expenses to accomplish the official business purpose of a trip.

SECTION 4: GUIDELINES

The Company is committed to ensuring business travel is conducted responsibly and economically and that standards of travel are consistent with employees' reasonable expectations of safety, comfort, and convenience.

The Spartan Partners Services, LLC Expense and Travel Policy (the "**Policy**") is intended to provide enough information to enable employees to complete an expense report form and to increase awareness for all concerned in respect to implications of claiming, or approving claims relating to expenses payments.

The Company will reimburse employees under this policy for ordinary travel expenses (e.g., transportation, lodging, meals, etc.) whenever the employee is required to be away from the primary work location if the expenses are incurred for business-related expenses.

The general rule for relief from income tax on expenses and benefits contains a requirement that the cost (other than for qualifying travel expenses) must have been incurred “*wholly, necessarily, and exclusively*” in the performance of the duties of employment. Generally, “*wholly, necessarily, and exclusively*” means there should not be a dual purpose behind incurring the expense covering both private and business usage. The primary purpose of the expense **MUST** be business.

SECTION 5: RESPONSIBILITIES

Each Company employee is responsible for using discretion in spending Company funds and ensuring expenditures are appropriate for business needs. Employees will be reimbursed for only those travel expenses that are reasonable, necessary, appropriately substantiated, and within the guidelines of this Policy. It is the responsibility of each employee incurring such expenses, and each supervisor approving them, to ensure policy guidelines are followed.

5.1 SPARTAN PARTNERS SERVICES, LLC RESPONSIBILITIES

- Prompt reimbursement for legitimate and reasonable business travel and expenses (see **Section 6.2** below);
- Clear, simple guidance on how to improve overall effectiveness and efficiency in utilizing travel to meet business needs;
- Simple process for submitting expenses and documentation requirements in accordance with the appropriate taxing authority; and
- Provide guidance on eligible expenses before an expenditure occurs.

5.2 EMPLOYEE RESPONSIBILITIES

The Company expects the following from employees arranging travel and/or traveling on business:

- Compliance with the policies and procedures outlined in this document;
- **Timely, itemized receipts for all expenses provided on a weekly basis.** Failure to submit expenses within 14 days of the expense will require special approval;
 - Please note The Company has right to decline expenses submitted after.
- Submission of accurate expense reports within requirements of this policy;
- Use of Company designated travel services like airline, hotel, and car rental companies; and
- Cost-effective management of Company funds spent on travel and entertainment (i.e., using moderately priced preferred hotels and restaurants).

5.3 RESPONSIBILITIES FOR MANAGERS WITH APPROVAL AUTHORITY

- Ensuring that the travel policies and procedures outlined in this document are understood and followed by employees;
- Reviewing expenses to ensure compliance and other provisions of this Policy; and
- Prompt approval of expense reports and working with the traveler to resolve questionable expenses or missing documentation.

SECTION 6: POLICY FOR REIMBURSABLE EXPENSES

It is Company policy that the most cost-effective form of travel should be used when traveling on business for the Company. The means of travel should be the most appropriate for the circumstances. **NOTE: no personal or business travel expenses are to be paid out of cash vaults. Cash is to be used for on-site expenses only.**

All Employees making business journeys must consider what constitutes a business journey for tax purposes. The criteria that generally need to be considered are:

- **Permanent Workplace:** the physical place where you normally work/usual territory in which you cover.
- **Ordinary Commuting:** home to work journeys
- **Temporary Workplace:** the place where you attend temporarily, usually the business journey.

Only journeys that are not Ordinary Commuting are considered business journeys. Home-to-work journeys are not business journeys and therefore cannot be claimed as allowable business expenses.

Prior to any business journey, all Employees must obtain approval from their manager in writing with the following included:

- Dates of travel
- Destination
- Purpose of trip
- Estimated cost of the trip

6.1 DISCOUNTS

Whenever practicable, employees, while on business travel, should utilize those services for which the Company has negotiated special discount arrangements; specifically, lodging accommodations, and automobile rentals.

6.2 HOTEL & LODGING

1. Hotels

- a. It is the policy of the Company to effect maximum practical savings in hotel travel expenses. This endeavor shall be accomplished through Company negotiated reduced rates whenever available. For guidance on what is considered a reasonable hotel rate by the city, please refer to the GSA link below: <https://www.gsa.gov/portal/content/104877>
- b. No personal charges (such as movie rental, minibar, etc) shall be expensed by employees. The Company will cover the hotel stay only.

6.3 AIR TRAVEL

It is the policy of the Company to effect maximum practical savings in air travel expenses through Company negotiated reduced fares whenever possible. All personnel will travel coach class unless free upgrades with mileage point programs are available from the airline. On flights with a duration of three hours or more, extra legroom fares are permitted. Advance approval is required for the purchase of flights over \$500. *If possible, book all trips at least 14 days in advance to obtain the best fares.*

6.4 AUTOMOBILE RENTALS

Employees authorized to rent automobiles while on Company business should attempt to maximize savings in automobile rental expenses. Whenever practical, the selection of automobiles for rental should be made based on need and appropriateness for the effective conduct of business. To the extent possible, Uber and other ridesharing apps should be utilized over renting. Ordinarily, only compacts or intermediates should be used, particularly when traveling alone.

Collision Damage Waiver (CDW) and Personal Accident Insurance (PAI) provisions of the automobile rental agreement should be ACCEPTED by the employee.

Employees and their passengers are required to use safety belts, head restraints, and any other safety devices provided in the vehicle while driving in a leased or rented vehicle. This requirement also applies to a privately-owned vehicle when used for Company purposes².

At no time shall employees text, read emails, or make phone calls (unless a "hands-free" device is used) while driving a rented automobile for business or driving a privately-owned vehicle on Company business.

6.5 USE OF PERSONAL CAR BY EMPLOYEES NOT PROVIDED A CAR ALLOWANCE

Employees will use their car for Company business. Expenses for the use of personal cars for Company business shall be reimbursed at the current IRS rate, plus tolls and parking. Mileage will only be reimbursed for the amount of travel outside the employee's normal commute.

Example: if you live in Detroit and work in Troy and your daily commute is normally 40 miles round trip, if you have to drive to Bay City for company business you will calculate the mileage minus the 40 miles you would normally drive.

Please note that gas expenses are already included in the mileage reimbursement rate. The Company does not reimburse fuel charges unless prior approval has been provided.

There is no Company insurance protection for property damage to personal cars unless specifically set forth in the "*Gage Vehicle Policy*" and it is expressly warranted by the employee that their insurance meets all state minimums, and any such claims will be covered primarily by the employee's policy.

6.6 PARKING AND TOLLS

The Company will reimburse parking and toll expenses were properly incurred on Company business. Receipts and parking tickets should be retained and presented with the submitted expense report. The Company will not pay for parking fines for illegal parking, penalties, and/or other traffic fine incurred at toll plazas or when on Company business.

² See the "*Gage Vehicle Policy*" for details.

Parking and/or tolls paid by use of an automated pre-paid payment device will be reimbursed only with the presentation of an account statement showing the toll usage with tolls incurred during business travel highlighted. Reimbursement will not be made for the prepayment amount. Penalties incurred for speeding or other motor offenses are not reimbursable.

6.7 RAIL TRAVEL

The Company will reimburse rail fares incurred on Company business.

6.8 TAXI/UBER FARES

Taxi/Uber fares reasonably incurred on Company business can be reclaimed against receipts.

6.9 MEAL ALLOWANCE

The Company's policy is to reimburse the employee for *reasonable* meal expenses. The Company will pay for meals where employees are traveling away from their normal place of work overnight (single day trips are not included). The total expenses should not exceed \$50 per day. Meals should align with the following reasonable guidelines: \$10 Breakfast, \$15 Lunch and \$25 Dinner. **All claims for reimbursement of meals MUST include the itemized receipt (showing items ordered) in conjunction with the credit card summary. Meals unsubstantiated by an itemized receipt will not be reimbursed.**

If someone other than the employee is dining, the most senior level employee must pay for the expense, and this should be indicated on the receipt by identifying the name of the individual. Meals will NOT be reimbursed for spouses or significant others traveling or meeting the employee while away from home. This is strictly employee-based charges only.

6.10 BUSINESS MEALS TAKEN WITH OTHER COMPANY EMPLOYEES

Employees not on an out-of-town overnight business trip will be reimbursed for business meals taken with other Company employees outside the work facility only if:

- A client, vendor, or Guest of the Company is present, and the expense meets the other criteria set forth in the Business Meals section; or
- The Company policy allows for food to be provided during internal meetings/working lunches where only Company staff attends, however, only Managers are able to authorize. The most senior level employee in attendance must pay for the expense.
- Approved by employee's direct Manager

The Company will pay for reasonable employee meal expenses off Company premises that do not involve an outside customer, vendor, or employee based in a different work site only when the event is part of a pre-approved event for team building. As with other meal charges, the most senior level employee must pay for the expense.

6.11 TIPS AND GRATUITIES

Normal and customary tips and gratuities will be reimbursed by the Company when included on a receipt and submitted on an expense report. The most common of these allowable expenses is the gratuity (or tip), normally 15%-20%, added to a restaurant bill.

6.12 SPOUSE TRAVEL

It is not Company policy to reimburse spouse travel under any circumstances.

6.13 BUSINESS ENTERTAINING POLICY

Please note business entertaining must be distinguished from staff entertaining. Entertainment expenses have been disallowed as a business expense under the Tax Cuts and Jobs Act of 2017 ("**TCJA**") (Pub.L. 115-97)³, therefore, the Company will not be reimbursing entertainment expenses at this time.

6.14 WORKING LUNCHES

The Company policy allows for food to be provided during internal meetings where only Company staff attends, however only Managers are able to authorize working lunches. As with other meal and entertainment charges, the most senior level employee in attendance must pay for the expense.

6.15 SUNDRY EXPENSES

Other expenses (postage, etc.) may be claimed if reasonably incurred for Company business. If you are in doubt, you must check before incurring the expense. Receipts must always be presented to support claims.

6.16 MEDICAL

The traveler shall inform his or her supervisor and the Human Resources of any health risks that could be impacted by business travel.

6.17 PASSPORT/VISA/IMMUNIZATIONS

Employees must obtain the necessary immunizations and visas required for travel to specific countries. These costs are reimbursable provided they are required for business travel and are not otherwise covered under the medical plan.

SECTION 7: PROCEDURE FOR SUBMITTING EXPENSE REPORTS

7.1 TRAVEL EXPENSE REPORTS

Employee expense reports are to be completed via SAP Concur (reach out to management to ensure you are set up prior to attempting to submit). Reports must be prepared for 7 day periods, from Sunday to Saturday.

The name format for the expense report in Concur is **YYYYMMDDLASTNAME** based on Saturday's date (last day covered) in your trip. For example, the report name is "20210313SPRINGER" if your trip duration is from March 7, 2021 to March 13, 2021.

The manager should review the expense report promptly and either approve it or notify the employee of any questions or issues with such report. Approval of the expense report by the supervisor indicates the expenses comply with the *Company Travel & Expense Policy*. Failure to follow Company's guidelines when submitting expenses is considered a serious infraction and may lead to disciplinary actions taken against the employee, up to and including termination.

Expenses from employees traveling internationally are to be submitted based on the prevailing or incurred rate of exchange. Any deviations resulting from credit card purchases may be adjusted for in subsequent expense reports.

7.2 REIMBURSEMENT

The Company processes all approved expense reports twice per week on Tuesdays and Fridays, and employees will receive payment via direct deposit into the employee's account specified on file within 3 business



Spartan Partners Services LLC Hourly Summary of Available Coverage

Plan Year 2022

Spartan Partners Services LLC (Gage) provides a comprehensive benefits package to all full-time employees including medical, dental, vision, disability, life, accident and pet insurance. A summary of each coverage is shown below.

Plan Options:	Blue Care Network (BCN) HMO** No out-of-network coverage unless deemed an emergency	Blue Cross Blue Shield of Michigan (BCBSM) PPO with HSA Option**
Deductible	\$1,500 (Single) / \$3,000 (Family)	\$2,500 (Single) / \$5,000 (Family)
Coinsurance	Covered 80% after deductible	Covered 80% after deductible
Coinsurance Maximum	\$2,500 (Single) / \$5,000 (Family)	Not Applicable
Out of Pocket Maximum	\$6,600 (Single) / \$13,200 (Family)	\$4,000 (Single) / \$8,000 (Family)
Office Visit Copay (PCP/Spec.)	\$20/\$40	80% after deductible
Online Visits	\$20 copay	\$59 copay (applied to deductible)
Emergency Room	\$250 copay after deductible	80% after deductible
Hospitalization (In Patient or Out Patient)	Covered 80% after deductible	80% after deductible
Diagnostic Test & X-rays	Covered 80% after deductible	80% after deductible
High Tech. Imaging (MRI, CAT)	\$150 copay after deductible	80% after deductible
Prescription Drugs	\$4/\$15/\$40/\$80/ 20% max. \$200/20% max. \$300	\$15/\$50/\$70 or 50% (\$100 max.) All drug copays after deductible

***Chart above illustrates in network coverage only. See full benefit summary in the BenXpress Online System*



DENTAL

You have the choice of 2 plans to fit the needs of you and your family. Spartan Partners offers an EPO (Network Only) and a PPO option, both insured through Blue Cross Blue Shield of Michigan. Both plans utilize the BCBSM Blue Dental PPO Network.

Plan Options:	BCBSM EPO (Core)		BCBSM PPO (Buy-Up)	
	PPO Dentist	Out-of-Network	PPO Dentist	Out-of-Network Balance billing may apply
Deductible (Single/Family)	\$25/\$75	Not Covered	\$25/\$75	\$25/\$75
Diagnostic & Preventive	Covered at 100%		Covered at 100%	Covered at 100%
Basic Services	Covered at 80%		Covered at 80%	Covered at 80%
Major Services	Covered at 50%		Covered at 50%	Covered at 50%
Ortho Services	Not Covered		Covered at 50%	Covered at 50%
Annual Maximum	\$1,000		\$1,000	
Lifetime Ortho Max.	N/A		\$1,000	

VISION

Vision coverage is offered through Blue Cross Blue Shield of Michigan utilizing the VSP Network

Eye Exams	Covered once every 12 months - \$5 Copay
Lenses	Covered once every 12 months - \$10 Copay (1 copay for both lenses & frames)
Frames	Covered once every 24 months. Provides \$130 retail allowance after \$10 Copay
Contact Lenses	Covered once every 12 months. Medically Necessary: Covered 100% after \$10 copay Elective: \$130 Allowance
Non-participating providers are reimbursed based on pre-determined amount	

ADDITIONAL BENEFITS

In addition to the above benefits, Spartan Partners offers Employer paid Life/AD&D, and Short-Term Disability. Also available for the employee is an Employee Assistance Program through Dearborn Group, an HSA through BCBSM/Health Equity, and Voluntary coverages such as Pet Insurance, Voluntary Term Life/AD&D and Accident Coverage. See below for a brief overview of these coverages.

Employer Paid Life & AD&D Insurance – Dearborn Group	Flat \$15,000 Benefit
Short Term Disability – Dearborn Group	Flat \$300 per week benefit
Voluntary Life/AD&D Employee Amounts – Dearborn Group	\$10,000 increments to a \$500,000 max Guaranteed Issue (newly eligible only) \$50,000
Voluntary Life/AD&D Spouse Amounts – Dearborn Group	Up to 50% of EE amount to a \$250,000 max (\$5,000 increments) Guaranteed Issue (newly eligible only) \$10,000
Voluntary Life/AD&D Child Amounts – Dearborn Group	Up to 100% of EE amount to a \$10,000 max (\$1,000 increments)
Voluntary Accident – Dearborn Group	Pays benefits based on the injury you receive and the treatment you need. Offered as a voluntary benefit
Voluntary Pet Insurance – Nationwide	Pet Insurance offered as a voluntary benefit
Employee Assistance Program – Dearborn Group	EAP provided through Dearborn Group at no additional cost to you
Health Savings Account (when the PPO is elected) – BCBSM / Health Equity	Can elect up to: \$3,650 annual maximum for Single (pre-tax payroll deduction) \$7,300 annual maximum for Family (pre-tax payroll deduction)

Please refer to the full benefit summary in the BenXpress Online System for a thorough review of your benefits

Employee Contributions

Medical Options		
Blue Care Network	Tier	Weekly Employee Contribution
BCN HMO	Employee Only	\$19.03
	Two-Person	\$40.83
	Family	\$57.10
Blue Cross Blue Shield of Michigan (PPO)	Tier	Weekly Employee Contribution
BCBSM PPO	Employee Only	\$26.16
	Two-Person	\$57.95
	Family	\$78.49
Dental Options		
Blue Cross Blue Shield of Michigan	Tier	Weekly Employee Contribution
Blue Dental EPO (Core)	Employee Only	\$0.00
	Two-Person	\$3.66
	Family	\$9.15
Blue Dental PPO (Buy-up)	Employee Only	\$2.07
	Two-Person	\$7.81
	Family	\$16.42
Vision Option		
Blue Cross Blue Shield of Michigan / VSP	Tier	Weekly Employee Contribution
VSP 12-12-24	Employee Only	\$0.93
	Two-Person	\$1.86
	Family	\$3.09
Accident Coverage		
Dearborn Group	Tier	Weekly Employee Contribution
Dearborn Group Accident	Employee Only	\$2.85
	Employee + Spouse	\$4.71
	Employee + Child(ren)	\$5.52
	Family	\$8.64

Voluntary Life/AD&D Rates can be found in the full Spartan Partners Services LLC benefits guide.

Pet Insurance Rates (as well as obtaining more information and securing coverage) can be found at: www.petinsurance.com/gageusa

Every effort is made to provide an accurate description of benefits offered. However, should there be a discrepancy between this document and a plan document, the plan document will prevail.



Spartan Partners Services LLC Salaried Summary of Available Coverage

Plan Year 2022

Spartan Partners Services LLC (Gage) provides a comprehensive benefits package to all full-time employees including medical, dental, vision, disability, life, accident and pet insurance. A summary of each coverage is shown below.

Plan Options:	Blue Care Network (BCN) HMO** No out-of-network coverage unless deemed an emergency	Blue Cross Blue Shield of Michigan (BCBSM) PPO with HSA Option**
Deductible	\$1,500 (Single) / \$3,000 (Family)	\$2,500 (Single) / \$5,000 (Family)
Coinsurance	Covered 80% after deductible	Covered 80% after deductible
Coinsurance Maximum	\$2,500 (Single) / \$5,000 (Family)	Not Applicable
Out of Pocket Maximum	\$6,600 (Single) / \$13,200 (Family)	\$4,000 (Single) / \$8,000 (Family)
Office Visit Copay (PCP/Spec.)	\$20/\$40	80% after deductible
Online Visits	\$20 copay	\$59 copay (applied to deductible)
Emergency Room	\$250 copay after deductible	80% after deductible
Hospitalization (In Patient or Out Patient)	Covered 80% after deductible	80% after deductible
Diagnostic Test & X-rays	Covered 80% after deductible	80% after deductible
High Tech. Imaging (MRI, CAT)	\$150 copay after deductible	80% after deductible
Prescription Drugs	\$4/\$15/\$40/\$80/ 20% max. \$200/20% max. \$300	\$15/\$50/\$70 or 50% (\$100 max.) All drug copays after deductible

***Chart above illustrates in network coverage only. See full benefit summary in the BenXpress Online System*



DENTAL

You have the choice of 2 plans to fit the needs of you and your family. Spartan Partners offers an EPO (Network Only) and a PPO option, both insured through Blue Cross Blue Shield of Michigan. Both plans utilize the BCBSM Blue Dental PPO Network.

Plan Options:	BCBSM EPO (Core)		BCBSM PPO (Buy-Up)	
	PPO Dentist	Out-of-Network	PPO Dentist	Out-of-Network Balance billing may apply
Deductible (Single/Family)	\$25/\$75	Not Covered	\$25/\$75	\$25/\$75
Diagnostic & Preventive	Covered at 100%		Covered at 100%	Covered at 100%
Basic Services	Covered at 80%		Covered at 80%	Covered at 80%
Major Services	Covered at 50%		Covered at 50%	Covered at 50%
Ortho Services	Not Covered		Covered at 50%	Covered at 50%
Annual Maximum	\$1,000		\$1,000	
Lifetime Ortho Max.	N/A		\$1,000	

VISION

Vision coverage is offered through Blue Cross Blue Shield of Michigan utilizing the VSP Network

Eye Exams	Covered once every 12 months - \$5 Copay
Lenses	Covered once every 12 months - \$10 Copay (1 copay for both lenses & frames)
Frames	Covered once every 24 months. Provides \$130 retail allowance after \$10 Copay
Contact Lenses	Covered once every 12 months. Medically Necessary: Covered 100% after \$10 copay Elective: \$130 Allowance
Non-participating providers are reimbursed based on pre-determined amount	

ADDITIONAL BENEFITS

In addition to the above benefits, Spartan Partners offers Employer paid Life/AD&D, Short and Long-Term Disability. Also available for the employee is an Employee Assistance Program through Dearborn Group, an HSA through BCBSM/Health Equity, and Voluntary coverages such as Pet Insurance, Voluntary Term Life/AD&D and Accident Coverage. See below for a brief overview of these coverages.

Employer Paid Life & AD&D Insurance – Dearborn Group	1x's Annual Earnings to a \$200,000 maximum
Short Term Disability – Dearborn Group	60% of Weekly Earnings to a \$2,000 maximum
Long Term Disability – Dearborn Group	60% of Monthly Earnings to a \$7,500 maximum
Voluntary Life/AD&D Employee Amounts – Dearborn Group	\$10,000 increments to a \$500,000 max Guaranteed Issue (newly eligible only) \$50,000
Voluntary Life/AD&D Spouse Amounts – Dearborn Group	Up to 50% of EE amount to a \$250,000 max (\$5,000 increments) Guaranteed Issue (newly eligible only) \$10,000
Voluntary Life/AD&D Child Amounts – Dearborn Group	Up to 100% of EE amount to a \$10,000 max (\$1,000 increments)
Voluntary Accident – Dearborn Group	Pays benefits based on the injury you receive and the treatment you need. Offered as a voluntary benefit
Voluntary Pet Insurance – Nationwide	Pet Insurance offered as a voluntary benefit
Employee Assistance Program – Dearborn Group	EAP provided through Dearborn Group at no additional cost to you
Health Savings Account (when the PPO is elected) – BCBSM / Health Equity	Can elect up to: \$3,650 annual maximum for Single (pre-tax payroll deduction) \$7,300 annual maximum for Family (pre-tax payroll deduction)

Please refer to the full benefit summary in the BenXpress Online System for a thorough review of your benefits

Employee Contributions

Medical Options		
Blue Care Network	Tier	Bi-Weekly Employee Contribution
BCN HMO	Employee Only	\$38.07
	Two-Person	\$81.66
	Family	\$114.20
Blue Cross Blue Shield of Michigan (PPO)	Tier	Bi-Weekly Employee Contribution
BCBSM PPO with HSA Option	Employee Only	\$52.33
	Two-Person	\$115.90
	Family	\$156.99
Dental Options		
Blue Cross Blue Shield of Michigan	Tier	Bi-Weekly Employee Contribution
Blue Dental EPO (Core)	Employee Only	\$0.00
	Two-Person	\$7.32
	Family	\$18.30
Blue Dental PPO (Buy-up)	Employee Only	\$4.15
	Two-Person	\$15.63
	Family	\$32.84
Vision Option		
Blue Cross Blue Shield of Michigan / VSP	Tier	Bi-Weekly Employee Contribution
VSP 12-12-24	Employee Only	\$1.86
	Two-Person	\$3.73
	Family	\$6.19
Accident Coverage		
Dearborn Group	Tier	Bi-Weekly Employee Contribution
Dearborn Group Accident	Employee Only	\$5.70
	Employee + Spouse	\$9.42
	Employee + Child(ren)	\$11.03
	Family	\$17.28

Voluntary Life/AD&D Rates can be found in the full Spartan Partners Services LLC benefits guide.

Pet Insurance Rates (as well as obtaining more information and securing coverage) can be found at: www.petinsurance.com/gageusa

Every effort is made to provide an accurate description of benefits offered. However, should there be a discrepancy between this document and a plan document, the plan document will prevail.



Adult Use Retailer & Medical Provisioning Center Renewal Application

2712 Portage Road, Kalamazoo, MI 49001

COMMUNITY BENEFITS STATEMENT

Thrive Enterprises LLC (“Thrive Enterprises” uses the names “Cookies,” “Gage Cannabis Company,” or “GAGE” interchangeably) has delivered value to many municipalities which range in size from small townships to the City of Detroit.

Cookies already employs hundreds of Michigan residents, and we are growing at an incredible rate. Every facility that is owned and operated by Cookies employs 13 Michigan residents and 7 Kalamazoo County residents. As much as possible, Cookies hires local talent. In every municipality, Cookies is committed to positively impacting the communities which have accepted us into the local business community.

Cookies currently employs 13 people at our Adult Use Retailer and Provisioning Center on 2712 Portage Road in Kalamazoo. We employ:

- 1 – General Manager; up to \$85,000 annual salary
- 2 - Assistant Managers; – up to \$55,000 annual salary
- 1 - Inventory Manager; up to \$55,000 annual salary
- 7 - Product Specialists; up to \$36,000 annually
- 2 - Inventory Specialists; up to \$38,000 annually

Annually, these positions aggregately generate nearly \$550,000 in wages. These wages are used to further strengthen the municipalities in which our employees reside.

Cookies is proud to provide all its employees with competitive benefits. Whether answering phones or making strategic decisions, every employee of Cookies may elect to have medical, dental, vision, life, and disability insurance. Further, Cookies understands that life happens, and a healthy workforce is a productive workforce. Accordingly, Cookies has relaxed policies toward vacation time and family leave. Please see Cookies’ Staffing Plan.

Cookies has developed a rigorous employee training program to ensure that our employees comport their actions to local requirements and state law. Further, Cookies has developed standard operating procedures (SOPs) consistent with state law to eliminate operational variability amongst our establishments. See Staffing Plan. In addition, Cookies has extensive training programs for its Kalamazoo employees. In total, there are currently over 50 training SOPs, quizzes and other checklists that Cookies uses to further the education of its employees. These training materials touch on daily operations, sanitation, inventory control, marketing, customer service, compliance, safety, security and quality assurance.

We have established positive relationships with our neighbors, and engagement throughout the broader City of Kalamazoo/Kalamazoo County community (“Local Community”). We do this in a myriad of ways.

In 2021 we:

- Held a food drive during the month of November with the food being donated to SW Michigan Food Bank; and

This Document contains sensitive nonpublic business data and information, and thus is exempt from disclosure pursuant to any FOIA statute.



Adult Use Retailer & Medical Provisioning Center Renewal Application

2712 Portage Road, Kalamazoo, MI 49001

- Held a warm clothing drive for coats, hats, gloves/mittens, scarves, socks, etc. Clothing was donated to local area shelters.

In 2022 we:

- Held a canned food drive during the month of November with the food being donated to SW Michigan Food Bank; and
- Held a warm clothing drive for coats, hats, gloves/mittens, scarves, socks, etc during the month of December. Clothing was donated to local area shelters.
- Cookies began participating in the Last Prisoner Project's (LPP) Roll It Up For Justice Program, which grants customers an opportunity to donate to the LLP at checkout. Last Prisoner Project is an organization who works to free individuals still unjustly imprisoned for cannabis.
- Cookies donated \$50,000 social equity grant to the MidWest Canna Nurses.

We are still in the planning phase for 2023 but have begun outreach to community partners for volunteer opportunities. We are working to expand our outreach for community service and additional potential partners include:

- Loaves and Fishes: A food bank with the mission to feed hungry people and engage the community in the fight to end hunger.
- The Kalamazoo Community Foundation: A foundation that gives back by making strategic community investments and has prioritized equity and education in the community.
- Gryphon Place: A center that offers suicide prevention resources including a 24/7 hotline and is the leading agency for suicide prevention in the area.

Additionally, we developed a professional rapport with local law enforcement agencies and a coherent contingency plan for incidents that require law enforcement involvement at our facility including setting up active shooter & emergency response training. We have open communication with Local law enforcement officials to make sure our security design stays up-to-date for any potential safety changes that may be needed.

For community outreach, as mentioned in our initial application, the first practical measure was becoming familiar with our location and reaching out to business owners and neighbors that are near our Medical and Adult Use marihuana facility. These individuals and businesses/organizations have received the name of one or more employees on our staff whom they can notify day or night if there is a problem impacting them or that they feel may impact us. Additionally, we reach out to these individuals on a monthly or quarterly basis in-person or online through a webchat session to ensure that there are no unreported problems.

If a complaint is received the following protocol will be used:

- The complaint will be forwarded to the General Manager or the Security Agent if not originally filtering through those employees
- The complaint will be investigated by:
 - Reaching out to the complainant.
 - Investigating the facts and circumstances surrounding the complaint.

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Adult Use Retailer & Medical Provisioning Center Renewal Application

2712 Portage Road, Kalamazoo, MI 49001

- Management will address the complaint in one of three urgency levels and according whether it is under our control (i.e. our business, our employees vs. patients and circumstances beyond our control):
 - **High** – meaning it is a violation of law, administrative rule, or local ordinance. (Example – marihuana odor is significant beyond the facility envelope.)
 - **Medium** – it is not a violation of law, administrative rule, or local ordinance but significantly interferes with the local community in some material way. (Example – traffic is at a higher volume than is anticipated.)
 - **Low** – it is not a violation of law, administrative rule, or local ordinance, and does not interfere with the local community in any significant way. (Example – a neighbor doesn't like the clientele of the provisioning facility.)
- All **High-Level complaints** will be addressed immediately and corrected as soon as practicable. The Locality and LARA/MRA will be notified if required.
- All **Medium-Level complaints** will be addressed with the complainant and steps will be made to come to an amicable solution with the cooperation of the complainant and the Company as soon as practicable.
- All **Low-Level complaints** will be communicated to the complainant and a potential solution proposed that is beneficial for the complainant and the Company if possible. Not all Low-level complaints will be solvable depending on their nature (i.e. measures out of our control, or the existence of the operation may be a complaint, but there is no workable solution to anyone who complains about this.)
- Any Complaints regarding elements out of the Company's control will be addressed through communication with the complainant and do our best to address and correct all points of soreness with our neighbors in the Local Community.
 - But solutions may not be within the Company's control.

Once we have established positive relationships with our neighbors, we also wish to engage the broader Local Community. We will do this in a myriad of ways: We plan to join local trade associations and business groups such as the Local Community Chamber of Commerce and Business Association. We wish to network and work cooperatively amongst our fellow neighbors, colleagues, and friends to help with pro-business initiatives in the Local Community and to give back to the community through service-oriented projects.

Additionally, we will develop a professional rapport with local law enforcement agencies and a coherent contingency plan for incidents that require law enforcement involvement at our facility. Local law enforcement officials will be invited on-site to mitigate potential security risks, and vulnerabilities and assist in the development or innovation of the current security design. We have already identified and reached out to local law enforcement.



Adult Use Retailer & Medical Provisioning Center Renewal Application

2712 Portage Road, Kalamazoo, MI 49001

SOCIAL EQUITY PLAN

Please find the answers to the Kalamazoo Renewal Application and the City of Kalamazoo ordinances regarding the Social Equity Plan below.

Social Equity and Kalamazoo Plan

Thrive Enterprises LLC (Thrive Enterprises LLC uses the names “Cookies,” “Gage Cannabis Company,” or “GAGE” interchangeably) identifies Social Equity as a fundamental tenet of the company's corporate philosophy. Cookies’ has a progressive grant program offers nearly \$1 million to companies located in cities disproportionately impacted by marijuana prohibition.

Cookies recognizes that the growth of the Michigan cannabis industry is directly related to the ability of individual municipalities to prosper from the success of their local entrepreneurs. Through our social equity initiative, Cookies enables selected entrepreneurs to expand their business endeavors by offering them the funds they need to either kick-start or grow their businesses.

In 2019:

- Cookies donated \$50,000 to its first recipient of the Society Equity Program, Redemption Cannabis. Founded by Ryan Basore, Redemption Cannabis is a Lansing-based marijuana company that donates a portion of its proceeds to less fortunate families affected by marijuana prohibition.

In 2020:

- Cookies funded the Runners High 5k 2-hour walk/run on Belle Isle in Detroit. All proceeds and donations were used to fund university-based marijuana research projects at various academic institutions within the state of Michigan.

In 2021:

- Cookies awarded two Social Equity Recipients a total of \$100,000.
- Cookies conducted an 8-week virtual Social Equity Cohort Program to educate people on how to apply for social equity grants; develop, plan, and run a marijuana business.
- Cookies participated in Expungement Fairs throughout Michigan.

In 2022:

- Cookies began participating in the Last Prisoner Project’s (LPP) Roll It Up For Justice Program, which grants customers an opportunity to donate to the LLP at checkout. Last Prisoner Project is an organization who works to free individuals still unjustly imprisoned for cannabis.
- Cookies donated a \$50,000 social equity grant to the MidWest Canna Nurses.



**Adult Use Retailer & Medical Provisioning Center
Renewal Application**

2712 Portage Road, Kalamazoo, MI 49001

We are excited about what is in store for 2023. We are still in the planning phase for 2023 but have begun outreach and Cookies plans to continue our round-up program with the Last Prisoner Project.

On behalf of the Cookies team, we look forward to the opportunity to support the City of Kalamazoo by funding local businesses and participating in many other community outreach initiatives.



GRETCHEN WHITMER
GOVERNOR

STATE OF MICHIGAN
DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS
LANSING

ORLENE HAWKS
DIRECTOR

April 4, 2023

Thrive Enterprises LLC (DBA: Gage Cannabis Company)
1551 Academy St
Ferndale, MI 48220

The Cannabis Regulatory Agency's social equity team reviewed your form for the Social Equity All-Star Program and would like to congratulate you on your acceptance into the program at the gold level. The following license numbers will be displayed on our website under the gold level. These license numbers were provided on your form:

- AU-P-000276
- AU-R-000259
- AU-R-000466
- AU-R-000601
- AU-R-000693

Now that you have been accepted into the Social Equity All-Star Program here are some important things to know:

- You are being awarded a digital copy of your Social Equity All-Star Program Gold seal. Feel free to use this seal on your website, social media, or in your licensed establishment(s) in any way that makes sense to highlight the establishment's efforts.
- Acceptance into this program is only valid for one year. In order to remain active in the program you will need to submit a Social Equity All-Star Program Renewal form each year you want to participate.
 - If at any time you would like to update your plans on the CRA website, you can email us your updated plan along with the [Social Equity All-Star Program Amendment form](#).

If there are any questions regarding this acceptance letter, please contact the social equity team via email at CRA-SocialEquity@Michigan.gov.

Thank you,

Social Equity Representative
Cannabis Regulatory Agency
www.michigan.gov/CRA



EDC Board of Directors Staff Report

City of Kalamazoo

TO: The Economic Development Corporation Board of Directors

FROM: Paul Thuringer, Economic Development Supervisor

DATE: May 4, 2023

SUBJECT: Approval of a recommendation to the City Clerk to Approve the 1-year renewal of the Adult Use Marijuana Business Permit for WTOG, LLC DBA Rair
(Action: Approval of a recommendation to the City Clerk to Approve the 1-year renewal of the Adult Use Marijuana Business Permit for WTOG, LLC DBA Rair) - Roll Call Vote

SUMMARY:

BACKGROUND:

At the February meeting, the EDC recommended a 90-day probationary renewal for Windsor Township OG, LLC dba Rair. This would allow them time to get their pending personal property tax statement filed and approved. Recently, staff has received documentation that this has been completed. Staff recommends to the EDC that they be renewed for a period of one year.

RECOMMENDATION:

Approval of a recommendation to the City Clerk to Approve the 1-year renewal of the Adult Use Marijuana Business Permit for WTOG, LLC DBA Rair **(Action: Approval of a recommendation to the City Clerk to Approve the 1-year renewal of the Adult Use Marijuana Business Permit for WTOG, LLC DBA Rair) - Roll Call Vote**