

NON-EMPLOYEE BUSINESS PARTNER OUT-OF-POCKET EXPENSE POLICY

1. PURPOSE & SCOPE

1.1 Purpose

1.1.1 The purpose of this policy is to provide requirements and establish procedures for contractors, suppliers, service providers, consultants, and other non-employee business partners (collectively “Non-Employee Business Partners”) incurring out-of-pocket business expenses, including travel expenses, while conducting work and services on behalf of SkyWater Technology, Inc. or its affiliates (“SkyWater”).

1.2 Scope

1.2.1 Travel policy applies to any and all Non-Employee Business Partners.

1.2.2 Except as agreed by SkyWater in writing, Non-Employee Business Partners are not authorized to invoice SkyWater for out-of-pocket expenses incurred by the Non-Employee Business Partner in connection with providing services to SkyWater.

1.2.3 All out-of-pocket expenses covered by this policy which SkyWater has agreed to reimburse the Non-Employee Business Partner for must be reasonable in nature, necessary in connection with the services to SkyWater, and invoiced in the amount actually incurred by the Non-Employee Business Partner.

2. RESPONSIBILITIES

2.1 SkyWater

2.1.1 SkyWater Corporate Finance owns this policy and is responsible for defining its requirements.

2.1.2 The sponsoring SkyWater department/budget owner is responsible for reviewing out-of-pocket expense charged by Non-Employee Business Partners for policy compliance and are ultimately responsible for acceptance and approval of out-of-pocket expenses incurred by Non-Employee Business Partners.

2.2 Non-Employee Business Partners



- 2.2.1 Non-Employee Business Partners are responsible for complying with the requirements of this policy.
- 2.2.2 Non-Employee Business Partner shall not charge expenses in a manner that will result in personal profit or additional expense to SkyWater. Failure to comply with the requirements of this policy may result in no reimbursement of expenses incurred, delayed reimbursement of expenses incurred, and/or be deemed a breach of contract with the Non-Employee Business Partner.
- 2.2.3 Non-Employee Business Partners are required to use alternative communication methods (video/audio conferencing/telepresence) in lieu of business travel unless in person meetings and communications is essential for business outcomes.

3. OPERATING PROCEDURES

3.1 Travel authorization

- 3.1.1 Non-Employee Business Partners must obtain advanced authorization for each business trip before booking flights and hotels. Travel should be approved more than 14 days prior to the date of travel. Exemptions to the 14-day advanced notice period include business emergencies or unforeseen business necessity – such instances require the Non-Employee Business Partner to explain the emergency or unforeseen necessity to their SkyWater contact.

3.2 Class of Service

- 3.2.1 Domestic and International air travel must be in Economy Class/Main Cabin. Economy Plus or Economy Comfort Class is allowed on an any overseas flight leg in excess of 6 hours.
- 3.2.2 Non-Employee Business Partners can select an upgradable ticket above Economy Class/Main Cabin at their own cost or by using their personal frequent flyer miles provided the flight costs incurred represent the lowest cost available fare at the time of booking air travel.

3.3 Lowest cost available fare

- 3.3.1 It is the Non-Employee Business Partner's responsibility to take the lowest cost available fare when booking air travel.

3.4 Frequent traveler programs



- 3.4.1 Non-Employee Business Partners are permitted to keep any benefits of non-cash received from frequent flyer and other promotional programs offered by air carriers, hotels, rental cars, etc.
- 3.4.2 Cash rebates (or their equivalents, e.g., U.S. Bonds, and /or credit vouchers) which are provided to Non-Employee Business Partners when booking travel must be used to offset the amounts invoiced to SkyWater as out-of-pocket travel expenses.
- 3.4.3 Under no circumstances will a Non-Employee Business Partner be permitted to alter cost efficient travel plans in order to realize a frequent flyer or business benefit of either a cash or non-cash nature.
- 3.5 Personal travel
- 3.5.1 Non-Employee Business Partners will not be reimbursed for the cost of personal travel. SkyWater will not bear the cost of any personal travel when personal travel is combined with business travel. SkyWater will not reimburse any excess travel costs incurred by Non-Employee Business Partners to accommodate the personal travel aspects of a combined personal and business trip (e.g., flight costs in excess of the lowest cost available fare had the trip been booked exclusively for travel and not on a combined basis).
- 3.5.2 If personal travel is combined with business travel, only the business travel portion will be reimbursed. Non-Employee Business Partners must indicate to their SkyWater contract whether their travel includes any aspect of personal travel when soliciting approval to travel.
- 3.6 Cancellations, changes and missed flights
- 3.6.1 In the event of a flight cancelation or flight change, the Non-Employee Business Partner is responsible for bearing any additional costs (e.g., change fees, flight differentials, etc.) if the cancelation or change was required by, or at the discretion of, the Non-Employee Business Partner. The cost of canceling or changing a flight due to requirements not previously agreed to by the parties and imposed by SkyWater can be invoiced to SkyWater.
- 3.7 Passports and visas
- 3.7.1 The cost of obtaining a passport or travel visa by a Non-Employee Business Partner are the responsibility of the Non-Employee Business Partner and will not be reimbursed by SkyWater. Similarly, the cost of any



travel programs (e.g., TSA PreCheck, Clear, etc.) are the responsibility of the Non-Employee Business Partner and will not be reimbursed by SkyWater.

3.8 Lodging

3.8.1 Non-Employee Business Partners must select reasonable accommodations when booking lodging. The cost of luxury accommodations will be deemed excessive and will not be reimbursed by SkyWater.

3.8.2 Non-Employee Business Partners must not book hotels based on individual club memberships in order to gain personal advantage points.

3.8.3 Non-Employee Business Partners are responsible for canceling hotel rooms if no longer needed. In the event of a cancellation, the Non-Employee Business Partner is responsible for bearing any lodging costs incurred if the cancellation was required by, or at the discretion of, the Non-Employee Business Partner. The cost of canceling lodging due to requirements not previously agreed to by the parties and imposed by SkyWater can be invoiced to SkyWater to a limit of one night of accommodations.

3.9 Ground transportation

3.9.1 Rental cars will be booked in the midsize category.

3.9.2 Non-Employee Business Partners may book one class of car higher when two or more Non-Employee Business Partners are traveling together.

3.9.3 When cars in the authorized class are not available, the Non-Employee Business Partner can accept an upgrade provided there is no extra cost incurred or invoiced to SkyWater.

3.9.4 Non-Employee Business Partners can select a car above midsize at their own cost provided the costs invoiced to SkyWater are not in excess of the midsize pricing.

3.10 Rental car insurance

3.10.1 SkyWater will not reimburse the cost of any rental insurance utilized by Non-Employee Business Partners.

3.11 Car rental accidents



- 3.11.1 SkyWater is not responsible and will not reimburse for any costs incurred in the event of an accident to which a Non-Employee Business Partner is party to.
- 3.12 Supplementary transportation
- 3.12.1 Non-Employee Business Partners may utilize ride services such as Uber, Lyft, taxi, hotel shuttle, or light rail as first option or may rent a car if warranted.
- 3.12.2 Private limousines or car services should not be used unless given specific instructions or permission by SkyWater.
- 3.12.3 Transportation expenses include but are not limited to Uber, Lyft, taxi fares, airport shuttle fares, rental car fees, fuel charges, tolls, and parking fees. Reimbursement amounts are limited to actual amounts spent.
- 3.13 Airport parking
- 3.13.1 Short-term parking will be reimbursed for trips lasting less than two days in duration. Long-term parking must be used for trips lasting more than two days.
- 3.14 Meal allowance
- 3.14.1 Reimbursements are authorized for the actual cost of the meal not to exceed \$75 per day while traveling.
- 3.14.2 Non-Employee Business Partners may only claim their portion of a meal, if not dining for official business or when dining with a non-SkyWater employee. Meal sharing or splitting is not allowed between SkyWater employees and Non-Employee Business Partners.
- 3.15 Business meals
- 3.15.1 Business meals with SkyWater employees provided the meal directly precedes, includes, or follows a business discussion that would benefit SkyWater. Non-traveling business meals shall not exceed \$25 per person for lunch and \$50 per person for dinner.
- 3.15.2 A Non-Employee Business Partner must be present at the meal to be considered a business meal.
- 3.16 Medical expense



3.16.1 SkyWater is not responsible and will not reimburse for the cost of any medical expenses or medical emergencies incurred by a Non-Employee Business Partner while on business travel, SkyWater will be responsible for only SkyWater related expenses.

3.17 Invoicing

3.17.1 Non-Employee Business Partners must submit out-of-pocket expenses no later than 60 days after incurrence of the expenses. Failure to comply with this requirement may result in no reimbursement or delayed reimbursement.

3.17.2 Out-of-pocket expenses are to be submitted in the form of an invoice, or a separate line item on an invoice, and must correspond to the correct Purchase Order (PO). Failure to comply with this requirement may result in no reimbursement or delayed reimbursement.

Receipts are not required to be submitted with invoices, but SkyWater reserves the right to request detailed listing of out-of-pocket expenses and the right to request detailed receipts for out-of-pocket expenses charge SkyWater that are greater than \$25. SkyWater retains this right for up to 90 days following the of submission of the invoice. Any receipt requests that cannot be furnished will not be reimbursed.

3.18 Other out-of-pocket expenses

3.18.1 Other out-of-pocket expenses incurred by Non-Employee Business should be limited and reasonable incremental costs required to service SkyWater. Such expenses should not include administration, technology, or other costs required of the Non-Employee Business Partners.