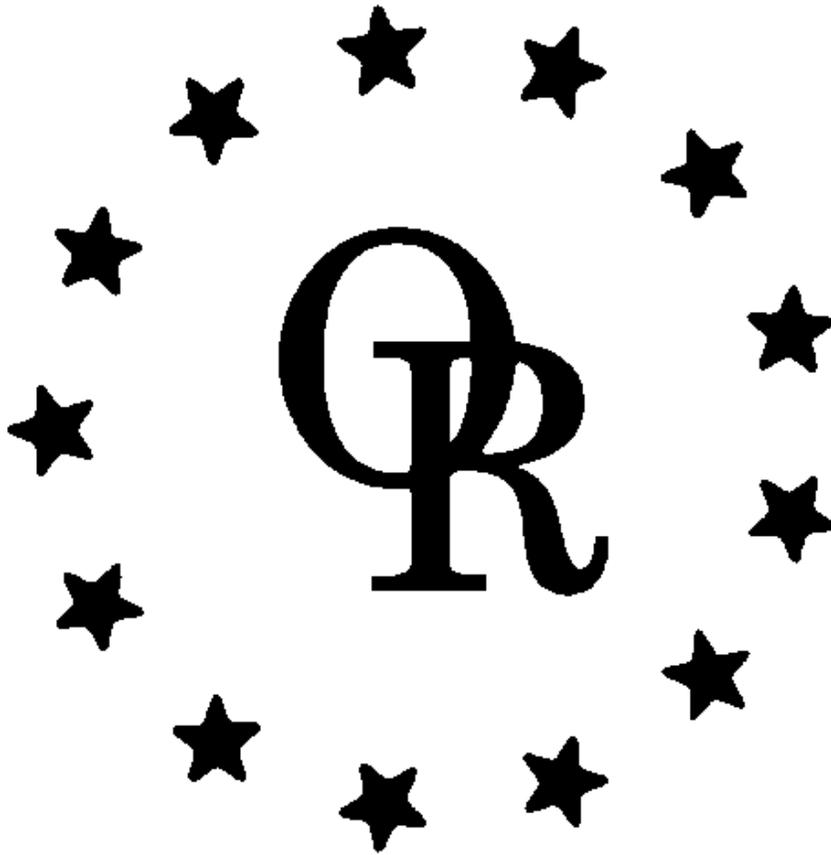


Old Republic Home Protection



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1. INTRODUCTION

This Employee “Handbook” contains guidelines that are intended to provide helpful information regarding our business and personnel practices, your benefits, hours and compensation, and other questions you may have regarding your employment with Old Republic Home Protection Co., Inc. (also referred to as the “Company”). The Handbook is intended as a general reference for our employees, and is not all-inclusive. Guidelines, policies, rules and work practices unique to a particular state's rules or regulations may be described in supplement(s) to this Handbook. Any references to California law within this Handbook likely do not apply to employees based in other States. Should the Company at its discretion apply any California standard to an employee outside of California, the Company’s action does not impose any legal duty upon Old Republic Home Protection Co., Inc.

The guidelines and policies described in this Handbook and its Supplements supersede all other policies, Handbooks, supplements, summaries, memoranda and bulletins previously distributed to you, as well as any representations, both oral and written, which may previously have been made to you by any representative of Old Republic Home Protection Co., Inc.

Some of the subjects described in the Handbook may be covered in detail in official benefit or insurance policy or plan documents. You should refer to these documents for specific information, since they contain the actual terms and conditions for eligibility and supersede anything contained in this Handbook.

This Handbook is neither to be construed as an employment contract for continuing employment nor as conferring any contract or other right, including, without limitation, a right to continued employment or employment for any specific period of time. Employment at Old Republic Home Protection Company, Inc. is at-will as provided in Policy 2C on page 4 below.

The benefits, guidelines, and policies described herein and provisions of this Handbook may, at the discretion of Old Republic Home Protection Co., Inc.'s management, be modified, revoked or supplemented by the organization unilaterally at any time, upon written notice, except for the policy of at-will employment which is not subject to change.

It is your responsibility to read this Handbook carefully. As the language in it is revised, you will be sent the revisions along with instructions as to what pages to delete and insert. Only written changes issued by the Human Resources Department and/or the Company’s President will be recognized. If you have any questions regarding the contents of this Handbook or any current or future Supplements to it, please discuss them with your immediate supervisor or the Human Resources Department. Failure to do so will result in the presumption that you have both read the Handbook and its Supplements and understand their contents.

2. GENERAL EMPLOYMENT POLICIES

A. EQUAL EMPLOYMENT OPPORTUNITY

Old Republic Home Protection Co., Inc. is an equal employment opportunity employer and does not discriminate against applicants or employees in accordance with applicable law on account of actual or perceived race, color, national origin, ancestry, sex/gender (including gender identity, gender expression, pregnancy, childbirth, breastfeeding and related medical conditions),

sexual orientation, age (40 and over), religion, creed, physical or mental disability, medical condition, genetic characteristics, marital status, registered domestic partner status, citizenship, military service status, arrest and court record (except as allowable by law) or any other status protected by applicable state or federal law, or local ordinance. Employees are also protected if they associate with a person who is, or is perceived to be, in one of those classifications. This policy applies to every aspect of employment, including, but not limited to: hiring, advancement, transfer, demotion, lay-off, termination, compensation, benefits, training and working conditions.

If an employee believes that he or she has been subjected to any violation of this policy, he or she should report the facts of the incident or incidents, names of the individuals involved, and the names of any witnesses to the employee's supervisor or Human Resources. The Company, in accordance with applicable law, will not retaliate against an employee for making a complaint and will not tolerate or permit retaliation by management or employees directed at anyone. Appropriate disciplinary action, up to and including termination of employment, may be taken against any employee violating this policy.

Old Republic Home Protection Co., Inc. will reasonably accommodate employees and applicants with disabilities, if the person is otherwise qualified to safely perform all of the essential functions of the position, in accordance with applicable law. **(Please refer to Policy 2D [Disability, Pregnancy and Lactation Accommodation] beginning on page 4 below.)**

B. POLICY AGAINST HARASSMENT

Old Republic Home Protection Co., Inc. is committed to providing a work environment that is free of unlawful discrimination. We do not take this commitment lightly. In keeping with this objective, the Company maintains a strict policy prohibiting unlawful harassment, including harassment based on any of the following categories: race, color, religion, sex/gender (including gender identity, gender expression, pregnancy, childbirth, breastfeeding or related medical conditions), physical disability, mental disability, medical condition, genetic characteristics, national origin, ancestry, age (40 and over), sexual orientation, marital status, registered domestic partner status, veteran status, or any other basis protected by applicable federal, state or local law or ordinance or regulation. Employees are also protected if they associate with a person who is, or is perceived to be, in one of those classifications. **All such harassment is prohibited.** The Company's policy prohibits all employees from engaging in harassment whether directed toward other employees or non-employees with whom the Company has a business, service or professional relationship. Similarly, all non-employees are prohibited from engaging in harassment at the Company.

Prohibited behaviors may include, but are not limited to, the following:

- Verbal conduct: e.g., suggestive, insulting or derogatory comments, epithets, innuendoes, sounds, jokes, teasing or slurs based on any of the above categories, and sexual propositions or threats.
- Physical conduct: e.g., assault, impeding or blocking movement, or any unwanted physical contact or interference with normal work or movement, including touching, pinching, brushing the body, impeding or blocking movement, contact or assault when directed at an individual because of any of the above categories.

- Visual conduct: e.g., derogatory posters, cartoons, graffiti, emails, blog or social media website postings, suggestive objects, pictures, letters or drawings; also such actions as leering, whistling or obscene gestures based on any of the above categories.
- Unwanted sexual advances: e.g., threats or demands to submit to sexual requests as a condition of continued employment, or to avoid some other loss, and offers of employment or some other contract benefits in return for sexual favors.
- Retaliation for having reported or threatened to report harassment.

Definition of Sexual Harassment: In particular, sexual harassment is defined as any unwelcome sexual advances, requests for sexual favors and other verbal or physical conduct of a sexual nature which (1) has been made either explicitly or implicitly a term or condition of an individual's employment (or other contract relationship), (2) is used as a basis for employment (or other contract) decisions such as promotions and benefits affecting such individual, or (3) substantially interferes with an individual's work (or contract) performance or creates an intimidating, hostile, or offensive working environment.

In addition, conduct based on any of the categories listed above, or any other characteristic protected by law, is not appropriate for the workplace and is prohibited, regardless of whether an individual makes a claim of prohibited behaviors.

Reporting a Harassment Complaint: Any employee who believes s/he has been subject to prohibited behaviors should immediately report the facts of the incident or incidents, the names of the individuals involved, and the names of any witnesses to any of the following individuals: his/her supervisor (if not the alleged harasser) or the Manager of Human Resources (or the President if the Manager of Human Resources is absent). All employees should immediately report any incidents of prohibited behaviors they witness to any Company supervisor. If you receive a complaint of prohibited behaviors from a non-employee, also immediately report the complaint to your supervisor or the Manager of Human Resources. No employee need fear any reprisal for reporting under this policy.

After a report is received, an internal investigation by management will be undertaken as soon as possible. The proceedings of an investigation will be kept confidential to the extent practicable, or to the extent consistent with adequate investigation and appropriate corrective action, and in accordance with applicable law. However, there are no guarantees of confidentiality with regard to a complaint or its investigation and resolution.

If the Company determines that a violation of this policy has occurred, effective remedial action will be taken in accordance with the circumstances involved. Any supervisor, agent or other employee who has been found by the Company, after investigation, to have violated this policy will be subject to discipline. Discipline may range from a warning up to and including termination (even for a first offense). Non-employees may be warned and could lose their business, service or professional relationship with the Company.

Whatever action is taken to correct the situation will be made known to the complaining individual. The Company will not retaliate against you for making a complaint and will not tolerate or permit retaliation by management, employees or co-workers directed at anyone. The

Company encourages employees and non-employees to report any incidents of harassment forbidden by this policy immediately so that complaints can be quickly and fairly resolved.

If the internal investigation does not remedy the illegal harassment to the employee's satisfaction, the employee may file a harassment charge with the local office of the California Department of Fair Employment and Housing (DFEH) (if employed in California) or notify the Federal Equal Employment Opportunity Commission (EEOC). Remedies available include back pay and reinstatement, as well as civil penalties. The law prohibits any employer from retaliating against any employee for filing a charge with the DFEH or EEOC, or for cooperating in any manner with the DFEH or EEOC in its investigation of the charge. The Department of Fair Employment and Housing can be reached at (800) 884-1684; the Federal Equal Employment Opportunity Commission can be reached at (510) 637-3230 or at the number listed in your local telephone directory.

If you have any questions concerning this policy, please feel free to contact your supervisor, the Manager of Human Resources, or any of the Company's Senior Management, up to and including the President.

C. EMPLOYMENT-AT-WILL

Employment with Old Republic Home Protection Co., Inc. is on an indefinite basis and it is not for a specified period of time. It can be terminated either by you or Old Republic Home Protection Co., Inc. at any time with or without cause or advance notice. Additionally, Old Republic Home Protection Co., Inc. may modify your employment, including demotion, duty changes, pay reduction, job location, or benefit changes, at any time with or without cause or advance notice; however, the at-will nature of your employment cannot be modified. No one other than the President of Old Republic Home Protection Co., Inc. may make any agreement contrary to the foregoing, and any such contrary agreement can only be made in writing signed and dated by you and the above titled individual. Nothing in this Handbook is intended to, nor should be read to alter or modify the at-will employment relationship that Old Republic Home Protection Co., Inc. maintains with its employees.

D. DISABILITY, PREGNANCY, AND LACTATION ACCOMMODATION

In furtherance of our society's commitment to end discrimination against qualified disabled individuals, it is the Company's policy that: no program or activity administered by the Company shall exclude from participation, deny benefits to or subject to discrimination any individual by reason of his or her disability as defined under state and federal laws.

Requests for accommodation should be made in writing to the Manager of Human Resources of the Company. The Company may require medical certification of both the disability and the need for accommodation. Keep in mind that the Company can only seek to accommodate the known physical or mental limitations of an otherwise qualified disabled individual. Therefore, it is your responsibility to come forward if you are in need of an accommodation. We further recognize that employees with life-threatening illnesses, including but not limited to cancer, heart disease and AIDS, may wish to continue engaging in as many of their normal pursuits as their condition allows, including work. As long as these employees are able to meet acceptable performance standards with or without reasonable accommodation, and medical evidence indicates that their

working does not present a safety threat (as defined by applicable law), they will be permitted to do so.

The Company may refuse to adopt an accommodation for reasons including, but not limited to, the following:

- the accommodation does not enable the disabled employee to sufficiently perform the "essential functions" of the job position;
- the accommodation poses a significant risk of a substantial safety harm;
- the accommodation requires that the Company violate safety laws, rules, regulations, or orders under the California Occupational Safety and Health Act or other applicable state or federal laws; and
- the accommodation otherwise creates an undue hardship on the Company.

Also, the Company will, upon the employee's request, and on the advice of her healthcare provider, grant requests for reasonable accommodation for pregnancy, childbirth or related medical conditions. The Company may require a doctor's certification of the condition and need for accommodation.

Further, the Company complies with all applicable law pertaining to lactation accommodation.

Finally, the Company is committed to not discriminating against any employee or applicant because they are related to or associated with a person with a disability.

E. IMMIGRATION REFORM AND CONTROL ACT

Under the provisions of the Immigration Reform and Control Act of 1986, all employees hired after November 6, 1986, must provide, within three (3) business days of their date of hire, proof of their identity and their authorization to work in the United States. Employees unable to provide proper documentation will not be allowed to continue to work for the Company, until proper documentation has been provided. 1-9 forms verifying identity and work authorization are to be completed and signed by each new employee. An Old Republic Home Protection Co., Inc. representative may make and keep copies of your identification and work authorization documents.

All applicants will be considered for open positions regardless of national origin and citizenship status in accordance with the provisions of the Immigration Reform and Control Act of 1986 and all regulations contained therein. All employees are expected to cooperate in ensuring that violations of the policy do not occur. All employment offers are contingent upon compliance with this policy.

3. EMPLOYEE CLASSIFICATIONS

Introductory Period: Each new Old Republic Home Protection Co., Inc. Employee's first ninety (90) days of employment is regarded as an Introductory Period during which both the employee and Old Republic Home Protection Co., Inc. have an early opportunity to evaluate the employee's compatibility, ability and interest in the job. All transfers and promotions within Old Republic Home Protection Co., Inc. are also subject to an introductory period.

During this time, the new employee will be provided with training and guidance, as appropriate, as determined by the Company. Under certain circumstances, the Introductory Period may be extended at the discretion of an employee's supervisor, based on the employee's performance or other relevant factors. Employment continues to be evaluated after the Introductory Period. Both during and after the Introductory Period, employment is not for any specific period of time and may be terminated at will, at any time, by either party, with or without cause, and with or without prior notice or warning(s). Please refer to the Employment-At-Will Policy in this Handbook.

Regular Full-Time: An employee who has completed the Introductory Period and is regularly scheduled to work and does work not fewer than thirty (30) hours each week. Regular Full-Time Employees are entitled to all federal and state mandated benefits and may enroll in Company sponsored benefits such as: medical/dental insurance, long term disability, employee supplemental life insurance, spouse supplemental life insurance, dependent children supplemental life insurance, and Employee Savings and Stock Ownership Plan, subject to eligibility requirements and conditions. Basic group life insurance and accidental death and dismemberment insurance are currently paid for by the Company and also subject to eligibility requirements and conditions. Regular Full-Time Employees are also eligible for paid time off and holidays and any other additional benefits as described in this Handbook. Regular Full-Time Employees who regularly work between 30 and 40 hours per week are eligible for pro-rated paid PTO and pro-rated paid holidays, based on the number of regularly scheduled hours worked per week, and any other additional benefits as described in this Handbook. Please also refer to **Policy 5A** (Maintaining Benefits Eligibility) beginning on **page 13** of this Handbook.

Regular Part-Time: An employee who has completed the Introductory Period and is regularly scheduled to work twenty-nine (29) or fewer hours each week. Regular Part-Time Employees are entitled to all federal and state mandated benefits such as: workers' compensation, unemployment insurance and social security. Regular Part-Time Employees are not eligible for Company sponsored benefits such as: medical/dental/vision insurance, basic group life insurance, accidental death and dismemberment, employee supplemental life insurance, spouse supplemental life insurance, dependent children supplemental life insurance, and long-term disability insurance. Regular Part-Time Employees are not eligible for paid time off and holidays. Regular Part-Time employees are eligible for participation in the Employee Savings and Stock Ownership Plan if they complete a minimum of 1,000 hours of service during the Plan year and meet certain other conditions as described by Plan documents.

Exempt: An employee whose position meets specific exemption tests established by the California Industrial Welfare Commission ("CIWC"), the Federal Fair Labor Standards Act ("FLSA") and/or other applicable law is exempt from overtime pay requirements. California exempt employees are provided a minimum guaranteed monthly salary in accordance with

California law. Exempt employees outside of California are provided a minimum guaranteed weekly salary in accordance with federal law.

Non-Exempt: An employee whose position does not meet the specific exemption tests of the FLSA, CIWC and/or other applicable law is entitled to the applicable overtime pay rate.

Classification Changes: Any changes to an employee's classification can only be made in writing by management, and are subject to approval of Human Resources.

4. HOURS OF WORK AND PAYROLL

A. HOURS OF WORK

Standard Workweek: The standard workweek for non-exempt employees is comprised of eight hours of work a day, five days per week, including a minimum of one-half hour unpaid meal period in the Call Center. The 8-hour shifts will usually be scheduled during regular business hours as determined by Management, based on business needs. The starting, ending and meal times may vary depending on your department. Check with your supervisor for more information on this topic.

Modified Workweek: The standard workweek may be modified if required by a particular job or department. If an employee requests a modified workweek, advance written approval is required from the supervisor and is subject to change, based on management's discretion, business needs, supervision needs, and/or other factors.

B. BREAKS AND MEAL PERIODS

For Call Center Employees:

Rest Breaks

Non-exempt employees are authorized and permitted paid rest breaks as required by applicable law. Non-exempt employees receive one rest break for each four hour work period or a "major fraction" of a work period (i.e. greater than two hours); however, any non-exempt employee who works less than 3½ hours in a day is not eligible to take a rest break. The number of breaks received is as follows:

1. Non-exempt employees who work between 3½ and 6 hours are entitled to one rest break.
2. Non-exempt employees who work more than 6 and up to 10 hours are entitled to two rest breaks.
3. Non-exempt employees who work more than 10 and up to 12 hours are entitled to three rest breaks.

A rest break is paid time when an employee is relieved of all work duties and responsibilities. Rest breaks should not be combined, added to a meal period, or taken at the very beginning or very end of the day. Insofar as practicable, rest breaks should be in the middle of each work period. Operations Support will schedule rest breaks for Call Center employees to best accommodate the needs of the department. If any employee is unable to take his/her scheduled

rest break, the employee must notify Operations Support at the time the employee is unable to take the rest break.

If a Call Center employee does not take a full rest break or fails to take it in a timely manner, and fails to notify Operations Support, it will be presumed that the employee voluntarily waived the scheduled rest break.

Meal Breaks

Employees in non-exempt positions are required to take a mandatory unpaid, uninterrupted meal break in accordance with applicable law. A meal break is an unpaid period when employees are relieved of all work duties and responsibilities, generally for the purpose of consuming a meal. Non-exempt employees may not perform any job duties or work-related activities during a meal break, including checking Company e-mail on their personal phones or other devices. Non-exempt employees are not allowed to eat lunch at their desks. Employees must record the time-out when taking a meal break and record the time back-in when they resume working, and are permitted to leave the worksite.

If non-exempt employees work more than five hours (5:01), they are required to take one unpaid meal break, to begin after working no more than 5 hours (5:00). Non-exempt employees working more than 10 hours (10:01) are required to take a second meal break to begin after working no more than 10 hours (10:00) of work. Employees working more than five hours, but less than six hours, may voluntarily waive their meal period. Employees working more than 10 hours, but less than twelve hours, may voluntarily waive their second meal period.

Using meal breaks to start work late or leave work early is not acceptable. Operations Support will schedule meal breaks for Call Center employees to best accommodate the needs of the department. If an employee is unable to take his/her meal break or take it in a timely manner, the employee must notify Operations Support before or at the time the employee is unable to take the scheduled meal break. Failure to follow this notification requirement may lead to discipline, at the Company's discretion.

If an employee does not take a full meal break or does not take it in a timely manner and fails to notify Operations Support, it will be presumed that the employee voluntarily waived the scheduled meal break.

For Non-Call Center Employees

Rest Breaks

Non-exempt employees are authorized and permitted paid rest breaks as required by applicable law. Non-exempt employees receive one rest break for each four hour work period or a "major fraction" of a work period (i.e. greater than two hours); however, any non-exempt employee who works less than 3½ hours in a day is not eligible to take a rest break. The number of breaks received is as follows:

1. Non-exempt employees who work between 3½ and 6 hours are entitled to one rest break.

2. Non-exempt employees who work more than 6 and up to 10 hours are entitled to two rest breaks.
3. Non-exempt employees who work more than 10 and up to 12 hours are entitled to three rest breaks.

A rest break is paid time when an employee is relieved of all work duties and responsibilities. Rest breaks should not be combined, added to a meal period, or taken at the very beginning or very end of the day. Insofar as practicable, rest breaks should be in the middle of each work period. Employees (other than employees in the Call Center) must self-police their rest breaks and ensure that they take their breaks every day. If any employee is unable to take his/her rest break time, the employee must notify his/her supervisor at the time the employee is unable to take the rest break.

If an employee does not take a full rest break or fails to take it in a timely manner, and fails to notify his/her supervisor, it will be presumed that the employee voluntarily waived the rest break.

Meal Breaks

Employees in non-exempt positions are required to take a mandatory unpaid, uninterrupted meal break in accordance with applicable law. A meal break is an unpaid period when employees are relieved of all work duties and responsibilities, generally for the purpose of consuming a meal. Non-exempt employees may not perform any job duties or work-related activities during a meal break, including checking Company e-mail on their personal phones or other devices. Non-exempt employees are not allowed to eat lunch at their desks. Employees must record the time-out when taking a meal break and record the time back-in when they resume working, and are permitted to leave the worksite.

If non-exempt employees work more than five hours (5:01), they are required to take one unpaid meal break, to begin after working no more than 5 hours (5:00). Non-exempt employees working more than 10 hours (10:01) are required to take a second meal break to begin after working no more than 10 hours (10:00) of work. Employees working more than five hours, but less than six hours, may voluntarily waive their meal period. Employees working more than 10 hours, but less than twelve hours, may voluntarily waive their second meal period.

Using meal breaks to start work late or leave work early is not acceptable. Employees must work at least one hour (1:00) in a day before taking a meal break, and must begin their meal break before starting their sixth hour of work (5:00). Employees must self-police their meal breaks and ensure that they take their meal breaks every day in a timely manner. If an employee is unable to take his/her meal break or take it in a timely manner, the employee must notify his/her supervisor before or at the time the employee is unable to take the meal break. Failure to follow this notification requirement may lead to discipline, at the Company's discretion.

If an employee does not take a full meal break or does not take it in a timely manner and fails to notify his/her supervisor, it will be presumed that the employee voluntarily waived the meal break.

C. OVERTIME

Overtime work by non-exempt employees is to be performed only as required or approved in advance (either orally or in writing) by the immediate supervisor (and/or Operations Support in the Call Center). Prior approval of a supervisor is required before overtime hours are worked. Non-exempt employees working overtime hours without approval will be paid for overtime worked, but are subject to disciplinary action, up to and including termination of employment, if overtime continues to be worked without the approval of the supervisor (or Operations Support in the Call Center), or if excessive overtime indicates possible work inefficiency.

Overtime pay for non-exempt employees is computed on the basis of total hours worked in a workday or workweek. Hours that are paid for but not worked (e.g., holidays, sick days, vacation, etc.) do not count as hours worked for overtime purposes.

It is not permissible for anyone to work 7 days in a workweek without written permission from your supervisor (or Operations Support in the Call Center). This includes those times when you are scheduled for the weekend rotation. If you find yourself scheduled 7 days in a workweek, please notify your supervisor immediately.

Non-exempt employees will receive overtime pay as provided by applicable federal and State law. **Non-exempt employees are not eligible for compensatory time off in lieu of overtime pay. Compensatory time off is not available to exempt employees.**

Exempt employees are employed in executive, managerial or certain professional or administrative positions, are guaranteed a weekly or monthly salary in accordance with applicable law and are paid the same salary from pay period to pay period regardless of how many hours are worked, unless deductions are permitted by applicable law. Exempt employees are compensated for their overall duties and contribution; they are not eligible to earn overtime pay or to have compensatory time off for working more than the normally scheduled time in a workweek.

D. TIMEKEEPING RECORDS (Non-Exempt Employees)

Non-exempt employees can perform no work when not “clocked in.”

The attendance of all non-exempt employees is recorded daily in Kronos Workforce Central timekeeping software by each employee and is exported by Payroll the day after the pay period ends. Exempt employees must submit an email to Payroll approved by their supervisor for paid time off within two (2) workdays following the occurrence if there is an unscheduled absence and before the time off if it is scheduled.

All non-exempt employees must utilize Kronos Workforce Central when they arrive for work at the beginning of the day and when they depart from work at the end of the day. Kronos Workforce Central must also record the employees' sign out and return time for meal periods or when employees leave the premises for personal reasons, as such periods are not part of the paid workday.

Employees cannot start work before they “clock in.” Employees are only to clock-in when they are fully prepared to immediately start work. Employees must clock-out as soon as they finish

their work. In other words, once an employee “clocks in” using Kronos Workforce Central timekeeping software, work is to commence immediately. Failure to do so is considered falsification of timekeeping records. Similarly, employees cannot perform any work after they “clock out.” For example, once a non-exempt employee clocks out, he or she is not permitted to view or otherwise use Company e-mail, even through the employee’s personal telephone, computer or other device.

Attendance records are Company records, and care must be exercised in recording the hours worked, overtime hours, and absences. An employee's Kronos timecard or record is a personal certification of all hours worked. It must be accurately maintained and therefore any proposed corrections must be given to the Supervisor immediately so that Human Resources may make any corrections. Under no circumstances may any other employee record another employee's time or make any notations on another employee's record. Employees are responsible for ensuring the accuracy of their Kronos timecards for the end of the pay period. Employees are to maintain their own Kronos timecards and may not have another employee “clock in or out” for them. Violations of this policy may result in disciplinary action, up to and including termination of employment, at management’s discretion.

E. PAYROLL

Although California exempt employees are guaranteed a monthly salary and other States’ exempt employees a weekly salary in accordance with applicable law, Old Republic Home Protection Co, Inc.'s payroll cycle for Exempt Employees is semi-monthly; paychecks are distributed on the 15th and the last day of the month. If the payday falls on a weekend, the preceding Friday will be payday, and if the payday is a holiday, the preceding workday is payday. **Commission and/or bonuses achieved on a month's production is paid to Exempt Sales Employees over the following two pay cycles.** Paychecks are given personally to Exempt Employees except for outside sales employees. Paychecks are mailed to Exempt Sales Employees. An agreement has been arranged with all Exempt Sales Employees who are not signed up for direct deposit that their paycheck may arrive after the pay date at their home of record. All other arrangements for mailing or picking up of paychecks must be made in writing in advance with the Payroll Department.

Old Republic Home Protection Co, Inc.'s payroll cycle for Non-Exempt Employees payroll is biweekly: paychecks are distributed every other Friday for time worked the previous two (2) weeks. Overtime and other adjustments are processed for the same pay period. For example, a designated pay period is January 1-14, the employee works overtime on the 9th and overtime on the 16th. The first pay cycle of January 1- 14 paid on January 19 will be for time worked (including overtime) for January 1-14. The following pay cycle of January 15-28 paid on February 2 will include time worked from January 15-28 plus any adjustments such as the overtime on the 16th. Non-exempt employee paychecks will be given personally to each employee by the Department Supervisor. All other arrangements for mailing or pick-up of paychecks must be made in advance with the immediate supervisor and the Payroll Department. Paychecks will not be given out before payday.

Employees may be paid by check or through direct deposit of funds with their bank or other financial institution (i.e., credit union) to either a savings or checking account at their bank of choice (provided such institutions have direct deposit capability). To activate direct deposit, employees must obtain a Direct Deposit Authorization form from Payroll. The completed form,

along with a voided personal check or savings deposit slip, should be returned to Payroll for processing. Due to banking requirements, it may take two or more payroll cycles to activate direct deposit. To make any changes to an existing direct deposit account you must obtain a Direct Deposit Change form from Payroll.

A lost paycheck will be replaced after a stop payment is confirmed. To the extent permitted by law, employees will be assessed a \$20 processing fee for a replaced check. If the lost paycheck is recovered and the Company identifies the endorsement as that of the employee, the employee must remit the amount of the replacement check to the Company within 24 hours of the time it is demanded.

F. PAYROLL DEDUCTIONS

Withholding Tax: Federal/State income taxes must be deducted (withheld) from your pay checks in accordance with schedules established by law. The amount of your tax deduction is based on your gross earnings and exemptions.

You can have more taxes deducted from your semi-monthly paycheck than the scheduled tables require. This is accomplished by filling in the section of the withholding form that authorizes the Payroll Department to deduct that amount. Contact your supervisor or the Payroll Department for the appropriate federal or state form.

Social Security: Each year a certain percentage of your salary must be deducted and together with an equal amount paid by the Company, forwarded to the Federal Social Security Fund.

Medicare, California State Disability Insurance and California Paid Family Leave Insurance: A certain percentage of your salary must also be deducted for Medicare, California State Disability Insurance “SDI” and California Paid Family Leave Insurance (“PFL”).

G. GARNISHMENTS AND OTHER COURT DEMANDS FOR PAYMENT

Old Republic Home Protection Co., Inc. will withhold amounts from your paycheck when required to do so by law or court order, which reduces your take home pay. The Company comports with applicable laws and regulations relating to the garnishment of your salary and will treat the matter as confidentially as practical and necessary. The Payroll Department will process all garnishments received, and will deliver a copy of the order to the employee as required by law.

H. ATTENDANCE, TARDINESS AND ABSENCE FROM WORK

Maintaining good attendance is a condition of employment and an essential job function of each employee’s job. Because Old Republic Home Protection Co., Inc. depends heavily upon its employees, it is important that employees report to work as scheduled. Dependability, attendance, punctuality, and a commitment to do the job right are essential at all times. Employees are expected to work on all scheduled workdays, during all scheduled work hours, and to report to work on time.

Excessive absenteeism or tardiness may result in discipline, up to and including termination of employment, at management’s discretion. Your regular attendance is of the utmost

importance for the efficient operation of your department. Your attendance record is a strong factor in your personal and professional success with Old Republic Home Protection Co., Inc. and it is carefully examined during performance reviews. Excessive absenteeism or tardiness, unless it is excused by applicable law, creates a hardship on Old Republic Home Protection Co., Inc., and your fellow employees. Non-exempt employees will not be paid for time missed due to tardiness and/or excessive absenteeism for which they have no accrued PTO available. Exempt employees may not be paid for time missed due to absences of a full day if they have no accrued PTO available.

In the event of an absence or late arrival at work, notify both the Operations Support Center and your direct Supervisor by telephone as early as possible or practicable and in no event less than 1 hour before the starting time for your scheduled shift. State the time of your call, the reasons for your absence or late arrival, the probable length of time you will be absent or arrive late, and the best phone number to reach you. The absence or late arrival may be considered “unscheduled” if not approved in advance by your supervisor (see “Notice and Scheduling of PTO” under **Policy 6A** [Time Off Benefits] beginning on **page 18** of this Handbook). If possible, notification of your absence should be made to the Operations Support Center and your Supervisor personally (not via a third party or via voice mail or via texting). If your Supervisor is not available, you must notify Operations Support and leave your direct Supervisor a voicemail message. Notification must be done each day of your absence. Three consecutive workdays of unreported and/or unexcused absence will be considered a voluntary termination of employment. The first day of an unreported/unexcused absence will result in discipline, up to and including termination, at management’s discretion. The Company will protest claims for unemployment benefits under circumstances where it is determined that an employee voluntarily terminated his/her employment.

Although late arrivals of less than 15 minutes will not normally be an occurrence, employees are required to follow the notification procedures even if they anticipate arriving at work less than 15 minutes late. If an employee is between 1 to 14 minutes late two or more days per month, additional late arrivals between 1 to 14 minutes may count as an occurrence, at management’s discretion.

The Company reserves the right to adjust employee work shifts and schedules at its discretion. Adjustments may include changes to employee schedules or hours during the same working day, and could result in employees working less than one-half of their scheduled shift. In such situations, employees will be paid in compliance with applicable law.

5. BENEFIT PROGRAMS

A. MAINTAINING BENEFITS ELIGIBILITY

An employee must work an average of thirty (30) or more hours per workweek during a calendar quarterly period (e.g., between April 1 and June 30) to maintain eligibility for ORHP group health insurance benefits, employee supplemental life insurance, spouse supplemental life insurance, dependent children supplemental life insurance, Paid Time Off benefits, and holiday pay, as well as ORHP provided benefits, such as basic group life insurance and accidental death and dismemberment insurance. An employee’s schedule may fluctuate over and under 30 hours per workweek during a calendar quarter; however, in order to maintain eligibility for company benefits, “hours worked,” including scheduled PTO and overtime, must total an average of 130

hours per month in each calendar quarter, the minimum average number of hours worked required for an employee working 30 hours per week during a given month.

If an employee's average number of hours per month is fewer than 130 hours during a calendar quarter because of scheduling and/or because unscheduled paid or unscheduled unpaid time off taken reduced the average number of hours worked, the employee will no longer be eligible for Company insurance, PTO benefits, and holiday pay during the following quarter or any quarter thereafter until the employee works an average of 30 or more hours per week during a calendar quarter. If an employee loses benefits, and then later works an average of 30 or more hours per week during a calendar quarter, his/her benefits will be reinstated the following the quarter. Example: Employee does not maintain an average of 130 hours per month during 2nd quarter (April, May, & June), then employee loses benefits in the 3rd quarter (July, August, and September) and will not be reinstated until after the required hours can be maintained for a full calendar quarter.

In order to restore eligibility for Company benefits (i.e., health insurance, basic group life insurance coverage, employee supplemental life insurance, spouse supplemental life insurance, dependent children supplemental life insurance, PTO, holiday pay, etc.), an employee would have to work an average of 30 or more hours per week during a calendar quarter (typically a 13 week period). Example: If the employee in preceding example, who was ineligible for benefits during the 3rd quarter, maintained an average of 130 hours per month during the 3rd quarter, the employee could be reinstated to benefits effective the first day of the 4th quarter (October, November & December).

Employees may track their average number of hours worked per week or per month by monitoring the "regular hours worked and overtime worked" area on their individual paycheck under the Earnings section.

If an employee is not maintaining the eligibility requirement of 130 hours per month, the employee has the following available options:

1. Open up availability as much as possible. This will increase the likelihood of increasing the number of hours an employee will be scheduled to work.
2. Do not take any unscheduled paid or unscheduled unpaid time off work. Unscheduled paid and unscheduled unpaid time off reduces the number of average hours worked.
3. Do not take any scheduled unpaid time off work. Scheduled unpaid time off reduces the number of average hours worked.
4. Reduce the amount of Low Volume Release (LVR) you elect to take. LVR is voluntary and considered unscheduled time off work, whether paid or unpaid.
5. Be prepared to lose company benefits, including health care insurance, long term disability (LTD), employee supplemental life insurance, spouse supplemental life insurance, dependent supplemental life insurance, PTO, holiday pay, and employer paid basic life insurance and accidental death and dismemberment insurance (AD&D) if average hours worked falls below 30 hours per workweek for any calendar quarter.

6. The Company has no obligation to offer overtime or weekend hours in order that an employee can maintain their benefits. It is up to the employee to manage their time accordingly, and to be fully aware of the hours necessary to work for the quarter.

If an employee loses benefits, he/she will have to maintain the minimum requirement of 130 hours monthly average for an entire calendar quarter before he/she may be reinstated in the company benefit programs, effective the first of the calendar quarter following the calendar quarter in which the minimum requirement was maintained. During the interim, the employee will be eligible to continue health benefits through COBRA, but the cost of COBRA may be more than double the employee's regular co-pay contribution. Supplemental life insurance may be portable. The employee will receive information on how to port coverage upon termination of the policy. **The employee will not be eligible for long term disability (LTD), PTO, holiday pay, or employer paid basic group life insurance and accidental death and dismemberment insurance coverage during the period between loss of benefits and reinstatement. (Basic group life insurance may be eligible for conversion to a portable policy. Please contact Human Resources for more information)**

If an employee loses health benefits and does not elect COBRA to maintain the benefits (at his/her own cost) before being reinstated, the employee may be subject to pre-existing condition limitations/requirements imposed by the insurer. **Employees are always advised to contact their insurance carrier directly to discuss loss of coverage/reinstatement issues specific to their individual circumstances.**

Additional questions for clarification of Minimum Requirements for Maintaining Company Benefits may be directed to Human Resources.

For continuation of benefits (if any) during a leave of absence, please refer to the applicable leave of absence policy.

B. INSURANCE BENEFITS

Old Republic Home Protection Co., Inc. is pleased to provide its Regular Full-Time Employees, as defined herein, with the opportunity to participate in a competitive benefits program. The Company currently offers the following benefit plans only to its Regular Full-Time Employees:

- Medical Insurance
- Dental Insurance
- Vision Insurance
- Section 125+ Expense Reimbursement Program
- Basic Group Life Insurance
- Accidental Death and Dismemberment
- Employee Supplemental Life Insurance
- Spouse Supplemental Life Insurance
- Dependent Children Supplemental Life Insurance
- Long-Term Disability

None of the above listed benefits are available to Regular Part-Time employees. For more details regarding eligibility, please see Policy 5A of this Handbook (Maintaining Benefit Eligibility).

Explanations of these benefits, terms and conditions, enrollment procedures and effective dates of insurance can be found in the Summary Plan Description ("SPD") for each plan, which are provided upon the commencement of your employment. You may request additional copies of the SPDs from the Human Resources Department. The contents of the SPDs provide guidelines to help you better understand your benefits under the plans. The actual provisions of the plans are contained in the plan documents, which are the final authority and control in the event of a dispute or a benefit clarification. Accordingly, if there is any real or apparent conflict between the brief summaries contained in this Handbook (or any Handbook Supplements) and the terms, conditions or limitations of the official plan documents, the provisions of the official plan documents will control. These insurance plans are all governed to the maximum extent possible by the federal ERISA law.

The Company has discretionary authority to interpret the terms of the plans and to make all determinations as to eligibility for benefits to the maximum extent permitted by applicable law. The Company reserves the right to terminate or amend the benefit plans at any time upon written notice to employees, in accordance with applicable law.

C. RETIREMENT BENEFITS

Old Republic Home Protection Co., Inc. provides an Employee Savings and Stock Ownership Plan ("ESSOP") which is a retirement plan that permits individual Salary Reduction Contributions of 1% to 100% (limited to a maximum salary amount set by the Plan) of pay on a before-tax basis. Eligible employees are generally eligible to enroll in the ESSOP on the date you start working for the Company.

The Company provides a matching contribution based on a specific formula found in the Plan's Summary Plan Description (SPD), which is provided to employees during orientation. The SPD is a guide to help you understand your benefits under the Plan. The actual provisions of the Plan are contained in the Plan document, which is the final authority and control in the event of a dispute or benefit clarification. This Plan is governed to the maximum extent possible by the federal ERISA law.

The Company may amend the Plan at any time upon written notice to employees, and reserves the right to terminate the Plan or discontinue contributions to the Plan at any time upon written notice in accordance with applicable law.

D. STATE DISABILITY INSURANCE AND PAID FAMILY LEAVE INSURANCE (CALIFORNIA)

California State Disability Insurance ("SDI") is payable when an employee cannot work because of sickness or injury (either mental or physical, including pregnancy, childbirth or related medical condition) not caused by his or her job. An employee cannot be paid Unemployment Insurance and SDI benefits for the same period. The SDI premium is automatically deducted from the employee's salary.

The State of California determines eligibility and extent of coverage. The plan is administered by the State of California Employment Development Department and claims should be filed at that office in each county. Eligible employees must apply for SDI benefits and benefits received shall be integrated with other benefits received by the employee.

California employees may be eligible for paid family leave (PFL) insurance benefits under California law if they take time off of work to care for a seriously ill child, spouse, parent, or registered domestic partner, or to bond with a new child. Paid family leave insurance benefits are paid by the state and are financed from mandatory payroll deductions. The State of California determines eligibility and extent of coverage. You must file a claim to receive payment. Please note that employees who apply for PFL insurance from the State of California must use two weeks of accrued PTO (or the amount accrued if less than two weeks) before becoming eligible for California benefits and benefits received shall be integrated with other benefits received by the employee.

Please note, that SDI and PFL do create not leave rights. Please see **Section 7 (Leaves of Absences)** beginning on **page 24** of this handbook regarding the Company's leave policies. Questions regarding SDI and PFL benefits can be directed to Human Resources.

E. WORKERS' COMPENSATION

Old Republic Home Protection Co., Inc. maintains workers' compensation insurance as required by applicable state law. Each employee should immediately report to his/her supervisor any injury suffered as a result of employment activity at or on behalf of Old Republic Home Protection Co., Inc., regardless of whether or not medical attention is required. Failure to immediately report an injury may result in a loss of benefits to the injured employee and possible fines to the Company. The Company must be informed of any work-related injuries in order to comply with federal and state injury record-keeping requirements.

If treatment is required by a physician, you will need to complete some necessary forms prior to your visit with the doctor, except in case of emergency. The Company will direct you to a physician of its choice for treatment, unless if permitted by applicable law you have previously given written notice to the Company of your desire to be treated by a particular physician or health care provider and have a legal right to such treatment.

After seeing a physician for a work-related injury, you are required to report directly back to your supervisor. If your shift has ended and/or the physician sends you home, then you will need to contact your supervisor prior to your return to work. If, at the time of injury, a physician's visit is not required but later you need to see a physician, you will need to notify your supervisor immediately. If you are unable to contact your supervisor, then notify Human Resources or an officer of the Company.

Employees seeking to return to work on "modified duty" may do so only under the Company's Transitional Return to Work Program, available from Human Resources.

The Company will not tolerate Workers' Compensation fraud. Workers' Compensation fraud is a felony; and any employee found guilty of such conduct may be subject to fines, imprisonment, and, of course, termination. Any such information should be reported in confidence to Human Resources. Because fraudulent Workers' Compensation claims substantially damage the

Company's financial health (thus threatening employees' jobs), it is in employees' best interests to eradicate it.

Medical certifications for time off (full time, intermittent or reduced schedule) due to Workers' Compensation injuries or illnesses will be required as outlined in the Family and Medical (FML) and Extended Leave Policy.

6. TIME OFF BENEFITS

A. PAID TIME OFF POLICY

Old Republic Home Protection Company provides a Paid Time Off (PTO) banking policy to all eligible, full-time non-exempt and exempt employees. PTO banking provides our employees with more flexibility to use their time off to meet personal needs, while recognizing the individual's responsibility to manage his or her paid time off.

With PTO, each employee accumulates a specified amount of time each month, and each employee determines how he or she uses it--for vacation, illness, medical appointments, personal business, or emergencies. The amount of time earned will depend on an employee's length of service. PTO does not replace the Company holiday schedule presented and explained below; the Company will continue to designate a number of holidays each year in addition to PTO.

Who is Eligible

You are eligible to participate in PTO if you are a regular employee scheduled to work at least 30 hours per week on a regular basis. For more details regarding eligibility, please see **Policy 5A** (Maintaining Benefit Eligibility) beginning on **page 13** of this Handbook.

PTO Accrual

The amount of PTO you receive each year is based on your length of service and accrues from your date of hire according to the chart below. All eligible employees accrue the PTO indicated in the chart. PTO is accrued as you work based on your regular schedule and does not include overtime. Introductory employees will be limited to the amount of PTO accrued during their first 90 days of employment as shown in the chart below.

PTO accrual does not continue during any type of leave absence.

PTO is paid at your base hourly rate, excluding overtime compensation, bonuses, commissions, etc., if any.

**PTO Accrual Schedule for
Full-Time (40 Hour) Employees**

Years of Service	Non-Exempt Accrued Hours/Month	Exempt Corporate Accrued Hours/Month	Maximum Accrual Per Year*	Exempt Sales Accrued Hours/Month	Maximum Accrual Per Year*
Introductory Period (First 90 Days)	4.67	12.01	N/A	8.00	N/A
End of 1 st 90 Days until 1 st Year Anniversary	14.45	12.01	216 hrs. (27 days)	8.00	144 hrs. (18 days)
2 nd – 4 th Years	12.01	12.01	216 hrs. (27 days)	8.00	144 hrs. (18 days)
5 th – 9 th Years	15.34	15.34	276 hrs. (34.5 days)	11.37	205 hrs. (25.6 days)
Upon 10 th Anniversary	18.67	18.67	336 hrs. (42 days)	14.68	264 hrs. (33 days)

*The maximum accrual cap is equal to one and one-half times the annual PTO allotment.

PTO may not be taken before it is earned except when written permission is obtained from your **supervisor** and the amount of PTO granted may not be more than you would accrue during your anniversary year. Also, this will be considered an advance to you of paid time off that you have not yet earned. You will need to sign an agreement regarding the advance. If your employment terminates before the end of the year, the Company reserves the right to prorate that time. This means that you will be required to reimburse the Company if you have taken more time off than has been accrued when your employment ends.

Maximum Time That Can Be Accumulated

Although you can carry over unused PTO into the next year, there is a maximum, or cap, on the amount of PTO you can accumulate. This encourages you to use your PTO, and also permits the Company to manage its financial obligations responsibly. Once you reach your cap, you will not accumulate any more PTO until you use some of the time in your account. After your balance goes below your cap, you will begin accruing PTO again.

As shown in the chart above, your PTO cap is equal to one and one-half times the annual PTO allotment.

Employees are responsible for managing their own PTO balances, which are published on their individual paychecks, and ensuring that they do not reach their maximum balance. If at any time an employee feels s/he is unable to effectively manage his/her PTO balance, the employee must notify his/her supervisor at least one month prior to hitting the maximum.

Normally, an employee does not receive pay instead of unused PTO, except as described below. You will be paid at your straight time rate of pay on a prorated basis for all accrued but unused PTO when you leave the Company.

Responsible Management of PTO

You are responsible for managing your paid time off. It is important that you plan ahead for how you will use your PTO account. This means developing a plan for taking your vacations, as well as doctors' appointments and personal business. It also means reserving some time for the unexpected, such as emergencies and illnesses. The amount you reserve for illness should

depend on your health and sick leave history. If you have difficulty scheduling PTO prior to hitting your accrual cap, please notify your supervisor and/or Human Resources.

It is important to remember that Company policy requires that if any accrued PTO is available, it must be used when an employee requests time off for any purpose except leaves of absence for pregnancy disability and Workers Compensation. Also, time off taken for jury duty will not be charged against your PTO account. In such cases, it is the Employee's choice whether or not to take PTO.

Once PTO has been reduced to zero by an employee, the employee will be limited to requesting a total of 24 hours (3 full days) of authorized unpaid time off, after which disciplinary action could be taken by management to the extent permitted by applicable law. Also, a pattern of unapproved/unscheduled absences charged to PTO occurring on the day preceding or following a holiday or weekend or any other disruptive absences (even if the general limits noted in this paragraph are not reached) may also result in disciplinary action being taken by management, at its discretion.

Minimum Increments of PTO

PTO is used for full days missed or partial days missed. The minimum amount of PTO that can be taken for a partial day depends on whether you are an Exempt or Non-exempt employee.

Non-exempt employees: PTO is triggered on any day when 15 minutes or more are missed.

Exempt employees: PTO is triggered on any day when 4 hours or more are missed. PTO may be triggered for shorter absences when covered by Family and Medical Leave. Please refer to **Family and Medical Leave (FML) and Extended Leave Policy** beginning on **page 25**.

Notice and Scheduling of PTO

The scheduling of your PTO is based on the Company's operational needs and the requests for PTO and leaves of absence of other employees. All PTO requests must be approved in advance by your supervisor to be considered "scheduled." If there is a conflict in requests for time off, the person who requested the PTO first may be given preference. Length of employment, family situations and other factors may be considered, however the Company's operational needs are paramount.

You should notify your supervisor a minimum of 24 hours before you wish to take scheduled PTO. This will allow you and your supervisor to prepare for your time off and ensure that staffing needs will be met. Requesting time off does not guarantee approval, which is based on business needs.

There may be occasions, such as sudden illness, when you cannot notify your supervisor in advance. In those situations, you should inform your supervisor of your situation as soon as possible. Call Center agents must follow the instructions in **Policy 4G** (Attendance, Tardiness and Absence from Work) beginning on **page 12** of this Handbook regarding notification of the Operations Support Center and your direct supervisor to report an absence or late arrival at work.

Unexpected absences can put a strain on the Company and your co-workers. If you have an excessive number of unanticipated absences for which your supervisor was not given enough advance notice, you may be subject to discipline including termination, at management's discretion.

If you are unable to report to work due to illness or injury, you must contact your supervisor directly as specified in the Attendance, Tardiness, and Absence From Work policy.

If you become sick during the day, you must notify your supervisor before you leave the Company's offices. If your Supervisor is not available, you must notify Operations Support and leave your direct Supervisor a voicemail message clearly indicating the time of your call and the reason for your leaving work early. Failure to follow this procedure can result in disciplinary action, at management's discretion.

If you are absent from work due to a non-work-related accident or illness, you may be eligible for state disability benefits. The law requires that a small percentage of your wages be deducted each pay period for disability insurance. Benefits begin from the first day you are hospitalized or after the seventh day of an illness or accident not involving hospitalization. If eligible, you may be paid a percentage of your regular earnings for a maximum period provided by law. For further information regarding these benefits contact Human Resources.

If you are eligible for State Disability Insurance or Workers' Compensation benefits as a result of injury or illness, then PTO benefits may be offset in proportion to those benefits received, in accordance with applicable law.

If you are absent from work to take care of a seriously ill child, spouse, parent, or registered domestic partner or to bond with a new minor child, you may be eligible for California Paid Family Leave Insurance. You must utilize two weeks of PTO (or the amount you have accrued, whichever is greater) prior to receiving State benefits. Upon receiving Paid Family Leave Insurance benefits, PTO benefits may be offset in proportion to those benefits received, in accordance with applicable law.

The Company retains the right to request verification from a licensed health care provider for any absence due to illness or disability. Verifications from health care providers are required in all cases of absences lasting three or more consecutive days or in case of intermittent or reduced schedule leave. Pay in lieu of PTO is not allowed.

While on PTO, employees shall have no work duties and are prohibited from performing work-related services of any kind. This includes working remotely, checking voicemail messages and checking or in any way accessing Company e-mail, even through your personal cell phone or other device, without advance permission from your supervisor. Employees who perform Company work while on PTO are subject to discipline up to and including termination.

Please note that the Company does not provide intermittent time off or reduced work schedule unless required by applicable law.

PTO Cash Outs

Generally we do not cash out PTO. However, we recognize that emergencies do arise and, therefore, Cash Outs will be approved at management's discretion. The following are the requirements and the procedure for PTO Cash Outs:

Qualifications for PTO Cash Outs:

- Must be an employee for 6 months or more.
- Must have a minimum of 40 hours of PTO available.
- Must maintain a minimum of 8 hours of PTO after cash out.
- Cannot cash PTO out again for 6 months (rolling)
- May not request time off after the cash out unless PTO is available, to the extent permitted by applicable law.

Cash Out Procedure:

- After employee makes his/her request, the employee must complete a PTO Cash Out Request form (available from Manager/Supervisor).
- The request **must** be signed by the Manager/Supervisor, Call Center Manager (if applicable), and Manager of HR and then must be forwarded to Payroll.
- Under normal circumstances, PTO Cash Outs will be added to the employee's regular paycheck for the pay period in which the requested is received. No manual checks will be written for PTO Cash Outs.

B. PAID HOLIDAYS

Regular Full-Time Employees who have completed the 90 day Introductory Period and meet the eligibility requirements set forth in Section 5A "Maintaining Benefits Eligibility", are entitled to the following paid holidays:

New Year's Day	Labor Day
President's Day (Exempt Sales Only)	Thanksgiving Day
Memorial Day	Day after Thanksgiving (Exempt Sales Only)
Independence Day	Christmas Day

Paid holidays may vary by department. This schedule is subject to change at any time, at the discretion of executive management. If a paid holiday falls during an employee's scheduled PTO, he/she will be paid for the holiday pursuant to this policy. If a holiday falls during an employee's unpaid leave of absence, he/she will not be paid for the holiday. If a holiday occurs on a Saturday, usually the holiday will be observed on the preceding Friday. If a holiday occurs on a Sunday, usually the holiday will be observed on the following Monday.

If the observed holiday falls on a Regular Full-Time Employee's regularly scheduled day-off, his/her PTO bank will be credited with one day of accrual, based on his/her regular schedule. This credit will be subject to all the terms of the Paid Time Off Policy (above).

Loss of Holiday Pay Eligibility

Employees who take two or more hours of unscheduled time off on their regularly scheduled workday, on the workday either immediately preceding or following a Company-scheduled holiday, for any reason (including unscheduled intermittent time off) will be **ineligible** to receive the benefit of holiday pay for the Company-paid holiday. Additionally, any employee scheduled to work on the holiday who has an unscheduled absence will not be eligible to receive holiday pay.

An employee who forgoes holiday pay because of such an unscheduled absence may request that the holiday time off be deducted from his or her PTO account (if available) to replace the lost holiday pay. If the employee does not have adequate PTO available, the time off taken for the holiday will be unpaid time off.

C. KIN CARE POLICY

Unlike family leave under the federal Family Medical Leave Act (FMLA) and California Family Rights Act (CFRA), Kin Care is available to all employees and can be used by an employee who needs to take time off to care for his/her sick child, stepchild, parent, spouse, registered domestic partner or the child of a registered domestic partner in the event of illness or injury, doctor appointments or other medical reasons, although it does not require that the individual in question have a serious illness. Kin Care cannot be used by an employee for his/her own illness or injury, doctor appointments or other medical needs.

Kin Care allows employees to use 50% of their annual earned PTO for Kin Care (calculated using the employee's anniversary date), **if it is accrued and unused at the time of need**. Any amount of Kin Care time that is available but unused at the end of the anniversary year does not carry over from year to year.

Note: FMLA and CFRA are used when the employee has a *serious* health condition or to care for the employee's spouse, registered domestic partner, child, or parent who has a *serious* health condition. Qualifications for FMLA and CFRA eligibility are defined in **Policy 7B** (Family and Medical Leave and Extended Leave Policy) beginning on **page 25** of this Handbook. Kin Care may run concurrently with FMLA and/or CFRA. Please contact HR for more information regarding FMLA, CFRA, and/or Kin Care.

The definition of child, parent, spouse and registered domestic partner for the purposes of Kin Care are:

- **Child.** A biological, adopted, or foster child; a stepchild; a legal ward; or a child an employee has accepted the duties and responsibilities of raising, such as when a grandmother raises her grandchild. This includes children of a registered domestic partner. Nothing in the law requires that the child be a minor.
- **Parent.** A biological, foster or adoptive parent; a stepparent; or a legal guardian. Mothers-in-law, Fathers-in-law, and grandparents are not considered "parent" for purposes of this law.
- **Spouse.** This term is not defined in the law but presumably applies to an individual to whom the employee is legally married.

- **Registered Domestic Partner.** California law defines domestic partners as “two adults who have chosen to share one another’s lives in an intimate and committed relationship of mutual caring” and who file a Declaration of Domestic Partnership with the Secretary of State.

D. BEREAVEMENT LEAVE

In the unfortunate event of a death in the immediate family, a leave of absence of up to five (5) days will be granted to Regular Full-Time Employees. Regular Part-Time Employees receive pro-rated bereavement leave. Bereavement leave will be paid by accrued PTO if available for use, otherwise it is unpaid. Bereavement leave is to be taken within ten (10) days or within a reasonable time of the day of the death or day of the funeral. For this purpose, immediate family is defined as (1) spouse or registered domestic partner, or (2) father, mother, child, grandparents, grandchildren, brother or sister. Relatives in category (2) may be step, foster or adopted relatives of the employee or his or her spouse or registered domestic partner. Subject to prior supervisory approval, one day of bereavement leave will be granted for other family members (e.g., in-laws, uncle, aunt, cousin, niece, and nephew). The day off will be paid by accrued PTO if available for use, otherwise it is unpaid.

Additional time off for bereavement leave that exceeds five (5) days may be approved at the manager’s and supervisor's discretion. If the employee has PTO accrued, the additional time off will be deducted from PTO accrual, otherwise the additional time off for bereavement leave that exceeds five (5) days will be without pay.

Upon return from bereavement leave, all employees must submit documentation establishing the need for leave (i.e. death certificate, statement from physician, hospital or funeral home).

7. LEAVES OF ABSENCE

A. PERSONAL LEAVES

Requests for personal leaves of absence will be considered and evaluated on an individual basis. Unpaid leaves may be granted for up to thirty (30) days for Regular Full-Time employees who have completed at least ninety (90) days of service. Regular Part-Time employees are not eligible for personal leaves.

Approval or denial of personal leave requests will be entirely at the discretion of the Company. In determining the feasibility of granting such requests, factors such as purpose of requested leave, availability of coverage for job responsibility during the requested leave, previous absences, length of employment, prior work record and performance, whether the employee will be working for another employer during the requested leave, and similar considerations will be reviewed. Such requests shall be submitted to the employee's supervisor and/or manager.

An employee's benefits will not be paid or accrued during a Personal Leave.

The Company will attempt to return an employee to his/her former position or a comparable position upon return from a personal leave, at the Company's discretion. However, given changing business needs, no commitment of reinstatement can be made.

Employees on leave are required to confirm their return date with Human Resources at least two weeks before they return to work. Any requests for additional leave must be made as soon as possible. The employee should notify his/her supervisor and/or manager.

Employees on leave who do not return as scheduled, and fail to request or cannot show good reason why an extension should be granted, will be considered to have voluntarily terminated as of the day the original leave expires.

B. FAMILY AND MEDICAL LEAVE (FML) AND EXTENDED LEAVE POLICY

This policy covers medical leave under the Family and Medical Leave Act and California Family Rights Act (referred to jointly as "FML"), as well as leave under California workers' compensation law, pregnancy disability leave law and disability accommodation law. Whenever more than one law applies, the laws run at the same time (concurrently) if permitted by the applicable laws.

Under certain circumstances, the Company will grant an employee up to twelve (12) or twenty-six (26) weeks of Family and Medical Leave ("FML") within a 12-month period, depending upon the reasons for the leave. Currently, FML is allowed for five reasons:

1. the birth, adoption, or foster care of an employee's child (sometimes referred to as "birth bonding" leave); or
2. to care for the employee's spouse, registered domestic partner*, child, or parent who has a serious health condition; or
3. when the employee has a serious health condition and is unable to perform any of the essential functions of his/her job position; or
4. because of a qualifying exigency arising out of the fact that an employee's spouse, son, daughter or parent is on active duty (or has been notified of an impending call or order to active duty) in the Armed Forces in a foreign country; or,
5. to care for the employee's spouse, child, parent or next of kin who is an active member or veteran of the Armed Forces and who has incurred a serious injury or illness during active duty or that was aggravated by service in the line of duty (referred to as "covered Servicemember Care leave"). Family members of veterans are entitled to Servicemember Care leave only if the veteran was a member of the Armed Forces at some point in the five (5) years before the date on which the veteran undergoes the medical treatment or receives the therapy that necessitates the leave.

The Company also will provide leave for any other reason required by law. Notably, some extensions to the 12-week maximum may be granted when the leave is necessitated by an employee's pregnancy-related disability, work-related injury/illness or a "Disability" as defined under the Americans With Disabilities Act or California law.

* (Exceptions to the registration requirement may be made by ORHP at its discretion for employees in states not permitting registration.)

Qualifications

To be eligible for FML, an employee must satisfy each of the following criteria:

1. Must have an aggregate of at least twelve months of service with the Company at any time;
2. Must have actually worked at least 1,250 hours for the Company within the twelve months immediately prior to the date the FML commences (except as excused by applicable law);
3. Must be employed at a work site within 75 miles of which the Company employs at least 50 employees for 20 consecutive weeks; and
4. Must satisfy Request, Notice, and other requirements set forth in this Policy.

Employees with pregnancy-related disabilities, work-related injuries/illnesses or disabilities need not meet the qualifications set forth in paragraphs "1", "2" and "3" above. Employees not entitled to a leave under this policy may request a leave for medical or other reasons pursuant to **Policy 7A** (Personal Leave of Absence Policy) beginning on **page 24** of this Handbook.

Request and Notice Requirements

The employee must provide at least thirty (30) days advance notice for foreseeable events (e.g., expected birth or adoption of a child, planned medical treatment of employee or a family member, etc.). For events which are unforeseeable thirty (30) days in advance, the employee should normally notify the Company of the need for FML as soon as practicable. The Company requests that the notice be in writing, and contain: 1) the date the FML is to begin; 2) anticipated duration of the FML; and 3) reasons for the FML. The employee may use the "Request for Leave" Forms which are available upon request from Human Resources, and should be returned to the same department. The Company will provide an employee with a Response, either granting, denying or delaying the requested leave within five (5) working days following the receipt of the employee's written request by Human Resources. The Company reserves the right to retroactively designate time-off as FML time in accordance with applicable law.

Additionally, employees are required to follow the Company's call-in procedures (See **Policy 4G** [Attendance, Tardiness & Absence From Work Policy] beginning on **page 12** of this Handbook) for calling in absences and requesting leave, absent unusual circumstances. When an employee does not comply with the Company's call-in procedures, and no unusual circumstances justify that failure, the Company may delay or deny FML leave.

When the reason for the FML is based upon a serious health condition of the employee or family member, the employee must also provide a medical certification from a health care provider on a "Medical Certification Form" also available from Human Resources. For serious health conditions of an employee, a statement of the essential functions of the employee's position will be attached to the Medical Certification Form. (The Company uses a separate certificate form for covered Servicemember Care leave.) The Company requests that the Medical Certification Form be submitted along with an employee's initial FML request. If not submitted along with original request, the employee must make every practicable effort to provide the Company with his/her completed Medical Certification form within fifteen (15) calendar days after requested by the Company or leave may be denied. If the Company does not receive the employee's Medical

Certification along with the employee's initial request form, then the Company may grant FML contingent upon later receipt of the Medical Certification.

If the Medical Certification form is incomplete or insufficient, the Company may give the employee seven (7) days to cure the problem, unless not practicable under the circumstances. If the deficiencies are not cured, the leave may be denied. After this seven (7) day period, designated Company officials may contact the healthcare provider directly to authenticate a certification or to obtain clarification, in accordance with applicable law after obtaining appropriate releases.

For work-related injuries or illnesses, the employee also must adhere to the notification requirements set forth in **Policy 5E** (Workers' Compensation) beginning on **page 17** of this Handbook.

If additional FML is required beyond that originally granted, the employee may request such leave, subject to eligibility requirements. In such a case, the employee must provide the Company with a new certification by the health care provider, and a new estimate of the duration of the required leave. A new medical certification form will also be requested every twelve months for previously certified medical conditions. A new medical certification may also be requested if circumstances described in the previous certification have changed significantly or the Company receives information that casts doubt upon the employee's stated reason for the absence or the continuing validity of the certification, such as if the Company learns that employee is working for another employer during his/her FML which is inconsistent with the leave status.

If the employee requests FML due to the birth, adoption or foster care placement of a child, s/he must initiate the leave within one year of the birth, adoption or foster care placement of the child. If the employee is pregnant, she has certain rights to pregnancy-related disability leave in addition to FML. Please ask Human Resources regarding your particular situation.

The Company reserves the right to verify the determination of the health care provider who submits the Medical Certification regarding an employee's own serious health condition when the Company has reason to doubt the validity of the certification, by requiring the employee to obtain a second opinion of a health care provider designated by the Company. If there is a difference of opinion between the two providers, a third health care provider -- agreed upon by the Company and the employee -- shall make the binding determination. Both the second and third opinions shall be at Company expense.

If the employee's need for FML is foreseeable due to a planned medical treatment, the employee is expected to make a reasonable effort after consultation with the Company to schedule the leave to avoid disruption to the operations of the Company, subject to the approval of the health care provider of the individual requiring the treatment or supervision.

Employees also are required to furnish a certification of qualifying exigency for military family leave. Employees must make every practicable effort to provide the Company with the certification within fifteen (15) days of the date of the request or an employee's leave may be delayed or denied.

Failure to comply with these notice rules is grounds for, and may result in, denial or deferral of the requested leave.

Duration of Leave

1. Family and Medical Leave ("FML")

Normally, a qualified employee may take up to twelve (12) weeks of FML in any 12-month period. If a qualified employee takes Servicemember Care leave, the employee may be eligible for up to twenty-six (26) weeks of FML leave in any 12-month period. Normally, the 12-month period is a "rolling" period, measured backward from the date on which an employee would begin his/her leave. For Servicemember Care leave, the 12-month period begins when the employee starts using his or her leave, in accordance with applicable law.

When the reason for the FML is the birth, adoption, or foster care of a child, any FML must be taken for at least two weeks, except that the employee may request a shorter leave on any two occasions during the twelve month period. When the reason for the FML is to care for a sick family member, for Servicemember Care leave, or for an employee's own serious health condition, FML may be taken intermittently or on a reduced leave schedule when medically necessary. The Company may temporarily transfer an employee to an alternative position that better accommodates an intermittent or reduced leave schedule (including altering the existing job), in accordance with applicable law. (Intermittent and reduced leave schedule time-off is only provided when required by applicable law.)

A husband and wife [or registered domestic partners as recognized under state law] who are both employed by the Company and eligible for FML are permitted to take only a combined total of twelve weeks in any twelve month period when they seek leave in connection with the birth, adoption or foster care of a child. A husband and wife are entitled to a combined total of twenty-six weeks of leave if they have taken Servicemember Care leave, or if they have taken a combination of Servicemember Care leave along with birth bonding leave and/or leave to care for a sick family member. If the husband and wife have taken Servicemember Care leave in combination with other FML leave, the husband and wife are entitled to a combined total of 12 weeks of leave for the purpose of birth bonding or to care for a sick family member (for reasons other than Servicemember Care leave).

2. Extended Leave

If an employee experiences a pregnancy-related disability, a work-related injury or illness, or a "disability" as defined under the Americans With Disabilities Act or California law, s/he may be entitled to greater leave rights going beyond the twelve-week maximum to the extent required by law. These other leaves may require additional medical certification as determined by the Company.

a. Pregnancy-related Leave:

In accordance with California law, if the medical leave is requested because of a pregnancy-related disability, the Company will grant up to four months to California employees for all disabilities related to that pregnancy. The entire four months does not have to be taken in one block, but may be spread among different time periods. Time off needed for prenatal care, severe

morning sickness, doctor-ordered bed rest, childbirth, and recovery from childbirth are all covered by pregnancy-related leave. This pregnancy-related leave may be taken before an FML leave for "birth/bonding" leave.

b. Industrial Injury or Illness:

In accordance with California law, a medical leave for a work-related injury or illness will normally be extended to the employee for the duration of the temporary disability (even if beyond 12 weeks), barring some compelling business need.

c. Americans With Disabilities Act:

In accordance with the Americans With Disabilities Act and applicable state law, the Company will consider any requests for leave greater than twelve weeks or extensions going beyond the twelve-week limit on a case-by-case basis as a possible reasonable accommodation. (See **Policy 2D** [Disability, Pregnancy, and Lactation Accommodation] beginning on **page 4** of this Handbook.)

d. FMLA and CFRA:

Sometimes, by law, FMLA and CFRA will not run concurrently. Human Resources will provide more information about your particular situation.

Benefits

1. Accrued Company Benefits

FML and any extended leave is unpaid unless an employee has accrued benefits under the Company Paid Time Off policy.

To the extent permitted by applicable law, if the reason for the FML is the employee's serious health condition (except in the case of pregnancy-related disability or industrial injury or when the employee is receiving any wage supplements), the Company requires the employee to utilize his/her accrued PTO during FML leave, in accordance with applicable law.

To the extent permitted by applicable law, if the reason for the FML is other than the employee's own serious health condition, the Company requires the employee to utilize his/her accrued PTO benefits during FML leave, in accordance with applicable law.

Exceptions: If the reason for the FML is the employee's pregnancy-related disability or industrial injury, then the employee may choose, at his/her option, whether to utilize his/her PTO benefits during his/her FML. Also, if an employee is on FML for any reason and is receiving any wage supplements (as described below), he/she may choose, at his/her option, whether to utilize a portion of PTO. Exempt employees absent due to worker's compensation or disability leave because of pregnancy must specify in an email to Payroll whether the time off is to be paid as PTO or unpaid.

Any PTO utilized will count toward the employee's maximum allowable FML. Employees on FML will not accrue PTO, seniority, or other benefits while on leave (except as required by law).

If allowed under applicable law, exempt employees' PTO will be charged in increments of 15 minutes or more for Family and Medical Leave.

2. Wage Supplements

Employees may also be eligible to supplement wages through workers' compensation insurance, California State Disability Insurance and/or California Paid Family Leave. Please note that employees who apply for Paid Family Leave Benefits from the State of California must use two weeks of accrued PTO (or the amount accrued if less than two weeks) before becoming eligible for California benefits.

If the Employee receives workers' compensation insurance, State Disability Insurance or Paid Family Leave Insurance, the employee and Company can agree that the Company will reduce the payment amount of any accrued PTO paid during the leave so that the total amount received by the Employee shall not exceed 100% of his/her regular pay. The employee must immediately notify Human Resources of workers' compensation or California benefit eligibility in order for payments to be coordinated.

3. Health Insurance

If an employee takes FML for Servicemember Care, the Company will continue the employee on its group health plan under the same terms and conditions as if the employee were actively working for the Company for up to 26 weeks. If the employee takes Pregnancy-related Leave, the Company will continue the employee on its group health plan under the same terms and conditions as if the employee were actively working for the Company for the period of pregnancy-related disability, up to four (4) months. For the first twelve weeks of a qualifying FML taken for any other purpose, the Company will continue the employee on its group health plan under the same terms and conditions as if the employee were actively working for the Company.

The employee must continue to pay the share of the health benefit costs that he or she paid before the beginning of the leave if he or she wishes such coverage to continue during the leave. (The employee must pay his or her share of the premium either through increased payroll deductions before the leave begins (when the need for the leave is foreseeable) or, if the employee prefers, through separate payments that are made to the employer every pay period at the same time as such payments would be made if paid by payroll deductions.) If an employee does not pay his or her share of the premiums within thirty (30) days of being due, coverage will cease upon written notice to the employee in accordance with the provisions of the law. The employee may thereafter reinstate coverage immediately following the leave if the employee resumes payment of his or her share of the premiums in a timely manner.

Under certain circumstances, if the employee fails to return to work following the approved leave, the Company may seek all premiums the Company paid on the employee's behalf for health coverage during the leave. After the applicable maximum described above, these benefits shall cease.

4. Other Benefit Plans

With respect to employee benefit plans other than the Company's group health plan, i.e., Employee Savings and Stock Ownership Plan (ESSOP), Basic Group Life Insurance, Accidental Death & Dismemberment Insurance, etc., the employee will continue to be entitled to participate in the plans, subject to the terms and limitations of the respective plans. The Company will pay the premiums associated with the plans, subject to the terms and limitations of the respective plans, until the expiration of the employee's FML.

Also, FML will not constitute a "break in service" for the purposes of longevity under the plans.

In the case of voluntary, employee-paid benefits (including by way of example voluntary supplementary group life and/or long-term disability insurance, etc.), as long as the employee receives a paycheck from the Company, the employee's semi-monthly premiums will continue to be deducted. If any portion of an employee's leave is unpaid, the employee will be responsible for the premium payments.

Reinstatement and Return to Work

Employees on leave are asked to confirm their return date at least two weeks before they return to work. Any requests for additional leave must be made as soon as practicable. The employee should notify Human Resources. Employees on leave who do not return as scheduled, and fail to request or cannot show good reason why an extension should be granted, will be terminated as of the day the original leave expires. For employees on FML due to their own serious health condition, these employees are required to submit (prior to starting work) their physician's certification that they are able to resume work ("Fitness-for-Duty Certification"). A Fitness-for-Duty Certification form is available from Human Resources. The employee's essential job duties must be attached to the certification form, and the certification must address the employee's ability to perform the essential functions of the job. Designated Company officials may contact the healthcare provider directly to authenticate a Fitness-for-Duty certification or to obtain clarification in accordance with applicable law after obtaining appropriate releases.

Upon his/her return from FML, the employee will resume employment with the Company at the same or equivalent position to be determined by the Company. The Company may refuse to reinstate the employee on FML under the following circumstances:

1. The employee is a salaried employee who is among the highest paid 10% of the Company's employees who are employed within 75 miles of the work site at which the employee is employed; and
2. The refusal is necessary to prevent substantial and grievous economic injury to the operations of the employer.

All employees on FML or extended leave are subject to personnel actions unrelated to their leave (e.g., termination due to position elimination or reduction in force).

If an employee receives extended leave going beyond the FML maximum due to pregnancy-related disability, work-related injury or illness or "disability" as defined under law, the Company will not fill the employee's position with a non-temporary employee unless it must do

so because of business necessity or if otherwise permitted by applicable law. If this does occur, the Company will first attempt to notify the individual on leave and offer him/her the opportunity to return to work prior to filling the position. Upon the expiration of the extended leave, the Company will strive to return the individual to the position s/he held prior to the leave in accordance with applicable law. If the Company filled that position, the employee will be offered the first available opening for which s/he is qualified. If an employee does not accept the first available opening, s/he will be considered to have voluntarily quit employment.

Administration of Policy

This policy is adopted to meet the Company's legal obligations in providing leaves of absences and is not intended to expand employees' legal rights to time-off. All other leaves and time-off not referenced in this policy (e.g., Kincare) shall run concurrently with this policy to the maximum extent permitted by applicable law. The Company intends to administer the policy in accordance with applicable legal requirements. California legal requirements are only guaranteed to California based employees. Any leave provided by the Company that is not legally required is at the sole discretion of management and does not impose any legal duty upon Old Republic Home Protection Co., Inc.

Additional Information

For further information or clarification about FML, please contact the Human Resources Department. Human Resources has more information about this policy including legal definitions of certain terms.

C. LEAVE OF ABSENCE FOR ORGAN AND BONE MARROW DONATION (California)

Old Republic Home Protection Company, Inc. complies with all applicable leave requirements for employees donating organs or bone marrow. Employees who plan to donate an organ or bone marrow should provide at least 15 days notice to the Company. Employees should direct requests for leave to Human Resources. An employee who requests this leave will be required to provide written verification from a health care provider that he or she is an organ or bone marrow donor and that there is a medical necessity for the donation of the organ or bone marrow.

If an employee donates an organ, he or she may receive up to 30 work days of paid time off in one year. For a donation of bone marrow, an employee may receive up to 5 work days off in a one-year period. The one-year period is calculated beginning with the date an employee uses this type of leave and rolls forward for 12 months. If the employee taking the leave has any accrued PTO, s/he must use up to five (5) days of that accrual for bone marrow leave or up to two (2) weeks of accrued time for organ donation leave.

During a leave for organ or bone marrow donation, the Company will continue the employee on its group health plan under the same terms and conditions as if the employee were actively working for the Company for the duration of the approved leave. The employee must continue to pay the share of the health benefit costs that he or she paid before the beginning of the leave if he or she wishes such coverage to continue during the leave. The employee must pay his or her share of the premium either through increased payroll deductions before the leave begins (when the need for the leave is foreseeable) or, if the employee prefers, through separate payments that

are made to the employer every pay period at the same time as such payments would be made if paid by payroll deductions.

Taking time off for bone marrow or organ donation is not considered a break in service and will not affect an employee's seniority. Employees continue to accrue PTO during this leave. A leave of absence for bone marrow or organ donation does not run concurrently with FMLA or CFRA leave.

D. MILITARY LEAVES OF ABSENCE

General

Old Republic Home Protection Company, Inc., complies with all applicable laws pertaining to military leaves. Military leave is granted for any "uniformed service duty." Uniformed service duty includes service for the Army, Navy, Air Force, Marine Corp, or Coast Guard; the reservists of the Army, Navy, Air Force, Marine Corp, or Coast Guard; the Army National Guard and Air National Guard, the Commissioned Corps of Public Health Service; the California National Guard or National Guard of another state; and any other categories designated by the President in time of war or emergency. Benefits will be granted in accordance with applicable law. A detailed policy is available from Human Resources.

Family Military Leave

Under certain circumstances, the Company will grant an eligible employee a family military leave of absence of up to 10 days, when the employee's military spouse or registered domestic partner is on leave from deployment during a time of military conflict. Time off is unpaid unless the employee has available paid time off .

To be eligible for family military leave, the employee must work for the Company for an average of 20 or more hours per week and be the spouse/registered domestic partner of a "qualified member" of the United States Armed Forces, National Guard, or Reserves. A "qualified member" is a member of the United States Armed Forces who has been deployed during a period of military conflict to an area designated as a combat theater or combat zone by the President of the United States, or a member of the National Guard or Reserves who has been deployed during a period of military conflict. The employee may only take the leave of absence during the time that the spouse/registered domestic partner is actually on leave from deployment during a period of military conflict.

In order to be eligible for the leave, the employee must provide the Company with: (1) notice of intention to take family military leave within two business days of receiving official notice that the employee's military spouse/registered domestic partner will be on leave from deployment, and (2) documentation certifying that the employee's military spouse/registered domestic partner will be on leave from deployment during the time that the employee requests leave.

The Company will not discriminate or retaliate against any eligible employee who requests or takes a family military leave of the absence.

Time off under this policy may run concurrently with leave under the Family and Medical Leave (FML) and Extended Leave Policy, if allowed by applicable law.

E. VOTING TIME OFF

If an employee does not have sufficient time outside working hours within which to vote in a state election because of extraordinary travel to a work site or the employee is working overtime, the employee may take off sufficient time, either at the beginning or end of the shift, to vote. Up to two hours of this time-off is with pay. Employees who fall within this category must notify Management at least two (2) working days before the election of the need for time off to vote. After employees return from voting, they must present a valid voter's registration card and voter's receipt to their supervisor. Employees will not be given time off because personal commitments in their nonworking hours prevent them from voting.

F. JURY AND WITNESS DUTY; LEAVE FOR VICTIM OF CERTAIN CRIMES

All employees may attend jury duty in accordance with their legal obligations to do so. Employees will be granted a leave of absence for this purpose provided that they give the Company reasonable advance notice of their obligation to serve. Furthermore, it is the responsibility of the employee to bring a prospective juror's questionnaire to the Human Resources Department immediately upon receipt. A letter from the Company can then be attached in the event the Company would like to try to have the employee excused.

Regular Full-Time employees called to jury duty after completing ninety (90) days of continuous employment may be eligible for jury duty benefits. Regular Part-Time employees are not eligible for jury duty benefits.

Regular Full-Time employees will be paid their regular daily wage rate (excluding such things as bonus and commissions) for each full working day missed due to jury duty for a maximum of 10 days' pay within a consecutive 12-month period. Any time served by the employee beyond this 10-day period shall be without pay unless the employee has available PTO. However, the salary of exempt employees will not be reduced for any week in which they perform any work, even if they miss part of the week due to jury duty. Any benefits under this policy shall be reduced by the amount of jury-duty pay (other than travel expenses) received by the employee from other sources.

Evidence of jury-duty attendance must be presented to the Human Resources Department. The employee should continue to report for work on those days or parts of days when excused from jury duty or when jury duty does not conflict with his/her work schedule.

It is the employee's responsibility to report for employment immediately following the expiration of an approved leave. Failure to do so will be considered a voluntary termination.

All employee benefits the employee is enrolled in will continue while the employee is on jury duty leave to the extent allowed by the particular benefit plans. However, the employee will be required to continue payment of any required contributions for insured benefits and retirement benefits during the jury duty leave if he/she chooses to keep them in effect.

An employee who is required by law to appear in court as a witness may take time off for such purpose provided he/she provides the Company with reasonable advance notice. Time off is unpaid unless the employee has available PTO. Exempt employees need only use accrued paid

time off when they miss four hours or more, and if no accrued time is available, will only lose pay for entire days missed.

The Company complies with applicable law concerning time off for victims of felony crimes, domestic violence and sexual violence. In California, an employee who is a victim of a felony crime or is an immediate family member of a victim (defined as a spouse, child, stepchild, brother, stepbrother, sister, stepsister, mother, stepmother, father, or stepfather), a registered domestic partner of a victim, or the child of a registered domestic partner of a victim may also take time off to attend judicial proceedings related to the crime. Time off is unpaid unless the employee has available paid time off. Exempt employees' pay will not be reduced for partial workdays missed. Prior to any absence, the employee shall provide the Company with a copy of the notice of the scheduled judicial proceeding that is provided to the victim by the agency responsible for providing notice, unless advance notice is not feasible. When an employee cannot provide advance notice of such an absence, the employee shall, within a reasonable time after the absence, provide the Company with documentation evidencing the judicial proceeding.

The Company also complies with applicable law in giving victims of domestic and sexual violence time off to obtain relief provided the employee provides the Company with reasonable advance notice (except in case of emergency or unscheduled court appearances). The Company reserves the right to require certification for time-off in accordance with applicable law.

G. TIME OFF TO PARTICIPATE IN ACTIVITIES OF CHILD'S SCHOOL
(California)

Under certain circumstances, eligible employees may be entitled to take time off to participate in activities of their child's school. In order to be eligible for time off under this policy, an employee must be the parent, guardian, or grandparent of a child who is in kindergarten, a grade between one and 12, or a licensed child day care facility. In addition, the employee must provide reasonable notice of the planned absence to his/her supervisor before taking the time off. The employee may not take more than 40 hours off for this purpose in any year or more than eight hours off in any calendar month of the year. This policy covers non-exempt employees for any time missed and exempt employees for full days missed.

If both parents of a child are employed by the employer at the same work site, only one parent may take time off at a time under this policy. The parent who first gives appropriate notice of the need for time off under this policy will have preference for the time off. In some cases, the Company may agree to provide both parents the opportunity to take time off at the same time. However, that may occur only with the advance written approval of the Company.

Any employee who takes time off under this policy must utilize any existing accrued paid time off for the absence. If the employee does not have any accrued paid time off available at the time the time off is taken, or does not have enough accrued paid time off benefits to cover the time taken off, the time off will be taken without pay. However, exempt employees need only use accrued paid time off when they miss four hours or more, and if no accrued time is available, will only lose pay for entire days missed.

Any employee who takes time off under this policy must provide documentation from the child's school to substantiate the fact that the employee participated in a school activity. The

documentation must verify that the employee participated in the activity on a specific date and at a particular time.

The Company also complies with all applicable laws regarding time off for required appearances at school after a child is suspended.

8. OTHER EMPLOYMENT PRACTICES

A. INTERNAL COMPLAINT PROCEDURES FOR EMPLOYMENT-RELATED CONCERNS OTHER THAN HARASSMENT AND DISCRIMINATION

To foster sound employee-employer relations through communication and reconciliation of work-related problems, Old Republic Home Protection Co., Inc. provides employees with an established procedure for expressing employment-related concerns. **(Note: The complaint procedure to follow in this section does NOT apply to complaints of harassment or discrimination. See Policies 2A and 2B on Harassment and Equal Employment Opportunity under Section 2 (General Employment Policies) for more information on the procedures to follow when making a complaint of harassment.)**

In situations where employees feel they have a legitimate work-related complaint, the following steps should be taken:

Step One: The employee is encouraged to first attempt to resolve the issue(s) through discussions with his/her immediate supervisor.

Step Two: If the work-related complaint is not resolved with the employee's immediate supervisor, barring extenuating circumstances, it should be brought (in writing, if possible and practicable) to the attention of the next level supervisor or manager.

Step Three: If the complaint is not resolved in Step 2 to the employee's satisfaction, the employee is encouraged to bring it to the attention of the Manager of Human Resources, or, if necessary, to the President of Old Republic Home Protection Co., Inc. The President retains the discretion to appoint another manager as her designee, depending upon the circumstances. The decision by the President (or her designee) or Manager of Human Resources at this step shall be final, conclusive, and binding on all parties.

The Company will attempt to resolve legitimate work-related complaints within a reasonable period of time while preserving the confidentiality and privacy of those involved to the extent practicable.

The Company reserves the discretion to take any personnel action before, during, or after this procedure is employed. Please refer to the Employment-At-Will Policy in this Handbook.

B. PERFORMANCE REVIEWS

Generally, your job performance may be reviewed during your first year of employment with Old Republic Home Protection Co., Inc. and then periodically thereafter. Your work record, attendance, and other performance factors will be evaluated on a regular basis. Salary increases may or may not accompany performance appraisals and are not automatic. They are subject to a

review of your job performance, the Company's financial performance, and economic conditions. Performance reviews and salary increases do not alter the at-will employment relationship, and the Company reserves the discretion to take any personnel action before or after performance reviews are issued.

C. EDUCATIONAL ASSISTANCE PROGRAM

The purpose of this policy is to provide a program for employees to prepare themselves for better job opportunities within the Company and to encourage continuing personal and professional development. Participation is initiated by employees and is completely voluntary. All education must occur outside of normal working hours. (This policy does not apply to education required by the Company. If education is required by the Company, affected employees will receive instructions about their obligations in writing.)

The Educational Assistance Program provides reimbursement for tuition, books and certain fees for courses taken at accredited colleges, universities and vocational schools. The reimbursement is made directly to the employee as a loan following successful completion of approved courses. The loan is forgiven by the Company over the course of one (1) year after completion of the approved coursework, provided that the employee remains continuously and actively employed with the Company during that time.

NOTE: The completion of course work for a degree under this policy does not assure the employee of additional compensation or job opportunities.

College, university and vocational courses must be completed at accredited institutions of recognized stature at the Company's discretion, to be eligible for reimbursement.

Job-Related Course(s)

All Regular Full-Time Employees in good standing with no disciplinary actions of record and working a minimum of 40 hours per week may apply for educational assistance for Career-Related Course(s) as defined below following six months of continuous full-time service, provided their work performance meets the supervisor's standards as set for the position. Employees on performance improvement plans or on leave of absence are not eligible.

Educational assistance is available for courses that are directly career-related at the Company and will enhance the employee's present job or increase opportunities for promotion to another job in the Company, and which represents a logical progression of the employee's career path as reasonably determined by both the employee and the supervisor ("Career-Related Course(s)"). Company Career Related Course(s) include areas of study in: Business, Communications, Finance, Accounting, Law, Real Estate, Data Processing, Economics, Marketing, Auditing, Management, and professional accreditation courses.

To apply for educational assistance for Company Career-Related Course(s), the employee elects to fill out the "Educational Assistance Program Application" at the start of a course and submits it to his/her immediate supervisor, who initially decides approval of the coursework. Final prior approval is then obtained by the immediate supervisor in conjunction with senior management (i.e., the Call Center Manager, The National Director of Sales, and/or President) and Human

Resources. Human Resources will advise the employee in writing that the course, tuition and related fees have been approved after the course has been successfully completed.

No more than two courses per quarter or semester will be approved for educational assistance, and no time off from work to attend a course during normally scheduled business hours will be granted.

Degree Programs

The Degree Program (encompassing undergraduate and master's degree course work) allows a Regular Full-Time Employee reimbursement of tuition costs for each course in that program, whether or not the individual course is job-related. However, the degree course of study must be related to a logical career path at the Company for the employee. This logical career path should be discussed prior to enrollment by the employee and the employee's supervisor and be a career path that will mutually benefit both the Company and the employee. Senior management, working with Human Resources, will advise the employee in writing that the course of study has been approved.

Undergraduate Degree

Regular Full-Time Employees are eligible for the undergraduate degree component of the Degree Program if they have completed one year of continuous full-time salaried employment with the Company.

To apply, the employee elects to fill out the "Educational Assistance Program Application" for courses to be taken and submits an outline to the location manager or supervisor for approval. This form is forwarded to Human Resources for final written approval prior to beginning course work.

The course outline should include the following items:

1. Employee's name, location and job title
2. Name of degree or certificate
3. Educational institution
4. Required course work
5. Elective or optional course work
6. Approximate completion date
7. Statement of objective and how it relates to the employee's career at the Company
8. Employee's signature
9. Human Resources Department approval

Employees on performance improvement plans or on leave of absence are not eligible. No more than two courses per quarter or semester will be approved for educational assistance, and no time off from work to attend a course during normally scheduled business hours will be granted.

Master's Degree

Regular Full-Time Employees who have completed one year of service and hold a bachelor's degree may apply for educational assistance under the graduate degree component of the Degree Program.

The same criteria and proposal procedures used for undergraduate degree programs apply to graduate degree programs.

Doctorate Degree

Doctorate degrees are not eligible for loan reimbursement under the Company's program.

Professional Accreditation Programs

Expenses either to attain or maintain professional certification may be loaned under this policy. These may include continuing legal education courses, CPA Review, Bar Review, and other generally recognized professional accreditation courses. The same criteria and proposal procedures used for degree programs apply to professional accreditation programs.

Loan Reimbursement Procedure for Career-Related, Degree Program, and Professional Accreditation Program Courses

After completing the course, the employee will be required to provide the following items to Human Resources in order to receive reimbursement:

1. Original receipt of proof of payment for the course.
2. Official grade report with passing grade or certification of course completion.
3. Titles and cost of any required textbooks.
4. Original sales receipt(s) for textbooks. Receipts for textbooks should be itemized by writing the name of the textbook next to the price on the receipt.

Once this documentation is received, and the Company has record of the application and authorization for the approved coursework, reimbursement by way of a loan will be processed through Accounts Payable in the next processing cycle.

Loan Reimbursement will be made for grades A through C. In some systems "Satisfactory/Unsatisfactory," "Pass/Fail" or, "Complete/Incomplete" are used to indicate completion of a class. In that case, the Company will provide loan reimbursement for a grade of "Satisfactory," "Pass" or "Complete." A course taken on an audit or visitor basis is not eligible for loan reimbursement. Grades of D or below are not reimbursed.

The amount of educational assistance for approved courses will cover tuition and required textbooks. Items such as typing, activity fees, photocopying charges, as well as charges for pens, pencils, rulers, notebooks, calculators, parking, late fees, mileage to and from school and clothing required for courses are not covered by this policy and, therefore will not be reimbursed.

Reimbursement will not be provided for that portion of the tuition subject to other types of assistance such as the GI Bill, a fellowship, or a research grant or to any employee who leaves the Company prior to completion of the course of study.

Educational assistance is limited to reimbursement up to \$3,000 per employee per calendar year.

Educational Assistance Loan for Employees Enrolled in Company Career-Related Courses, Degree Program or Professional Accreditation Program

The amount of educational assistance provided by the Company for approved Company Career-Related Course(s), and courses taken in conjunction with the Degree Program or the Professional Accreditation Program ("Educational Assistance Loan") will be forgiven by the Company over the course of one (1) year after completion of the approved coursework, provided that the employee remains continuously and actively employed with the Company during that time. If, within one year of completing approved Company Career-Related Course(s), or approved courses in either the Degree Program or Professional Accreditation Program, the Company terminates an employee or an employee voluntarily resigns his/her employment with the Company, the employee must reimburse the Company for the Company's costs associated with the courses, according to the following formula:

1/12 of the entire cost of the Degree Program coursework completed, Professional Accreditation Program coursework completed or Company Career-Related Course(s) completed for every month less than one (1) year of the anniversary date in which the degree coursework or professional accreditation was completed. For example, if an employee completes one approved class towards the achievement of his/her Master's Degree in November 2003 and voluntarily terminates his/her employment with the Company on October 2004, the employee owes the Company 1/12 of the costs incurred by the Company in conjunction with that completed course, i.e., 1/12 of the sum paid by the Company to the employee to reimburse him/her for the tuition and textbooks for that course.

Payment shall be made within 30 days of the employee's last day of employment. Thereafter, interest shall begin to accrue at the legal rate for any outstanding balance owed to the Company.

Educational Assistance Loan Agreement

Employees who enroll in a Company Career-Related Course(s) or course(s) in conjunction with a Degree Program or Professional Accreditation Program will be required to sign an agreement called an "Educational Assistance Loan Agreement" which addresses the foregoing.

The Human Resources Department will be responsible for dissemination and enforcement of the "Educational Assistance Loan Agreement."

Additional information on Educational Assistance as well as forms to enroll and receive course reimbursement may be obtained by contacting the Human Resources Department.

At Will Policy

Nothing contained within this program is intended to alter the at-will nature of employment between the Company and employee and the ability of employee and the Company to terminate the employment relationship at any time and for any reason.

D. SAFETY AND SECURITY

Old Republic Home Protection Co., Inc. has developed an Injury and Illness Prevention Program. You will be provided with an Injury and Illness Prevention Employee Handbook under separate cover. The Human Resources Specialist is responsible for maintaining and implementing the Program.

Maintaining a safe work environment requires the continuous cooperation of all employees. The Company strongly encourages employees to communicate with fellow employees and their supervisor regarding safety issues. You can help by reporting any safety hazards you notice. Also, if you observe any unfamiliar or suspicious person in working areas, please notify your supervisor immediately.

To the extent reasonably practical the Company will provide all employees with care, first aid and emergency service, as required, or if necessary, for injuries or illnesses while on Old Republic Home Protection Co., Inc. premises. Employees should contact their supervisor, the nearest supervisor, and/or 911 in the event of an accident or emergency while at the work place.

If an employee is injured on the job, Old Republic Home Protection Co., Inc. provides coverage and protection in accordance with the applicable Workers' Compensation Laws in your state. When an injury is sustained while at work, regardless of whether or not medical treatment was sought or required, it must be reported **immediately** to the employee's supervisor, who in turn will notify the Human Resources Department of the incident.

Failure to report accidents is a serious matter, and it may preclude an employee's coverage under Workers' Compensation Insurance.

If employees are given medical restrictions that they believe conflict with their job duties and could present a safety or health hazard, employees must notify management immediately and provide documentation regarding their restrictions within 48 hours of notifying management.

E. ACCESS CARD POLICY

In order to restrict access to the premises of Old Republic Home Protection for safety purposes, all ORHP employees, vendors, and visitors are required to wear an ORHP Access Card while working in or visiting ORHP's Corporate offices in the San Ramon facility. The ORHP Access Card identifies you as a Company employee and is also your electronic key to enter the building and other secured areas (e.g., lunch room) as needed. ORHP Access Cards will be issued to new employees on their first day of employment and can be obtained from the Human Resources Department.

All ORHP employees and vendors must have their picture included on the ORHP Access Card, which can only be worn by the intended individual. All employees are required to wear an ORHP Access Card as a form of visible identification and are encouraged to challenge unescorted strangers and anyone not wearing visible identification. Persons attempting to gain access without authorization should be immediately reported to a Supervisor and/or to HR. Allowing access to anyone not displaying an authorized ORHP Access Card may be grounds for disciplinary action up to and including termination of employment. When an employee resigns

or is otherwise separated from employment with ORHP, the employee must return the ORHP Access Card to the HR Department on his/her last day of employment.

Employees must keep their cards in a safe and secure location at all times, and cannot loan their cards to anyone. If an ORHP employee or vendor loses or otherwise renders his/her card unusable, they must notify a Supervisor/Lead/OSC (employees) or HR (vendors).

Before 8 a.m., after 5 p.m., and weekends: Call OSC (800-445-6999, ext. 7932) using a cell phone. Between 8 a.m. – 5 p.m.: Report to HR.

If the lost card is not found within 24 hours, the employee must obtain a new ORHP Access Card, paying ORHP a replacement cost of \$5, payable by payroll deduction (with signed employee authorization) or check (agency employees must pay by check). If an employee has their ORHP Access Card, but has lost their lanyard to wear the card, the employee may obtain a new lanyard from Facilities at no charge to the employee.

All visitors are required to report to HR to sign in and obtain a visitor access card. Visitors must return the visitor card to HR and sign out when leaving the ORHP premises.

F. WORKPLACE VIOLENCE

Old Republic Home Protection Co., Inc. is committed to providing a safe, violence-free workplace and strictly prohibits employees, consultants, customers, visitors, or anyone else on Company premises or engaging in a Company-related activity from behaving in a violent or threatening manner. As part of this policy, Old Republic Home Protection Co., Inc., seeks to prevent workplace violence before it begins and reserves the right to deal with behavior that suggests a propensity towards violence even prior to any violent behavior occurring.

Workplace violence includes:

1. Threats of any kind (whether or not they may be joking);
2. Threatening or violent behavior, such as intimidation of or attempts to instill fear in others;
3. Other behavior that suggests a propensity toward violence. This can include belligerent speech, excessive arguing or swearing, theft or sabotage of Company property, or a demonstrated pattern of refusal to follow Company policies and procedures;
4. Defacing Company property or effecting physical damage as to the facilities; or
5. With the exception of security personnel, bringing weapons or firearms of any kind on Company premises, in Company building parking lots, or while conducting Company business.

If any employee observes or becomes aware of such actions or behavior by an employee, customer, consultant, visitor, or anyone else, they should notify Human Resources immediately. In case of emergency, first call “911.”

Further, an employee should notify Human Resources if any restraining order is in effect, or if a potentially violent non-work-related situation exists which could result in violence in the workplace.

All reports of workplace violence will be taken seriously and will be investigated promptly and thoroughly. In appropriate circumstances, the Manager of Human Resources will inform the reporting individual of the results of the investigation. To the extent possible, Old Republic Home Protection Co., Inc. will maintain the confidentiality of the reporting employee and of the investigation but may need to disclose results in appropriate circumstances in order to protect individual safety. Old Republic Home Protection Co., Inc. will not tolerate retaliation against any employee who reports workplace violence in good faith.

If the Manager of Human Resources determines that this policy has been violated, the Manager of Human Resources will take appropriate corrective action and will impose discipline upon offending employees. The appropriate discipline will depend on the particular facts but may include written or oral warnings, probation, reassignment of responsibilities, suspension, or termination, even for a first offense. If the violent behavior is that of a non-employee, the Manager of Human Resources will take appropriate corrective action in an attempt to ensure that such behavior is not repeated on Company premises.

G. PROFESSIONAL WORK ENVIRONMENT

Employees are expected to maintain a professional work environment by behaving and communicating in a positive, respectful, and co-operative manner with customers, contractors, co-workers, etc., including not speaking about other departments, individuals, etc., whether or not they are present, unless you have something positive to say (with the exclusion of any behavior or communication protected by applicable law).

Appropriate Professional Conversations in the Workplace

“Professional Courtesy” may be becoming extinct in other workplaces, but at Old Republic Home Protection, it remains a standard. Please be aware of the following expectations:

1. Foul language (including any language that is profane, abusive, threatening or demeaning) is never acceptable in the workplace – even if it is used in casual conversations between other employees. The person you are speaking to might not find it offensive, but other employees may. Plus, a caller on the other end of an employee’s telephone could overhear unprofessional or inappropriate language.
2. Be aware of your “personal volume.” As the business continues to grow and we add more employees, we find ourselves working in closer proximity to each other. Conversations MUST be at an appropriate volume level for your surroundings.
3. Know when and where to have your conversations. Standing near a group of employees who are on the phones is NOT the right place to talk.
4. Do not talk to other employees when they are on the telephone. In order for our employees to provide the type of service we pride ourselves on, we should not interrupt them or talk to them while they are on a call.
5. If you walk up to a cubicle or into an office and find an employee on the phone, either come back later or wait quietly. Do not interrupt them or attempt to carry on a conversation with them while they are still on the telephone – it is distracting, rude, and unprofessional.

If an employee does not meet ORHP standards of personal conduct, your supervisor at his/her discretion, may take corrective action up to and including termination of employment.

Desk Code

The intent of the Desk Code policy is to find a balance between what makes us comfortable and happy at work on the one hand while maintaining a **professional** workplace that makes it easy to get the work done effectively on the other. We want to provide a workplace where employees are able to perform their jobs in an organized, **clutter-free**, professional environment; where job-related materials are within easy reach at all times, unobstructed by personal items; and where everyone knows when they walk through the door that this is a place of business.

Responding to employee requests for a Desk Code review and update by Management, please note the changes below that have been made to the Desk Code policy.

1. Desks are ORHP property – not personal property. They may be inspected at any time. (Please refer to the Section “Old Republic Home Protection Co. Workplace Inspection - Employer Action” in this Handbook.)
2. No food may be stored in your desk. (Management may remove anything left overnight.)
3. Eating at workstations is not permitted. The lunchroom is available before work and during breaks for eating, but the office area is not.
4. Plants, bottles, cans, or other beverage containers (or anything else that contains liquid) should not be kept on or near your computer or keyboard. All beverage containers must be closed with a lid or similar mechanism.
5. Employees may hang a personal wall calendar or other pictures in their cubicle using a clip for hanging provided by Facilities. A personal calendar and/or pictures must be in good taste, appropriate for the work environment and in compliance with all ORHP policies.

The cooperation of all employees is needed to maintain the professional work environment of our office area. If you have any questions regarding these guidelines, please see your Team Manager.

Violation of this policy may lead to corrective action, up to and including termination of employment, at management’s discretion.

Proper Use of Company Property and Equipment in the Corporate Office

Certain restrictions apply when decorating workspaces for birthdays, holidays, and other celebrations. Because the building management (Sunset Development) does not permit anything to be hung from the ceilings, **hanging anything from the ceilings in ORHP’s offices is prohibited**. Decorations will continue to be allowed on walls and cubicles, but such decorations must be promptly and completely removed upon conclusion of the event precipitating the decorations. Personal calendars may be hung in accordance with the Desk Code policy stated above.

Standing on or leaning against cubicle partitions is not permitted. The cubicle partitions and the desks that are a part of each cubicle are not built for such use and may be damaged if misused in that way. Additionally, this is a safety concern, because employees who misuse this equipment

may be injured because of such misuse. Just to reiterate, **standing on or leaning against the cubicles is prohibited**. Also, **standing on desks and/or chairs is a safety concern and is prohibited**. In other words, employees are prohibited from using company equipment or furniture for purposes other than that for which the equipment or furniture is meant to be used. Employees may be disciplined up to and including termination for any violation of this policy. Further, **if an employee damages Company equipment or furniture because of misuse, that employee will be financially responsible for the repair or replacement of the equipment or furniture, to the maximum extent permitted by law**. If you have any questions concerning this policy, please speak with your Supervisor.

Proper Physical Boundaries

Your behavior in the workplace is expected to be professional at all times. While ORHP encourages friendly, positive interactions with coworkers, it is important to remember that the environment must be comfortable and safe for everyone at all times.

In order to ensure that all employees feel comfortable in the workplace, roughhousing and/or horseplay and, in particular, nudging, poking, pushing, and/or any other seemingly “playful” physical contacts with other coworkers, are prohibited. Because one never knows what medical issues and/or personal space boundaries another coworker may have, even seemingly friendly physical contact may be offensive or harmful. Additionally, to prevent misunderstandings, such contact in the workplace is prohibited even if all participants join it voluntarily.

This prohibition against physical contact is in addition to the prohibition against physical conduct directly at an individual because of any protected categories as specified in ORHP’s Policy Against Harassment (Employee Handbook, pages 2-4).

H. DRESS CODE AND GROOMING GUIDELINES

The Company prides itself on the professional atmosphere it maintains and the favorable image its employees present as representatives of the Company. Employees are expected to use their best judgment in determining their dress, grooming and personal hygiene, consistent with the Company's standards and the positive image and professional atmosphere it wishes to maintain. The image of the Company is tied to the image of its employees, and to the extent that both of them intertwine, employees have a responsibility to represent the Company's image accordingly.

The employee's immediate supervisor is responsible for enforcement of the Company’s dress and grooming guidelines. Employees should consult with their immediate supervisor in advance regarding the appropriate dress and grooming guidelines in their department, in order to avoid the potential for conflicts or problems.

During business hours employees are expected to present a clean and neat appearance and should not wear soiled or torn clothing to work. Hair should be clean and well-groomed and personal hygiene must be compatible with working in an office environment. Also, keep in mind the following three guidelines:

1. Be sure your clothing choices do not reflect beachwear or other “too casual” or inappropriate styles. **Anything you would wear to the gym, beach, bar, or to clean the garage or wear to bed should not be worn to the office.**

2. Employees should maintain a professional and well-groomed appearance. **Clothing should appear neat, clean, presentable and business appropriate (i.e., tops should not show cleavage or have spaghetti straps).** Our dress code policy applies to all areas of the company, including work areas, break rooms, lunch rooms, and courtyard – anywhere you might be seen by other employees, visitors, other building tenants, etc.

The Company will accommodate religious practices and forms of gender expression that may dictate an employee's personal appearance. Any tattoo or jewelry that may be construed to be offensive or create a hostile work environment will need to be covered or removed, as permitted by law.

Any employee who is inappropriately dressed or groomed when he or she arrives for work will be considered unsuitable to commence work and will be sent home. The employee may be asked to return to work later in the same day in proper attire or grooming that conforms to the supervisor's and Company's guidelines. Employees who are asked to leave the work premises because of inappropriate dress or grooming will not be compensated for any time expended to go home and return to work. Employees may be subject to discipline up to and including termination, at management's discretion, if they continue to come to work inappropriately dressed or groomed.

I. BUSINESS CONDUCT

It is Old Republic Home Protection Co., Inc.'s policy to conduct its business affairs with integrity and honesty. This commitment to the highest standards of ethical behavior is an integral part of how we conduct our business.

It is the responsibility of our employees to represent our Company fairly and accurately, making no commitment which has not been approved by Old Republic Home Protection Co., Inc. management in advance or which is not in compliance with state and federal requirements and our normal business practices.

Our customer goodwill is an asset of great importance and Old Republic Home Protection Co., Inc. is committed to the belief that growth will continue for as long as our customers are satisfied. More information on business conduct is found under **Policy 8J**, immediately below.

J. CODE OF BUSINESS CONDUCT AND ETHICS

Introduction

This Code of Business Conduct and Ethics addresses a wide range of business practice issues. It does not attempt to address every issue that might arise but merely to state certain basic principles. This Code applies to the employees, officers and directors of Old Republic International Corporation and each of its subsidiaries (jointly, the "Company"). The Company expects all employees, officers and directors to conduct themselves according to the basic principles in this Code. Violations of the standards in this Code will be subject to appropriate disciplinary action.

1. Complying with Laws

All employees, officers and directors should respect and comply with all applicable laws, rules and regulations of the U.S. and other countries, and the states, counties, cities, provinces and other jurisdictions, in which the Company conducts business. The Company does not expect everyone to know all the details of these laws, rules and regulations, but it is important to know enough to determine when to seek advice from supervisors, managers or other appropriate personnel.

Certain laws or legal principles are particularly important. Among them are the prohibitions against “insider trading” applicable to the Company and its employees, officers and directors. Generally, employees, officers and directors who have access to or knowledge of confidential or non-public information from or about the Company (or any other company) are not permitted to buy, sell or otherwise trade in the Company’s (or any other company’s) securities, whether or not they are using or relying upon that information. This restriction extends to sharing or tipping others about such information, especially since the individuals receiving such information might utilize such information to trade in the Company’s securities. In addition, the Company has implemented trading restrictions to reduce the risk, or appearance, of insider trading.

Particularly important too are the federal, state and local laws concerning labor and employment and the Company’s commitment to assuring equal employment opportunities for all in connection with the recruitment, hiring, training, compensation, development, promotion, demotion and termination of its employees, including officers, and providing a safe workplace that is free of sexual or any other inappropriate form of harassment.

2. Conflicts of Interest

All employees, officers and directors should be scrupulous in avoiding a conflict of interest with regard to the Company’s interests. A “conflict of interest” exists whenever an individual’s private interests interfere or conflict in any way (or even appear to interfere or conflict) with the interests of the Company. A conflict situation can arise when an employee, officer or director takes actions or has interests that may make it difficult to perform his or her Company work objectively and effectively. Conflicts of interest may also arise when an employee, officer or director, or members of his or her family, receives improper personal benefits as a result of his or her position in the Company, whether received from the Company or a third party. Loans to, or guarantees of obligations of, employees, officers and directors and their respective family members may create conflicts of interest. Federal law prohibits loans by the Company to directors and executive officers.

Conflicts of interest are prohibited as a matter of Company policy, except under guidelines approved by the Board of Directors or committees of the Board. Any employee, officer or director who becomes aware of a conflict or potential conflict should bring it to the attention of a supervisor, manager or other appropriate personnel or consult the procedures described in this Code.

3. Corporate Opportunity

Employees, officers and directors are prohibited from (a) taking for themselves personally opportunities that properly belong to the Company or are discovered through the use of corporate property, information or position; (b) using corporate property, information or position for personal gain; and (c) competing with the Company. Employees, officers and directors owe a duty to the Company to advance its legitimate business interests when the opportunity to do so arises.

4. Confidentiality

Employees, officers and directors of the Company must maintain the confidentiality of confidential information entrusted to them by the Company or those with whom the Company does business, except when disclosure is authorized by the Law Department as it deems required by laws, regulations or legal proceedings. Whenever feasible, employees, officers and directors should consult the Law Department if they believe they have a legal obligation to disclose confidential information. Confidential information includes all non-public information that might be considered material by the securities markets or investors, or that might be of use to competitors of the Company, or harmful to the Company or its customers if disclosed. Additional information regarding the use of confidential information is contained in your Employee Handbook.

5. Fair Dealing

Each employee, officer and director should endeavor to deal fairly with the Company's customers, competitors, officers and employees. None should take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts or any other unfair dealing practice.

6. Protection and Proper Use of Company Assets

All employees, officers and directors should protect the Company's assets and ensure their efficient use. Theft, carelessness, and waste have a direct impact on the Company's profitability and its insurance subsidiaries' obligations to their insureds and beneficiaries. All Company assets should be used for legitimate business purposes.

7. Accounting Complaints

The Company's policy is to comply with all applicable financial reporting and accounting regulations. If any employee, officer or director of the Company has concerns or complaints regarding questionable accounting or auditing matters of the Company, he or she may submit those concerns or complaints (anonymously, confidentially or otherwise) to the Chairman of the Audit Committee of the Board of Directors of Old Republic International Corporation which will, subject to its duties under applicable law, regulations and legal proceedings, treat such submissions confidentially. Such submissions may be directed to the attention of the Chairman of the Audit Committee of Old Republic International Corporation or any director who is a member of that Audit Committee at Old Republic's principal executive office in Chicago, or by means of the following toll-free telephone hotline: **877-209-3659**.

8. Reporting Any Illegal or Unethical Behavior

Employees are encouraged to talk to supervisors, managers or other appropriate supervisory personnel about observed illegal or unethical behavior and, when in doubt, about the best course of action in a particular situation. Employees, officers and directors who are concerned that violations of this Code or that other illegal or unethical conduct by employees, officers or directors of the Company have occurred or may occur should either contact their supervisor or superiors. If they do not believe it appropriate or are not comfortable approaching their supervisors or superiors about their concerns or complaints, they may then contact either the Audit

Committee of the Board of Directors of the Company or the Law Department of the Company. If their concerns or complaints require confidentiality, including keeping their identity anonymous, they may call the above-referenced toll-free hotline, and their confidentiality will be protected, subject to applicable law, regulation or legal proceedings.

9. No Retaliation

The Company will not permit retaliation of any kind by or on behalf of the Company and its employees, officers and directors against good faith reports or complaints of violations of this Code or other illegal or unethical conduct.

10. Public Company Reporting

As a public company, it is of critical importance that the Company's filings with the Securities and Exchange Commission be fairly stated and accurate in all material respects and timely. Depending on their position with the Company, employees, officers or directors may be called upon to provide necessary information to assure that the Company's public reports meet such requirements. The Company expects employees, officers and directors to take this responsibility very seriously and to provide prompt and accurate answers to inquiries related to the Company's public disclosure requirements.

11. Amendment, Modification and Waiver

This Code may be amended, modified or waived by the Board of Directors and waivers may also be granted by the Nominating Committee, subject to the disclosure and other provisions of the Securities Exchange Act of 1934, and the rules there under and the applicable rules of the New York Stock Exchange.

K. CONFIDENTIAL AND PROPRIETARY INFORMATION POLICY

Confidential Information of Company

Employees of the Company may have access to various trade secrets and other proprietary and confidential information of the Company ("Confidential Information"). The Confidential Information may consist of (among other things) names and other identifying information of existing and prospective customers serviced by the Company, non-public information about real estate brokers and agents, contractors, product pricing information, marketing methods, sales transaction information, operating practices and compensation paid to Company employees and consultants. All Confidential Information is owned by the Company. For more information about the Company's restrictions on the use of Confidential Information, please review the Code of Business Conduct and Professional Ethics.

Certain employees may be required to agree to separate confidentiality agreements as part of their employment with the Company.

No Disclosure of Confidential Information

It is the responsibility of all employees to safeguard confidential information regarding Old Republic Home Protection Co., Inc., its operations, and other employees, its customers or suppliers. Employees (whether during or after Employment by the Company) must never directly or indirectly use or disclose any Confidential Information, except Confidential Information that has been publicly disclosed without any participation by the employee. This policy prohibits any use of Confidential Information by the employee, or by any person who obtained any Confidential Information directly or indirectly from the employee, in competition with Old Republic Home Protection Co., Inc. No confidential information should be discussed outside of the office, or with anyone but our staff. Unauthorized use or disclosure of confidential information may result in discipline, up to and including immediate termination of employment.

Employees may not use the Company's logo, graphics, trademarks, slogans or any other Company content, except as part of authorized business activity.

This policy does not apply to any disclosures that are protected by applicable law such as lawful disclosures to prepare employees for group action, and lawful disclosures regarding employment and working conditions.

Company Property and Communications Facilities

All written materials relating to the business of Old Republic Home Protection Co., Inc. are the exclusive property of the Company and will not be removed from the premises of the Company, except as necessary to carry out assigned duties. Such written materials include (without limitation) sales records, files, documents, copies, and electronic storage devices, whether prepared by or with the assistance of the Employee or otherwise coming into his/her possession. On termination of employment with the Company for any reason, the employee must deliver promptly to the Company all of the foregoing that are in his/her possession or under his/her control. Employees must have no expectation of privacy with respect to the Company's telecommunications or other information processing systems (including without limitation, stored computer documents and files, email messages and voice messages).

Confidential Customer/Plan Holder Information

Employees must use confidential information concerning a customer/Plan Holder of Old Republic Home Protection Co., Inc. only as necessary in connection with the Company's provision of services to such customer/Plan Holder.

L. SMOKING POLICY

In order to provide a healthy and safe workplace, smoking is strictly prohibited in any office building or enclosed premises of Old Republic Home Protection Co., Inc., including lunchrooms, restrooms, and lounges, or in any Company vehicle. This smoking ban applies to both employees and non-employees. Employees who smoke do not receive extra break time.

M. BACKGROUND CHECK PROGRAM

The Company has a background check program whose purpose is to ensure that certain potential employees, who are considered for hire, as well as those who are hired, and/or subsequently promoted into certain positions, are free of a history of criminal conviction(s), do not have a poor credit history (when applicable and to the extent permitted by law) and do not have a poor driving record (when applicable). The goals of the program are to develop a stable and honest workforce, reduce tardiness and absenteeism and increase morale.

In certain circumstances, the Company will initiate background checks on employees holding sensitive and key managerial and professional positions in the Company. Typically, employees holding the following positions will be candidates for a background check: Company officers at the level of President, managerial and supervisory personnel, and persons in positions where cash and checks are handled; e.g., Human Resources, accountants, bookkeepers, and payroll personnel. Drivers of Company cars and employees who drive their own cars while on company business are subject to driving record checks.

The Company reserves the right to check the background of any employee who may or may not be in a sensitive position, if it has sufficient reason to suspect that the employee may be involved in criminal behavior. The Company complies with all applicable laws regarding background checks.

N. ALCOHOL AND ILLEGAL DRUG USE

The Company maintains a strong commitment to provide a safe, efficient, and productive work environment. The Company wishes to ensure that employees will perform their duties safely and efficiently, in a manner that protects their interests, as well as those of their coworkers and our customers.

In keeping with this commitment, the Company has a strict policy regarding the inappropriate use and possession of drugs and alcohol. This policy recognizes that employee involvement with alcohol or drugs can be extremely disruptive and harmful in the work place. It can adversely affect the quality of work and the performance of employees, pose safety and health risks, and have a negative impact on work efficiency and productivity. Accordingly, the Company requires all employees to report to work fit to perform their jobs without being under the influence of illegal drugs, abused legal drugs or alcohol. The policy also prohibits the use, possession, manufacture, distribution, or dispensation of alcohol, illegal drugs and abused legal drugs while at the workplace. All employees must adhere to the rules of this policy.

For purposes of this policy:

1. "Illegal drugs" means any drug or substance that (a) is not legally obtainable; or (b) is legally obtainable but has not been legally obtained; or (c) has been legally obtained but is being sold or distributed unlawfully. (The Company considers "medical marijuana" to be an illegal drug since it is not legally obtainable under federal law.)
2. "Legal drugs" means any drug, including prescription drugs and over-the-counter drugs, that has been legally obtained and that is not unlawfully sold or distributed.

3. "Abused legal drugs" means the use of any legal drug (a) for any purpose other than the purpose for which it was prescribed or manufactured; or (b) in a quantity, frequency, or manner that is contrary to the instructions or recommendations of the prescribing physician or manufacturer.

In order to protect yourself and other employees, we require that you be able to perform your job safely and unimpaired. If a supervisor believes that you are not working safely and unimpaired, you will be reassigned or suspended for the remainder of the day (or longer) pending an investigation.

If for any reason you must take a prescription or non-prescription drug that may have any side effects that hinder you in your normal job, notify your supervisor. You are required to ask your physician whether prescription drugs (or non prescription drugs advised by your physician) may adversely affect your ability to safely perform assigned duties, thereby endangering others, yourself or property. If your physician's response is negative, you should ask the physician to put his/her opinion in writing. If your physician's response is affirmative, you are required to advise Human Resources that you are taking medication which could impact your ability to perform assigned duties safely. You may be requested to provide a release from your physician to the Company that you are able to work safely while taking a prescription or nonprescription drug. (Please note, a prescription for "medical marijuana" is not recognized by the Company since marijuana is not legally obtainable under federal law.)

Employees bringing drugs onto the Company's premises are required to retain the drug in its original container that identifies the drug, dosage, date of prescription and authorizing physician. It is recommended that employees taking a drug off site at the direction of a licensed physician maintain the drug in its original container with the information described above set forth on the prescription bottle/container.

The Company shall keep any information regarding an employee's use of legal drugs as confidential, and will only disclose the recommended work restriction, warranted by the side effects, to Company officials on a need-to-know basis consistent with business necessity. The Company may observe these recommended work restrictions by assigning the employee to appropriate duties during the time of his/her medication, or possibly provide an unpaid medical leave of absence to the employee as outlined in this manual if no assignment is available or if it would present an undue hardship.

Employees must advise Human Resources of any criminal drug statute conviction within five (5) days of a conviction. Law enforcement officials will be informed whenever illegal drugs are found in the possession of any employee during working time or on Company premises. The Company reserves the right to search all areas of the Company including, but not limited to, offices, work areas, desks, rest areas and lockers.

Employees may consume alcohol after hours at Company-sponsored affairs, dinners and hospitality suites as a normal part of business socializing. Employees are expected to drink responsibly, not become inebriated, and not to drink and drive. In that regard, employees are encouraged to utilize designated, non-drinking driver arrangements and/or hire a taxi at the Company's expense for themselves or co-workers, if they over consume alcohol at Company events.

It is essential for everyone that all employees comply with this policy. Employees who violate this policy and/or are convicted under any drug statute are subject to disciplinary action up to and including discharge.

O. EMPLOYMENT VERIFICATION AND EMPLOYMENT REFERENCES

The Human Resources Department will handle all employment verifications. Information that can be verified are dates of employment and job title. The Human Resources Department also will verify salary and benefits information at an employee's request, but only if it is pre-authorized in writing by the employee.

No employee, supervisor or manager is authorized to give **ANY** employment references at any time regarding employees or former employees of Old Republic Home Protection Co., Inc. Furthermore, employees are not allowed to use Company stationery for the purposes of giving personal references on former employees. Violation of this policy may result in discipline, up to and including termination.

P. ANTI-NEPOTISM

Old Republic Home Protection Co., Inc.'s policy on the employment of relatives is not to hire immediate family members or in-laws of employees. The reasons for this policy are self-evident. The hiring of relatives can create the appearance of, or may lead to, favoritism, and thus the possibility of conflicts of interest. Once relatives are hired, their presence can create personnel, supervisory, and management difficulties.

This policy applies to every employee, officer, and director. Pursuant to this policy, no officer, manager, or other employee is authorized to hire or agree to hire, for a full-time or part-time position, any person who is a member of the immediate family of any person already on the active payroll of Old Republic Home Protection Co., Inc. at any Company location. (For this purpose, immediate family members include: brothers, sisters, sons, daughters, fathers, mothers, in-laws; and any step, or adopted of these.) Existing related employees hired prior to July 1, 2000, are excluded from this policy (or "grandfathered") as a one-time-only exception. If they terminate after July 1, 2000, they will NOT be eligible for re-hire.

Spouses of current employees may be considered for employment or re-hire as required by applicable law. Registered domestic partners of current employees will also be given consideration in accordance with applicable law. An applicant who is the spouse or registered domestic partner of an employee, however, is to be considered by the same standards as an unrelated applicant, except that the position for which the applicant is considered must not be one that involves a supervisory or reporting relationship with the applicant's spouse or registered domestic partner.

In the event any two (2) individuals who are currently employees of the Company or any of its subsidiaries become married or establish a registered domestic partner or cohabitational relationship, the Company will review the reporting and organizational relationship of those employees as allowed by applicable law. Where the Company deems feasible and desirable, and if permitted by law, it will change the reporting and organizational relationship in order to maintain appropriate separation of duties and effective, unencumbered reporting relationships and to eliminate the appearance of a real or perceived conflict of interest.

Under no circumstances shall any director, officer, or other employee with a relative, spouse, or partner who is also employed by the Company or any of its subsidiaries take any action, directly or indirectly, which is intended or likely to influence either the remuneration, acquisition of office furniture, equipment or supplies, benefits, or performance evaluation of his or her relative, spouse, or domestic partner.

In the rare event that an exemption from this policy is believed necessary, both the Company President and the Audit Committee of the Board of Directors must approve the exemption beforehand, in writing.

Q. OUTSIDE EMPLOYMENT

Old Republic Home Protection Co., Inc. respects the rights of employees to engage in lawful activities outside of their employment. However, employees must avoid situations that present a conflict of interest, or adversely affect the employee's ability to meet Old Republic Home Protection Co., Inc.'s work requirements. From time-to-time, employees may be required to work beyond their normally scheduled hours. Employees must perform this work when requested. In cases of conflict with an outside activity, the employee's obligation to the Company must be given first priority.

Before accepting outside employment, you must discuss it with your supervisor to make sure that it will not pose a conflict for the above reasons. Regular Full-Time Employees are discouraged from working for another employer. If an employee is injured while off work or at work at another job, the employee may be entitled to California Short Term Disability ("SDI") benefits, PTO, long-term disability benefits, but not to the Company's workers' compensation benefits.

R. CONFLICT OF INTEREST

The Company respects the right of employees and directors to engage in outside activities that are private in nature, and which do not conflict with their positions or duties to the Company. The Company has no desire to interfere with or inquire into the personal or financial affairs of employees or directors. However, when the outside activity or financial interest of an employee or director involves certain relationships with an organization or individual with whom the Company does business, or with whom the Company competes, the duties of loyalty and care, as well as prudence and good judgment, all require that identification be made of situations involving conflict of interest, and that steps be taken to avoid such conflict from arising between the self-interest of the employee or director and the interest of the Company.

Ethical conduct beyond reproach and integrity must at all times be the hallmarks of the Company's activities, and each of its employees is expected to have a strong and responsible sense of differentiating between right and wrong conduct.

Industry or Trade Associations/Potential Conflicts of Interest

It is at times beneficial for one or more director, officer, or other employee to belong to one or more industry or trade association as representatives of Old Republic Home Protection Co., Inc. To preclude conflicts of interest, representatives of the Company should exercise extreme caution, common sense, and discretion with respect to their statements, memberships or similar group activity which could or would have a detrimental effect on the interests of the Company.

General Conflict of Interest Issues

A conflict of interest may exist in instances where the actions of an employee or director involve: (1) direct or indirect personal economic benefits derived or resulting from transactions between the Company and any persons, firms, business, or social organizations, whether or not the employee or director has a direct or indirect financial interest in such persons, firms, business, or social organizations; (2) the obtaining of a direct or indirect personal financial gain or other advantage resulting from knowledge or disclosure of information relating to the Company's business, which information has not been made public; (3) the acceptance of a gratuity or an indirect economic benefit beyond mere business courtesy; or (4) a business relationship in competition with the Company.

Conflict of interest issues may arise in instances where the job actions of an employee involve direct or indirect personal economic benefits, benefiting either the employee or another party who the employee knows; e.g., ORHP Plan Holders and ORHP vendors. Because some employees may be friends of, and in some cases are related to, ORHP Plan Holders (or employees may themselves be Plan Holders) and ORHP vendors, it is necessary that certain guidelines be followed to avoid either actual or potential conflict of interest issues.

Employees receiving service requests and/or authorizing service for property of Plan Holders who are friends, neighbors, acquaintances or relatives of an employee, or for the property of an employee, must under all circumstances immediately bring the matter to the attention of their Supervisor before taking any action. Similarly, if an employee learns that any ORHP vendor is a friend, neighbor, acquaintance or relative, the employee must under all circumstances immediately bring the matter to the attention of their Supervisor. If an employee has any doubt as to whether a particular Plan Holder or vendor is covered by this policy, the employee must bring the matter to the attention of his/her Supervisor. Failure to alert Management to such situations may result in disciplinary action up to and including termination of employment with Old Republic Home Protection Co., Inc.

Professional Relationships with Contractors/Realtors

Old Republic's policy regarding business relationships with contractors and Realtors, as well as homeowners or other business associates, is always expected to be on a strictly professional level. This policy applies to all ORHP managers and employees. Violations of this policy may result in disciplinary action, up to and including termination.

The following guidelines should be followed to avoid any inference of potential conflicts of interest:

1. No gifts. ORHP employees and members of their immediate families (defined as brothers, sisters, sons, daughters, fathers, mothers, in-laws; and any step, or adopted of these; spouses, registered domestic partners, any immediate family or relations by marriage, domestic partnership, etc.) may not solicit or accept gifts, rewards, payments, commissions, or gratuities of any kind or value from anyone having or seeking business with ORHP except as follows:
 - a. unsolicited "token" gifts of nominal value (such as food, flowers, and promotional items inscribed with the supplier's or customer's logo or business

name) are strictly prohibited on an individual basis, although they may be accepted by the Company on behalf of all employees.

- b. business-related functions or meals, so long as the function is necessary and the value and frequency of business meals are not excessive.
2. No personal benefit for employees. Being financially involved or interested in a company or individual that has business dealings with ORHP, may result in a conflict of interest. Therefore, all employees shall not, directly or indirectly, become interested in any other company or individual that has business dealings with ORHP, unless specifically permitted by applicable law.

This policy shall not be construed to restrict investment or require disclosure of any investment by an employee in stock or any other security or any corporation listed on a national or local securities exchange or regularly traded by registered national or local securities dealers provided that such investment does not exceed one (1) percent of the market value of the outstanding securities of such corporation.

Businesses and individuals dealing with ORHP under this policy includes companies and individuals who furnish merchandising supplies, property or services to ORHP.

3. No benefit for relatives; disclosure required. ORHP employees may not make or influence any decision that could directly or indirectly benefit their immediate families or other relatives (as defined above), and must immediately disclose to ORHP whenever an immediate family member or other relative has a significant interest in a transaction or a significant relationship with an ORHP vendor. (Please also refer to Avoiding Conflict of Interest policy for expanded disclosure obligations.)

In order to maintain professional relationships in their dealings with contractors, Realtors, homeowners, and other business associates, employees should avoid discussions of a personal nature with such individuals during work hours; i.e., anything to do with your personal life: your family, your mood, your illnesses or injuries, birthdays, vacations, etc.

If you have any questions regarding the possible appearance of impropriety of any business situation, please discuss it immediately with your supervisor.

S. NO SOLICITATION/DISTRIBUTION RULE

Our objective as an organization is to focus on our customers' needs. Therefore, certain types of solicitation and distribution of literature are prohibited.

The following rules apply to non-employees:

No solicitation on Company property at any time.

- No distribution of literature on Company property at any time.

The following rules apply to employees:

- No distribution within working areas.
- No solicitation of other employees for any purposes in working areas.
- No solicitation or distribution of literature to other employees when either the employee who is soliciting/distributing or the employee being solicited is on working time.

These rules do not apply during break times and meal times or other periods during the workday when employees are not engaging in performing work tasks and are not in work areas.

T. POSTINGS AND BULLETIN BOARDS

Postings and signs anywhere on Company Property (with the exception of bulletin boards) are directed towards clients and must pertain to Company business. Only the Manager of Human Resources has the authority to approve any such postings and signs.

Old Republic Home Protection also maintains bulletin boards located in the Company break rooms. Bulletin boards contain information for employees, but only legally required notices and notices from the Company pertaining to Company business are permitted. Posting of other material on the bulletin boards is strictly prohibited. Only management can post information on bulletin boards after approval from the President of Old Republic Home Protection.

U. PERSONNEL RECORDS

In order to keep personnel records up-to-date, employees are asked to provide the Human Resources Department with an accurate address, home telephone number, current W-4 deductions, and an emergency contact. In addition, any change that affects your tax status or benefits should be reported to the Human Resources Department.

Upon request, you may review records in your personnel file at reasonable times and at reasonable intervals. You do not have the right of access to letters of reference or certain other limited kinds of information. You may have rights to copies of certain documents in your file, in accordance with applicable laws in the state where you work. Contact the Human Resources Department for more information on this topic.

V. E-MAIL

Every Old Republic Home Protection Co., Inc. employee is responsible for using the electronic mail (E-mail) system properly and in accordance with this policy. Any questions about this policy should be addressed to your supervisor or location manager.

The E-mail system is the property of Old Republic Home Protection Co., Inc. It has been provided by Old Republic Home Protection Co., Inc. for use in conducting Company business. All communications and information transmitted by, received from, or stored in this system are Company records and property of Old Republic Home Protection Co., Inc. The E-mail system is to be used for Company purposes only. Use of the E-mail system for personal purposes is prohibited.

Employees have no right of personal privacy in any matter stored in, created, received, or sent over the Old Republic Home Protection Co., Inc. E-mail system.

Old Republic Home Protection Co., Inc., in its discretion as owner of the E-mail system, reserves and may exercise the right to monitor, access, retrieve, and delete any matter stored in, created, received, or sent over the E-mail system, for *any* reason and without the permission of any employee.

Even if employees use a password to access the E-mail system, the confidentiality of any message stored in, created, received, or sent from the Old Republic Home Protection Co., Inc. E-mail system still cannot be assured. Use of passwords or other security measures does not in any way diminish Old Republic Home Protection Co., Inc.'s rights to access materials on its system, or create any privacy rights of employees in the messages and files on the system. Employee's password may be changed by Network Administrator at any time.

All employees are prohibited from accessing Company e-mail remotely through their personal phones or any other device when they are on PTO. Non-exempt employees cannot perform any work unless they are "clocked in." Accordingly, once a non-exempt employee clocks out, either at the end of a shift or during a meal break, he or she is not permitted to view or otherwise use Company e-mail, even on a personal phones or any other device.

Employees should be aware that deletion of any E-mail messages or files would not truly eliminate the messages from the system. All E-mail messages are stored on a central back-up system in the normal course of data management.

Even though Old Republic Home Protection Co., Inc. has the right to retrieve and read any E-mail messages, those messages should still be treated as business confidential by other employees and accessed only by the intended recipient, or by management having a business need to know. Employees are not authorized to retrieve or read any E-mail messages that are not sent to them. Any exception to this policy must receive the prior approval of management.

Old Republic Home Protection Co., Inc.'s policies against sexual or other harassment apply fully to the E-mail system, and any violation of those policies is grounds for discipline up to and including termination of employment, at the discretion of management. Therefore, no E-mail messages should be created, sent, received or stored, if they contain intimidating, hostile, or offensive material concerning race, color, religion, sex, age, national origin, disability, sexual orientation, marital status, or any other classification protected by law.

The Old Republic Home Protection Co. E-mail system may not be used to solicit for religious or political causes, commercial or charitable enterprises, outside organizations, or other non job-related solicitations.

The E-mail system shall not be used to send (upload) or receive (download) copyrighted materials, trade secrets, proprietary financial information, or similar materials without prior authorization from Old Republic Home Protection Co., Inc. management. Employees, if uncertain about whether certain information is copyrighted, proprietary, or otherwise inappropriate for transfer, should resolve all doubts in favor of not transferring the information and consult their supervisor.

Users should routinely, at a minimum once a week, delete outdated or otherwise unnecessary E-mails and computer files. These deletions will help keep the system running smoothly and effectively, as well as minimize maintenance costs. The email system is not to be used for storage. All email messages that need to be kept are to be saved to the employee's user folder on the network.

Employees are reminded to be courteous to other users of the system and always to conduct themselves in a professional manner. E-mails are sometimes misdirected or forwarded and may be viewed by persons other than the intended recipient. Users should write E-mail communications with no less care, judgment, and responsibility than they would use for letters or internal memoranda written on Old Republic Home Protection Co., Inc. letterhead.

Because E-mail records and computer files may be subject to discovery in litigation, Old Republic Home Protection Co., Inc. employees are expected to avoid making statements in E-mail or computer files that make any judgments or evaluations concerning Old Republic Home Co.'s actions, or any actions of our employees.

Any employee who discovers misuse of the E-mail system should immediately contact his/her supervisor.

Violations of Old Republic Home Protection Co., Inc.'s E-mail policy may result in disciplinary action up to and including termination of employment, at management's discretion.

W. INTERNET/INTRANET USE

Security: If you identify or suspect a security problem, notify the Information Technology Department immediately.

Do not show or identify a security problem to others. Do not reveal your account password or allow another person to use your account. Do not use another individual's account. Attempts to log on as another user will result in cancellation of privileges. Any user identified as a security risk or having a history of problems with other computer systems may be denied access. Users may be occasionally required to change their password in order to continue Intranet/Internet access.

Certain employees may be provided with access to the Internet to assist them in performing their jobs. The Internet can be a valuable source of information and research. In addition, E-mail can provide excellent means of communicating with other employees, our customers and clients, outside vendors, and other businesses. Use of the Internet, however, must be tempered with common sense and good judgment.

Although Old Republic Home Protection Co., Inc. recognizes that the Internet may have useful applications to the Company's business, employees may not engage in Internet use without prior written approval from their supervisor or location manager, and unless a specific business purpose requires such use. Absent such approval, employees may not access the Internet using the Company's computer systems, at any time or for any reason. "Surfing the Net" is not a legitimate business activity, unless directed to do so by your immediate supervisor in accordance with a legitimate business purpose. Use of the Internet cannot violate any policies contained within this Employee Handbook, unless protected by applicable law.

Management approval is required before anyone can post any information on commercial on-line systems or the Internet on behalf of the Company. NO exceptions. Any approved material that is posted should obtain all proper copyright and trademark notices.

Accessing the Internet: To ensure security and to avoid the spread of viruses, employees accessing the Internet through a computer attached to Old Republic Home Protection Co., Inc.'s network must do so through approved Company provided Internet connections only. Accessing the Internet directly by other means, such as a modem, is strictly prohibited unless the computer you are using is not connected to the Company's network. Employees should have no expectation of privacy in using the Company provided Internet. The Company can access all internet sites visited by employees and anything created or sent on those sites when using the Company provided Internet. For example, the Company can access "personal" emails sent using the Company provided Internet (e.g. gmail, hotmail, yahoo, etc. accounts).

Use of the Internet, or any other electronic device/medium to copy and/or transmit any documents, software or other information protected by copyright laws is prohibited.

If you abuse your right to use the Internet, it will be taken away from you. In addition, you may be subject to disciplinary action, including possible termination, at management's discretion.

Disclaimer of Liability for Use of the Internet: Old Republic Home Protection Co., Inc. is not responsible for material viewed or downloaded by users from the Internet. The Internet is a worldwide network of computers that contains millions of pages of information. Users are cautioned that many of these pages include offensive, sexually explicit, and inappropriate material. In general, it is difficult to avoid at least some contact with this material while using the Internet. Even innocuous search requests may lead to sites with highly offensive content. In addition, having an E-mail address on the Internet may lead to receipt of unsolicited E-mail containing offensive content. Users accessing the Company provided Internet do so at their own risk.

X. INTERNET CAFE POLICY

The Internet Café is only to be used during non-working time. The Company respects the individual privacy rights of its employees; however because the computers in the Internet Café belong to the Company, employee privacy does not extend to the employee's use of the Company-provided Internet. Everyone who uses the Company-provided Internet must adhere to all company policies as you are on the Company premises and utilizing Company property, even though you are on your own time. Do not assume that messages and Internet files are confidential. The Company can, and reserves the right to, access, review, copy and delete any messages sent, received or stored on the systems for any purpose and may disclose them to any party (inside or outside the Company) it deems appropriate. The Company may utilize or override individual passwords or codes. Back-up copies of electronic messages and computer files are maintained and may be referenced for business and legal reasons. The Company can access all internet sites visited by employees and anything created or sent on those sites. (See Internet/Intranet Use section above).

Although each employee may have individual passwords to access the Internet, the computer system belongs to the Company and the contents may be accessed at any time by management for any business purpose. The systems may be subject to periodic unannounced inspections, and

should be treated like other shared filing systems (such as the voice mail system). Be aware that accessing information, such as attachments to an email, could expose questionable material and may cause you to, without intention, violate company policy (such as the company policy against harassment or discrimination, etc.), and therefore extreme discretion should be used at all times. A good rule of thumb: if the information you are about to access could be considered questionable, don't access it in ORHP's Internet Café.

Use of the Internet Café is a privilege and is not to be abused. Any employee who uses the Internet in violation of this or any other Company policy is subject to disciplinary action up to and included termination from employment. Prohibitions under this policy as they specifically relate to the use of Internet Café, do not apply to any postings that are protected by applicable law such as lawful information posted to induce or prepare employees for group action, lawful information posted regarding employment and working conditions, lawful complaints about working conditions and information that is not related to the Company and its employees, customers, Plan Holders and vendors.

Y. COMPUTER SYSTEMS -- General

General Rules: The following rules apply to use of any Company-owned computer or system:

- Employees may not install personal software in Company computer systems.
- Employees may not use added software or any mechanism available over the Internet in an attempt to permanently delete (or scrub) any file on any company computer or system.
- Employees may not reformat any hard drive on any device.
- Employees may not use the Company's logo, graphics, trademarks, slogans or any other Company content, except as part of authorized business activity.
- All electronic information created by any employee using any means of electronic communication provided by the Company may be accessed by the Company.
- Use of e-mail, the Internet, or any other electronic device/medium to copy and/or transmit any documents, software or other information protected by copyright laws is prohibited.
- Any information about the Company, its products or services, or other types of information that will appear in the electronic media, including any Blogs, about the Company or any of its officers, directors, employees, clients or customers must be approved by the Marketing Manager (for employees who work in the Sales and/or Marketing Departments) or Human Resources (for all other employees) before the information is placed on an electronic information source. Employees may not transmit or post any information that may harm the business or reputation of the Company or any of its employees. (For exceptions using the Internet Café, please refer to the Internet Café Section of this policy.)
- Employees may not download or transmit Company confidential information to any external media (e.g., employee owned computers and laptops, iPods, CDs, DVDs, thumb drives, PDAs, smart phones, etc.)

The Company operates under this policy for several reasons including: (1) to ensure that the Company-provided computers and internet access are not used for any unlawful reason; (2) that it is not used in violation of any Company policy, including without limitation the policy against harassment and discrimination; and 3) to maintain the systems.

Any employee who uses Company-owned computer systems or Company internet access in violation of this or any other Company policy is subject to disciplinary action up to and including termination from employment, at management's discretion. (For exceptions using the Internet Café, please refer to the Internet Café Section of this policy.)

Duty Not to Waste Computer Resources: Employees must not deliberately perform acts that waste computer resources or unfairly monopolize resources to the exclusion of others. Resources cannot be used for personal purposes (with the exception of the Internet Café). These acts include, but are not limited to, sending mass mailings or chain letters, spending personal time on the Internet, playing games, engaging in on-line chat groups, printing multiple copies of documents, or otherwise creating unnecessary network traffic. Because audio, video and picture files require significant storage space, files of this or any other sort may not be downloaded or streamed unless they are business-related. Streaming audio or video (Internet music files, radio stations, etc.) or otherwise accessing radio stations or other remote Internet sites for entertainment purposes is strictly prohibited.

No Expectation of Privacy: The computers and computer accounts given to employees are to assist them in performance of their jobs. Employees should not have an expectation of privacy in anything they create, store, send, or receive on the computer system. For example, the Company can access emails sent by using the Company computer system, even if sent through a personal email internet account (e.g. yahoo, hotmail, gmail, etc.) The computer system belongs to the Company and may only be used for business purposes (with the exception of the Internet Café). The Company operates under this policy for several reasons including: (1) to ensure that these systems are only used for business purposes; (2) to follow-up on departing employees' work-in-progress; (3) to ensure that the confidentiality of its trade secrets is being preserved; (4) to monitor employee performance; (5) to maintain the systems; and (6) to monitor our customer service and relations with outside businesses.

Blocking of Inappropriate Content: The Company may use software to identify inappropriate or sexually explicit Internet sites. Such sites may be blocked from access by Company networks. In the event you nonetheless encounter inappropriate or sexually explicit material while browsing on the Internet, immediately disconnect from the site, regardless of whether the site was subject to Company blocking software.

Prohibited Activities: Material that is fraudulent, harassing, embarrassing, sexually explicit, profane, obscene, intimidating, defamatory, or otherwise unlawful, inappropriate, offensive (including offensive material concerning sex, race, color, national origin, religion, age, disability, sexual orientation, marital status, or other classification protected by law), or that violate Old Republic Home Protection Co., Inc.'s equal employment opportunity policy and its policies against sexual or other unlawful harassment may not be downloaded from the Internet or displayed or stored in Old Republic Home Protection Co., Inc.'s computers. Employees encountering or receiving this kind of material should immediately report the incident to their supervisor. Old Republic Home Protection Co., Inc.'s equal employment opportunity policy and its policies against sexual or other unlawful harassment apply fully to the use of the Internet and any violation of those policies is grounds for discipline up to and including termination.

Games, Entertainment or Any Downloadable Software: Employees may not use the Company's Internet connection to download games or other software, including wallpaper, screen savers, software application enhancement, free downloadable software or to play games over the Internet.

For security, data integrity and privacy reasons, we recommend that only the built in default password screen saver be activated and setup. Having no screensaver does not offer any of the protection required. Worse yet, free or downloadable screensavers may offer password protection and look pleasing to the eye but may "leak" information outside of the company and/or use extensive system resources, causing the workstation to operate slower than normal and/or cause system crashes.

The Information Technology department will as part of regular maintenance delete any screen savers or any other downloaded software, not approved by Old Republic Home Protection, Inc. for use.

Illegal Copying: Employees may not illegally copy material protected under copyright law or make that material available to others for copying. You are responsible for complying with copyright law and applicable licenses that may apply to software, files, graphics, documents, messages, and other material you wish to download or copy. You may not agree to a license or download any material for which a registration fee is charged without first obtaining the express written permission of your supervisor.

Virus Detection: Files obtained from sources outside the Company, including disks and other storage devices brought from home; files downloaded from the Internet, newsgroups, bulletin boards, or other online services; files attached to E-mail; and files provided by customers or vendors may contain dangerous computer viruses that may damage the Company's computer network. Employees should never download files from the Internet, accept E-mail attachments from outsiders, or use disks from non-Company sources. Specifically designated employees, at the sole discretion of Old Republic Home Protection, Co., Inc., may be given authorization to download files from sources outside the Company as part of their job function. Additionally, no computer program obtained from the Internet or any other source may be downloaded to any Company computer at any time without written authorization from the President or authorized information technology personnel. Installation of all programs will be completed only by Company approved computer technicians. If you suspect that a virus has been introduced into the Company's network, you are required to immediately notify the Information Technology Department.

Vandalism: If you identify a vandalism problem, notify the Information Technology Department immediately.

Vandalism and/or harassment will result in the cancellation of the offending user's account, and disciplinary action. Vandalism is defined as any malicious attempt to harm or destroy data of another user, the Internet or other networks. This includes, but is not limited to, creating and/or uploading computer viruses.

Sending Unsolicited E-mail (Spamming): Without the express permission of their supervisors, employees may not send unsolicited E-mail to persons with whom they do not have a prior relationship.

Protecting Passwords: Under no circumstances may employees share their computer passwords or reveal them to any other employees, except as instructed by your supervisor or the IT Department. This applies to all passwords for all computer networks, the Everest enterprise system, and any other IT hardware and/or software programs.

Strong passwords: How to create and use them

Your passwords are the keys you use to access personal information that you've stored on your computer and also validate that transactions created in your name were actually entered by you. If other malicious users steal this information, they can pose as you. In many cases you would not notice these attacks until it was too late. Fortunately, it is not hard to create strong passwords and keep them well protected.

What makes a strong password?

To an attacker, a strong password should appear to be a random string of characters. The following criteria can help your passwords do so:

Make it lengthy. Each character that you add to your password increases the protection that it provides many times over. Your passwords should be 8 or more characters in length; 14 characters or longer is ideal. Many systems also support use of the space bar in passwords, so you can create a phrase made of many words (a "pass phrase"). A pass phrase is often easier to remember than a simple password, as well as longer and harder to guess.

Combine letters, numbers, and symbols. The greater variety of characters that you have in your password, the harder it is to guess. Other important specifics include:

- **The fewer types of characters in your password, the longer it must be.** A 15-character password composed only of random letters and numbers is about 33,000 times stronger than an 8-character password composed of characters from the entire keyboard. If you cannot create a password that contains symbols, you need to make it considerably longer to get the same degree of protection. An ideal password combines both length and different types of symbols.
- **Use the entire keyboard,** not just the most common characters. Symbols typed by holding down the "Shift" key and typing a number are very common in passwords. Your password will be much stronger if you choose from all the symbols on the keyboard, including punctuation marks not on the upper row of the keyboard, and any symbols.

Use words and phrases that are easy for you to remember, but difficult for others to guess.

Create a strong, memorable password in 5 steps

Use these steps to develop a strong password:

1. **Think of a sentence that you can remember.** This will be the basis of your strong password or pass phrase. Use a memorable sentence, such as "My son Aiden is three years old."
2. **Check if the computer or online system supports the pass phrase directly.** If you can use a pass phrase (with spaces between characters) on your computer or online system, do so.

3. **If the computer or online system does not support pass phrases, convert it to a password.** Take the first letter of each word of the sentence that you've created to create a new, nonsensical word. Using the example above, you'd get: "msaityo".
4. **Add complexity** by mixing uppercase and lowercase letters and numbers. It is valuable to use some letter swapping or misspellings as well. For instance, in the pass phrase above, consider misspelling Aiden's name, or substituting the word "three" for the number 3. There are many possible substitutions, and the longer the sentence, the more complex your password can be. Your pass phrase might become "My SoN Ayd3N is 3 yeeRs old." If the computer or online system will not support a pass phrase, use the same technique on the shorter password. This might yield a password like "MsAy3yo".
5. **Finally, substitute some special characters.** You can use symbols that look like letters, combine words (remove spaces) and other ways to make the password more complex. Using these tricks, we create a pass phrase of "MySoN 8N i\$ 3 yeeR\$ old" or a password (using the first letter of each word) "M\$8ni3y0".

Password strategies to avoid

Some common methods used to create passwords are easy to guess by criminals. To avoid weak, easy-to-guess passwords:

- **Avoid sequences or repeated characters.** "12345678," "222222," "abcdefg," or adjacent letters on your keyboard do not help make secure passwords.
- **Avoid using only look-alike substitutions of numbers or symbols.** Criminals and other malicious users who know enough to try and crack your password will not be fooled by common look-alike replacements, such as to replace an 'i' with a 'l' or an 'a' with '@' as in "M1cr0\$0ft" or "P@ssw0rd". But these substitutions can be effective when combined with other measures, such as length, misspellings, or variations in case, to improve the strength of your password.
- **Avoid your login name.** Any part of your name, birthday, social security number, or similar information for your loved ones constitutes a bad password choice. This is one of the first things criminals will try.
- **Avoid dictionary words in any language.** Criminals use sophisticated tools that can rapidly guess passwords that are based on words in multiple dictionaries, including words spelled backwards, common misspellings, and substitutions.
- **Use more than one password everywhere.** If any one of the computers or online systems using this password is compromised, all of your other information protected by that password should be considered compromised as well. It is critical to use different passwords for different systems.
- **Avoid using online storage.** If malicious users find these passwords stored online or on a networked computer, they have access to all your information.

Keep your passwords secret

Treat your passwords and pass phrases with as much care as the information that they protect.

- **Don't reveal them to others.** Keep your passwords hidden from coworkers, friends or family members who could pass them on to other less trustworthy individuals.

- **Protect any recorded passwords.** Be careful where you store the passwords that you record or write down. Do not leave these records of your passwords anywhere that you would not leave the information that they protect.
- **Never provide your password over e-mail or based on an e-mail request.** Any e-mail that requests your password or requests that you go to a Web site to verify your password is almost certainly a fraud. This includes requests from a trusted company or individual. E-mail can be intercepted in transit, and e-mail that requests information might not be from the sender it claims.
- **Change your passwords regularly.** This can help keep criminals and other malicious users unaware. The strength of your password will help keep it good for a longer time. A password that is shorter than 8 characters should be considered only good for a week or so, while a password that is 14 characters or longer (and follows the other rules outlined above) can be good for several years.
- **Do not type passwords on computers that you do not control.** Computers such as those in Internet cafés, conferences, and airport lounges should be considered unsafe for any personal use other than anonymous Internet browsing. Do not use these computers to check bank balances, business mail, or any other account that requires a user name and password. Criminals can purchase keystroke-logging devices for very little money and they take only a few moments to install. These devices let malicious users harvest all the information typed on a computer from across the Internet—your passwords and pass phrases are worth as much as the information that they protect.

What to do if your password is stolen:

If you notice any suspicious activity that could indicate that someone has accessed your information, notify your Supervisor or the MIS Department as quickly as you can.

The Company's Right of Access

Please understand that the use of passwords or other security measures does not in any way diminish Old Republic Home Protection Co., Inc.'s rights to access materials on its system at any time, or create any privacy rights of employees in the messages and files on the system. Employee's password may be overridden or changed by Network Administrator at any time.

Personal Computers: If you properly use any personally owned computer or electronic device for Company related business, an employee's personal computer or electronic device is subject to all inspection and Company protection portions of this policy vis-à-vis the Company-related information.

Violations of this policy will be taken seriously and may result in disciplinary action, including possible termination, and civil and criminal liability, at management's discretion.

Use of the Internet via Old Republic Home Protection Co., Inc.'s computer system and/or Company provided Internet access constitutes consent by the user to all of the terms and conditions of this policy.

Social Media/Personal Blogs: This policy describes the Old Republic Home Protection Co., Inc.'s guidelines with respect to publicly accessible communications via the Internet relating to

the Company accessed from both Company and personal computers/systems. This includes social/business media sites (like Facebook, MySpace, Twitter, LinkedIn, etc.) blogs, discussion forums, newsgroups and e-mail distribution lists. Old Republic Home Protection Co., Inc. respects the individual privacy rights of its employees and encourages open communication; however, activities in or outside of work that affect your job performance, the performance of others, or the Company's business interests are a proper focus of Company policy. [Externally communicating about aspects of the Company that are part of your non-disclosure agreement is always forbidden and is grounds for immediate termination and legal action.] You should be aware that the following guidelines may affect your privacy in the workplace.

- Public communication concerning Old Republic Home Protection Co., Inc. or its Plan Holders must not violate any applicable guidelines set forth in this handbook, whether or not you specifically identify yourself as an employee of the Company. The same principles and guidelines that apply to Old Republic Home Protection Co., Inc. employees in general apply to your activities online.
- Employees are prohibited from disclosing sensitive, proprietary, confidential or financial information about Old Republic Home Protection Co., Inc. or its Plan Holders in a blog or other publicly accessible Internet forum. Examples include non-public information regarding product development, marketing strategies, specialized pricing and sales. Further detail about information that is considered proprietary or confidential is provided in the Confidential and Proprietary Information Policy of this Handbook. (This does not include employees lawfully discussing their wages and other terms and conditions of employment.)
- Employees may not communicate any material that violates the privacy rights of another employee or its Plan Holders. For example, ask permission to publish someone's picture or a conversation that may be private.
- Participation in blogs and social/business networks should not interfere with your work commitments. Old Republic Home Protection Co., Inc.'s computer systems and Internet access are intended to be used for business purposes only (with the exception of the Internet Café). You cannot have any privacy expectation with any use of the Company's computer systems and Internet access under any circumstances. For example, the Company has the ability to access all internet sites and communication made to and from Company computers.
- If you identify yourself as an Old Republic Home Protection Co., Inc. employee or regularly or substantively discuss Old Republic Home Protection Co., Inc. publicly, you should make it clear that the views expressed in the blog are yours alone and do not necessarily represent the views of your employer. (Example: *The views, images, and words expressed are mine alone and do not necessarily represent the views of my employer.*) You cannot use any pictures of the Company and cannot use any of the Company's proprietary marks and/or images, unless protected by applicable law.
- Employees must be respectful to the Company, fellow employees, customers/Plan Holders, partners and competitors. You may not post any material including video (e.g., photographs) and/or audio files, including video (e.g., photographs) and/or audio files,

that is defamatory, libelous, threatening, harassing, abusive or embarrassing to another person or entity related to Old Republic Home Protection Co., Inc., unless your communication is protected by applicable law. For example, employees can address employment and working conditions if protected by applicable law.

Failure to follow these guidelines may result in disciplinary action, up to and including termination, at management's discretion. All employees are expected to exercise good judgment and restraint in their personal participation in blogging activity, social/business networking, discussion forums, newsgroups and e-mail distribution lists and other internet communications. Employees are directed to ask their supervisor if they have any specific questions about what is appropriate to include in their blogs and other internet communications. Employee complaints should be directed to the Manager of Human Resources and not posted on the Internet. Employees should keep in mind that they may be held legally responsible for any content published on the Internet. Employees should also keep in mind that even if they write anonymously or under a pseudonym, their identity can still be revealed.

This policy does not apply to any postings, when using an employee's own computer/systems or the Internet Café, that are protected by applicable law such as lawful information posted to induce or prepare employees for group action, lawful information posted regarding wages, employment and working conditions, lawful complaints about working conditions and information that is not related to the Company and its employees and customers. For more information, visit www.nlr.gov.

Z. VOICE MAIL

Every Old Republic Home Protection Co., Inc. employee is responsible for using the Voice Mail system properly and in accordance with this policy. Any questions about this policy should be addressed to your supervisor or location manager.

The Voice Mail system is the property of Old Republic Home Protection Co., Inc. It has been provided by Old Republic Home Protection Co., Inc. for use in conducting Company business. All communications and information transmitted by, received from, or stored in this system are Company records and property of Old Republic Home Protection Co., Inc. The Voice Mail system is to be used for Company purposes only. Use of the Voice Mail system for personal purposes is prohibited.

Employees have no right of personal privacy in any matter stored in, created, received, or sent over the Old Republic Home Protection Co., Inc. Voice Mail system.

Old Republic Home Protection Co., Inc., in its discretion as owner of the Voice Mail system, reserves and may exercise the right to monitor, access, retrieve, and delete any matter stored in, created, received, or sent over the Voice Mail system, for any reason without the permission of an employee and without notice.

Even if employees use a password to access the Voice Mail system, the confidentiality of any message stored in, created, received, or sent from the Old Republic Home Protection Co., Inc. Voice Mail system still cannot be assured. Use of passwords or other security measures does not in any way diminish Old Republic Home Protection Co., Inc.'s rights to access materials on its system, or create any privacy rights of employees in the messages and files on the system. Any

password used by employees must be revealed to your supervisor, as Voice Mail messages may need to be accessed by the Company in an employee's absence. Employees should inform family members and friends not to use the systems for any confidential voicemail messages.

Employees should be aware that deletion of any Voice Mail messages or files will not truly eliminate the messages from the system. All Voice Mail messages are stored on a central back-up system in the normal course of data management.

Even though Old Republic Home Protection Co., Inc. reserves the right to retrieve and listen to or transcribe and read any Voice Mail messages, those messages should still be treated as business confidential by other employees and accessed only by the intended recipient or by management having a business need to know. Employees are not authorized to retrieve or listen to any Voice Mail messages that are not sent to them. Any exception to this policy must receive the prior approval of Old Republic Home Protection Co., Inc. management.

Old Republic Home Protection Co., Inc.'s policies against sexual or other harassment apply fully to the Voice Mail system, and any violation of those policies is grounds for discipline up to and including termination of employment. Therefore, no Voice Mail messages should be created, sent, received or stored if they contain intimidating, hostile, or offensive material concerning race, color, religion, sex, age, national origin, disability, sexual orientation, marital status, or any other classification protected by law.

The Voice Mail system may not be used to solicit for religious or political causes, commercial or charitable enterprises, outside organizations, or other non job-related solicitations.

Users should routinely delete outdated or otherwise unnecessary Voice Mail messages. These deletions will help keep the system running smoothly and effectively, as well as minimize maintenance costs.

Because of the storage space required for Voice Mail messages, employees should not send a Voice Mail message to a large number of recipients without prior approval from their supervisor.

Employees are reminded to be courteous to other users of the system and always to conduct themselves in a professional and efficient manner. Rambling, long-winded voicemail messages should be avoided. Voice Mails are sometimes misdirected or forwarded and may be heard by persons other than the intended recipient. Users should create Voice Mail communications with no less care, judgment, and responsibility than they would use for letters or internal memoranda written on Old Republic Home Protection Co., Inc. letterhead.

Employees should also use professional and courteous greetings on their Voice Mailboxes to properly represent Old Republic Home Protection Co., Inc. to outside callers.

Because Voice Mail records and messages may be subject to discovery in litigation, Old Republic Home Protection Co., Inc. employees are expected to avoid making statements in Voice Mail that make any judgments or evaluations concerning Old Republic Home Protection Co.'s actions, or any actions of our employees.

In order to avoid accidentally disclosing message contents to unauthorized listeners, employees should avoid listening to Voice Mail messages while using the speaker phone feature.

Any employee who discovers misuse of the Voice Mail system should immediately contact his/her supervisor or location manager. Violations of Old Republic Home Protection Co., Inc.'s Voice Mail policy may result in disciplinary action up to and including termination of employment, at management's discretion.

AA. TELEPHONE CALL MONITORING AND RECORDING POLICY

This policy describes the Company's guidelines for monitoring and recording employee's telephone calls on the Company's telephone systems. This policy covers all Company telephone systems including all individual telephone lines. These systems are important assets of the Company and have been installed at substantial expense to facilitate business communications. The Company respects the individual privacy rights of its employees; however, employee privacy does not extend to the employee's work-related conduct or to the use of Company provided equipment or supplies. The Company operates under this policy for several reasons including: (1) to ensure that these systems are used only for business purposes; (2) to ensure that the confidentiality of trade secrets is being preserved; (3) to monitor employee performance; (4) to maintain the systems; and (5) to monitor our customer service and relations with outside businesses. You should be aware that the following guidelines may affect your privacy in the workplace.

- All telephone calls on the Company's telephone systems may be subject to periodic unannounced monitoring and recording by the Company.
- Employees may or may not be informed by the Company that a specific call was monitored and/or recorded.
- Customers and others phoning into ORHP will be notified of the periodic unannounced monitoring and recording by a prerecorded announcement at the beginning of each call.
- Employees placing outside personal calls (in accordance with the Company's Personal Phone Use Policy) must notify the recipient at the beginning of the call of the possibility of monitoring and recording.

If you have any questions about this policy, please address them to your supervisor or manager.

BB. PERSONAL ELECTRONIC DEVICES POLICY

It has become common for many employees to bring their own personal communications equipment (i.e., cell phones, PDAs, smart phones, Bluetooth headsets, etc.), to work. All personal electronic devices in the workplace **should be set to silent or off**. If the use of a personal electronic device interferes with workload, call volume, customer experience, etc., it may result in disciplinary action up to and including termination, at management's discretion.

The use of the camera function of a cellular camera phone or other personal device is strictly prohibited on Company premises at all times and while on Company-related business, unless it is used for a lawful business purpose and the employee has prior written approval from the employee's supervisor.

As a reminder, use of Company phones for personal calls is limited to infrequent, incidental, and emergency use (reference Personal Phone Call Policy) and then for local calls only (not long distance) and only after obtaining approval from a Supervisor or Operations Support and logging out of Kronos and the phone system. **Use of business lines (all 800 numbers) for receiving inbound personal calls is strictly prohibited.**

In the event someone outside of the Company is attempting to reach an employee because of an emergency, callers should notify either the switchboard operator or the Operations Support Center (ext. 7932), who will in turn notify the employee of the emergency.

Violation of the Company's policies regarding personal phone calls, text messaging and/or personal communications devices may result in disciplinary action up to and including termination. Please also see the ORHP memo regarding Personal Phone Call Policy.

Note to Employees: Call Center Managers, Supervisors, Operations Support Agents and certain MIS/Facilities personnel are permitted to use cell phones/smart phones/PDAs/Bluetooth headsets or similar wireless communications equipment as management communication tools for business purposes only on the Call Center floor and other areas of the Company.

Note to Supervisors: Management considers bringing cell phones, smart phones, etc., PDAs, , and checking them for messages or texting messages during Supervisor meetings to be extremely unprofessional. Accordingly, management discourages such actions.

CC. PERSONAL PHONE CALL POLICY

ORHP's Company policy on the use of business equipment is clear and specific:

The use of Company provided telephone equipment for private purposes is expressly forbidden except for infrequent, incidental, and emergency use and then for local calls only (not long distance calls). Use of Company toll-free (800) phone lines for personal phone calls is specifically prohibited. Any personal incoming phone calls must be limited to the base line (925-866-1500). Employees who violate this policy are subject to disciplinary action, up to and including termination of employment.

Despite this limited use policy, the number of personal phone calls continues to increase, requiring the institution of specific procedures to be followed for placing outgoing personal calls. Effectively immediately, under no circumstances is an employee permitted to use any business phone, including the phone at the employee's workstation, to place outgoing personal phone calls (*including calls to co-workers on non-work related issues*). Employees who violate this policy are subject to disciplinary action, up to and including termination of employment.

Emergency Outgoing Personal Phone Calls

If you receive a voicemail or other message concerning an emergency requiring you to immediately place an outgoing call, you may choose from the following options. **You are required to log out of KRONOS while you make your personal call, unless you are on an authorized rest break.**

- Contact your Supervisor (or OSC) for permission to use the Supervisor's phone to place the outgoing call.
- Contact your Supervisor (or OSC) for permission to leave the building to use your own cell phone to place the outgoing call.

Non-Emergency Outgoing Personal Phone Calls

If you need to place an outgoing personal phone call (*including personal calls to co-workers*) for any reason other than an emergency, you are required to use either your own cell phone or a public pay phone on your own time either during your break or lunch, or before or after work.

DD. EMPLOYER INFORMATION AND PROPERTY

The Company assets are vital to the interests and success of Old Republic Home Protection Co., Inc. No Old Republic Home Protection Co., Inc. related information or property, including without limitation, documents, files, records, computer files, equipment, office supplies or similar materials (except in the ordinary course of performing duties on behalf of Old Republic Home Protection Co., Inc.) may, therefore, be removed from the Company's premises. Violation of this policy is a serious offense and will result in appropriate disciplinary action, up to and including termination of employment. When an employee leaves the employment of Old Republic Home Protection Co., Inc., the employee must return to the Company all Old Republic Home Protection Co., Inc. related information and property that the employee has in his/her possession, including without limitation, documents, files, records, manuals, laptop computer, information stored on a personal computer or on a computer disc, supplies, cellular telephone or pager, rolodex or database, company car, equipment and office supplies, etc.

EE. OLD REPUBLIC HOME PROTECTION CO. WORKPLACE INSPECTION -- EMPLOYER ACTION

Old Republic Home Protection understands and respects the privacy interests of all of its employees. We hope that our employees will also understand and respect the Company's obligation to provide a safe, effective and productive working environment. To ensure that Old Republic Home Protection Co. fulfills this obligation and has the ability to enforce the policies set forth in this Handbook, the Company must have the authority to conduct investigations of items in areas that an employee may otherwise consider personal or private. Consequently, the Company reserves the right to inspect personal packages or other articles brought to the Company, all desk and work areas, and Company equipment.

Personal Packages and Articles: The Manager of Human Resources and any manager have the authority to inspect packages or other articles entering or leaving the Company's premises in the possession of any employee. If employees desire to avoid such inspections, they should refrain from having packages or other articles on the Company's premises. The Company is not responsible for lost, damaged, destroyed or stolen personal items that are on the premises.

Desk and Work Area Inspection Policy: Keep in mind that desks, file cabinets, credenzas, work areas and offices are made available for the convenience of employees while at work and remain the sole property of the Company. Old Republic Home Protection Co., Inc. reserves the right to inspect desks, credenzas, file cabinets, work areas and offices, as well as any contents, effects, or articles that are in those areas. Such an inspection can occur at any time, with or

without advance notice. An inspection may be conducted before, during, or after working hours by the Manager of Human Resources or any manager.

Prohibited materials, including weapons, explosives, alcohol and non-prescribed drugs or medications (excluding over-the-counter medications), may not be brought into or left on Company premises. Perishable items also should not be stored in work areas for prolonged periods. Employees who, if requested, fail to cooperate in any inspection will be subject to disciplinary action, including termination. The Company is not responsible for any personal articles that are placed or left in work areas that are lost, damaged, stolen or destroyed.

Further, subject to applicable law, the Company may, from time to time, video record workplace activities. Such video recording may occur at any time, with or without advance notice or consent. Video recording may be conducted before, during or after working hours by any supervisor, manager, or security personnel designated by the Company.

FF. EMPLOYEE DISCIPLINE AND CORRECTIVE ACTION

All employees are expected to meet Old Republic Home Protection Co., Inc.'s standards of work performance. Work performance encompasses many factors, including, but not limited to, attendance, punctuality, personal conduct, job proficiency, teamwork, department metrics (as applicable in various departments), two consecutive substandard (defined as less than 70%) Performance Appraisal scores, and compliance with the Company's policies and procedures.

If an employee does not meet these standards, your supervisor at his/her discretion, may take corrective action, other than immediate dismissal, to help avoid employee turnover. Your supervisor may give you some form of warning and notation of the warning may be included in your personnel file. A supervisor's warning may consist of an Employee Performance Agreement (EPA), a Written Reminder, a Decision Making Leave (DML), a Performance Improvement Plan (PIP), a probationary warning period and/or suspension. It must be understood that while one, all or none of these warnings may be provided prior to a termination, your employment may be terminated, with or without cause or advance notice at any time, all of which is at the discretion of your supervisor. Please refer to the Employment-At-Will Policy in this Handbook.

It is emphasized that there is no requirement that employees receive warnings either orally or in writing or any form of prior discipline before being terminated.

Employees who have been placed on a formal written warning and/or suspension may not be eligible for salary increases, bonus awards, promotions or transfers during the warning period.

GG. EMPLOYMENT TERMINATION

Voluntary Termination: A voluntary termination occurs when the employee initiates the action. The following are considered voluntary terminations and are to be reported as such:

Resignations: When the employee gives written or oral notice of resignation to the Company. Note: Although employees may resign at will, at any time, with or without cause or advance

notice, they are requested to provide their supervisor at least two (2) weeks advance written notice whenever possible including the final date of employment.

PTO, bereavement leave, etc., may not be included in the two-week notice period. However, if it is not in the Company's best interest for an employee to continue to work after giving a voluntary resignation, the Company may allow the employee to leave the workplace and not work for the Company during his/her paid notice of voluntary resignation period. Employees who fail to give advance notice may be considered ineligible for rehire.

Unexcused Absence: After three (3) consecutive business days of unexcused absence, an employee is considered to have voluntarily terminated. This includes failure to return from leaves of absence(s) within three (3) days of the agreed upon return date.

Involuntary Termination: This occurs when the action to separate an employee from the Company is initiated by the Company and not the employee. **All employees are employed "at-will", which means that they may be terminated at any time with or without cause and with or without advance notice.** The following are considered involuntary terminations and are to be reported as such:

Dismissals for Misconduct Without Prior Warning: Any employee whose conduct or actions violate or conflict with Old Republic Home Protection Co., Inc.'s policies may be terminated without prior warning, at the sole discretion of the Company. The following are some examples of misconduct or circumstances that may result in dismissal of an at-will employee without prior warning, all at management's discretion:

- Breach of trust or dishonesty
- Violation of the Company's Anti-Harassment, Conflict of Interest, Outside Employment, and Confidentiality Policies, or any other Company policy
- Conviction of a felony or other law in a way that harms the image of the Company
- Performing any immoral, illegal, indecent or other generally unacceptable act on work time
- Cheating on expense accounts
- Falsification of Company records
- Gross negligence
- Insubordination or disrespectful behavior
- Failing to cooperate with co-employees or management
- Engaging in offensive conduct toward co-employees or anyone doing business with the Company
- Failing to perform work requests
- Abuse of tools, property or equipment
- Failure to use safety devices provided, or adhere to safety regulations
- Time record violations and falsifications
- Failure to take and/or properly record a meal break
- Larceny or unauthorized possession of, or the use of, property belonging Old Republic Home Protection Co., Inc., to any co-worker, visitor, or customer of Old Republic Home Protection Co., Inc.
- Possession of dangerous weapons on the premises and/or during working time
- Unauthorized possession, use or copying of any records that are the property of Old Republic Home Protection Co., Inc.
- Marring, defacing or other willful destruction of any supplies, equipment or property of Old Republic Home Protection Co., Inc.

- Fighting, threatening, berating or serious breach of acceptable behavior
- Using language at work that is abusive, threatening, demeaning or offensive
- Gambling, conducting games of chance or possession of such devices on the premises or during work hours
- Unauthorized absence from assigned work location, walking off the job or interference with another employee's work
- Sleeping on duty
- Illegal drug use, possession, sale or distribution
- Reporting to work or being under the influence of alcohol and/or illegal drugs
- Lying or misrepresentations or failure to provide pertinent information on the application for employment or any other Company documents
- Communication which could undermine or damage the Company or its business (unless protected by applicable law)
- Performing any work while on PTO (all employees) or when not "clocked in" (non-exempt employees), including checking Company e-mail or voicemail
- Any unacceptable conduct as determined at the discretion of the Company
- Violation of Company policy or a supervisor's directive.

This list is intended to be representative of the types of activities that may result in termination without prior warning. In certain circumstances, where the Company believes it appropriate, disciplinary action less than termination may occur. **This list is not exhaustive, and is not intended to be comprehensive, and does not change the employment at-will relationship between the employee and the Company. Every Old Republic Home Protection Co., Inc. employee has the status of "employee-at-will," meaning that no one has a contractual right, express or implied, to remain in Old Republic Home Protection Co., Inc.'s employ.**

Old Republic Home Protection Co., Inc. may terminate an employee's employment, or an employee may terminate his/her employment with or without cause or reason, and with or without advance notice, at any time for any reason. No supervisor or other representative of the Company (except the President) has the authority to enter into any agreement for employment for any specified period of time, or to make any contractual agreements contrary to the above. Any contractual arrangement with the President must be in writing and signed by the President and the affected employee.

<p>The at-will employment policy is not subject to change, even if other provisions in this Handbook are revised or changed in the future.</p>

Unsatisfactory Performance: Unsatisfactory performance may include any of the following: inability to follow directions, poor attendance including excessive absenteeism or lateness, poor performance of job task(s) [resulting in poor scores on scorecards (if applicable)], minor policy violation, conflicts with supervisors, co-workers, vendors, customers, etc., making mistakes, using poor judgment in carrying out one's responsibilities. Note: These examples of poor performance are intended to be representative of some of the activities that may constitute poor performance. **These examples are not exhaustive and are not intended to be comprehensive, nor do they change the employment at-will relationship between the employee and the Company.** Unsatisfactory performance as determined by your supervisor may include reasons other than those listed here.

Reduction in Staff: A layoff occurs when for economic reasons, or reduction of work flow, or reasons related to a job elimination, job restructuring or other changes, the Company should reduce its work force, at its discretion.

HH. POST RESIGNATION/TERMINATION PROCEDURES

The actual date of an individual's resignation or dismissal will determine the final date of active employment with Old Republic Home Protection Co., Inc., and no accrued PTO can be used to extend the date of resignation for employee benefits or any other reason.

Return of Company Property at Termination

On an employee's last day of employment, he/she should arrange the return of all Company property in his/her possession, including but not limited to:

- Access Cards
- Office keys
- Computer passwords
- Company-issued credit cards
- Company manuals and all other Company documents (whether stored on paper, electronically or in any other form)
- Any additional Company-owned or issued property, i.e., pager, Company car, laptop, personal computer, fax machine
- All confidential information related to customers and the Company

This is not an all-inclusive list and other items of Company property may need to be returned to the Company.

Benefits at Termination

In the event of involuntary or voluntary termination, medical, dental, and vision benefits end on the last day of the month in which your last day of employment occurs. Company paid benefits, such as basic group life insurance and accidental death and dismemberment insurance, end on your last day of employment. Voluntary employee-paid benefits, such as employee supplemental life insurance, spouse supplemental life insurance, dependent children supplemental life insurance, and long term disability insurance will end on the last day of employment. Employees, unless dismissed for misconduct (as defined by law) will have the option to convert to individual life insurance, and/or to continue medical/dental benefits in accordance with The Consolidated Omnibus Budget Reconciliation Act ("COBRA") regulations. Any other specific information regarding benefit continuation may be obtained by contacting the Human Resources Department.

In order to receive a disbursement of any amounts due from ESSOP, the employee is required to contact Fidelity Investments @ 800-835-5091.

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RECEIPT OF EMPLOYEE HANDBOOK

(YOU MUST READ CAREFULLY BEFORE SIGNING)

I have received Old Republic Home Protection Co., Inc.'s 2013 Employee Handbook and the supplements listed below. I agree to read the Handbook and supplements thoroughly and promptly. (If I do not, I understand that I may be subject to discipline, including discharge.) I agree that if there is any policy or provision in the Handbook or supplements that I do not understand, I will ask my supervisor or the Human Resources Department for clarification. While the Handbook attempts to address some general questions, I understand that because Old Republic Home Protection Co., Inc. is a dynamic and changing organization, sections of the Handbook and any supplements (listed and not listed), with the exception of the employment at-will policy (Section 2C), may be changed or deleted at any time. I also understand that changes will be made only in writing and communicated to me prior to implementation. I understand that the information described in the Handbook and any supplements (listed and not listed) do not create a contract for continued employment or a specified term of employment and Old Republic Home Protection Co., Inc. is an at-will employer. I agree to abide by the policies and their provisions contained herein.

I understand that my use of Old Republic Home Protection Co., Inc.'s Phone System, E-mail system, Voice Mail system, and the Internet constitutes my consent to all the terms and conditions of those policies.

In particular, I understand that: (1) the Computer system, E-mail system, Voice Mail system, and the Internet, and all information transmitted by, received from, or stored in those systems are the property of Old Republic Home Protection Co., Inc., (2) the systems are to be used only for business purposes and not for personal purposes (with the sole exception of the Internet Café), and (3) I have no expectation of privacy in connection with the use of the Computer system, E-mail system, Voice Mail system, or the Internet or with the transmission, receipt, or storage of information in those systems.

I agree not to use a code, access a file, or retrieve stored communications unless authorized. I acknowledge and consent to Old Republic Home Protection Co., Inc.'s monitoring my use of the Computer system, E-mail system, Voice Mail system, and the Internet at any time at its discretion, including printing and reading or listening to all Computer file and documents, E-mails, Voice Mails, and Internet files entering, leaving, or stored in any of the Company's systems. I also understand that the phone system is subject to monitoring and recording, and I consent to monitoring and recording, as well as any other inspection or surveillance referenced in this Handbook.

I acknowledge that my employment with Old Republic Home Protection Co., Inc. is based on mutual consent and that I may terminate the employment relationship at any time, with or without cause or advance notice, and that Old Republic Home Protection Co., Inc. may terminate or modify my employment, including demoting me, changing or modifying my duties or reducing my pay and benefits at any time, with or without cause or advance notice. No supervisor or other representative of the Company (except the President) has the authority to enter into any agreement for employment for any specified time period or to modify or make agreements with me that are contrary to the Company's at-will status and/or language in this Handbook. Any such contractual arrangement with the President would have to be in writing and signed by the President and by me.

I also acknowledge that I am aware that copies of this Handbook are available for viewing at any time online in the ORHP Knowledge Center (ORION), the HR folder on the Department Web, and in the AE Toolbox.

Signature: _____ Date: _____

Print Name: _____

THIS IS A COPY OF THE RECEIPT YOU SIGNED UPON EMPLOYMENT FOR THE HUMAN RESOURCES DEPARTMENT; PLEASE RETAIN THIS COPY FOR YOUR RECORDS.

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RECEIPT OF EMPLOYEE HANDBOOK **SUPPLEMENTS**

I hereby acknowledge receipt of the information below as designated by my initials next to each supplement and my signature. Instructions: The employee **initials the line next to the supplement that has been issued**, then signs, dates and returns this page to the Human Resources Department.

I also acknowledge that I am aware that copies of these Handbook Supplements are available for viewing at any time online in the ORHP Knowledge Center (ORION), the HR folder on the Department Web, and in the AE Toolbox.

1. _____ Non-Call Center Attendance Policy (Revised 2-1-13)
2. _____ Call Center Attendance Policy (Revised 2-1-13)
3. _____ Absence Occurrence Calculation (1-23-12)
4. _____ CPPM – Trading in the Corporation’s Stock & Other Securities
5. _____ Recognizing Phishing Scams & Fraudulent Emails
6. _____ Cell Phone Safety (as applicable)

Signature: _____ Date: _____

Print Name: _____

THIS IS A COPY OF THE RECEIPT YOU SIGNED UPON EMPLOYMENT FOR THE HUMAN RESOURCES DEPARTMENT; PLEASE RETAIN THIS COPY FOR YOUR RECORDS.

