

**CLOUD 10 STUDIOS
NON-EMPLOYEE TRAVEL AND EXPENSE GUIDELINES**

GENERAL INFORMATION

These CLOUD 10 STUDIOS LLC. NON-EMPLOYEE TRAVEL AND EXPENSE GUIDELINES (these “**Guidelines**”) apply to all contractors, consultants, temporary employees, and suppliers (collectively, “**Supplier**”) of services (“**Services**”) to Cloud 10 Studios LLC. or an entity controlled by Cloud 10 Studios LLC. (“**C10S**”) under purchase orders issued by C10S and agreements, engagement letters, statements of work, or other documents executed by C10S and Supplier (each a “**Purchasing Document**”) and seek to have expenses reimbursed by C10S.

- To be eligible for expense reimbursement, all Suppliers must enter into a binding Purchasing Document prior to incurring expenses submitted for reimbursement, including any business travel undertaken on behalf of C10S. All travel-related expenses must be approved in writing by the authorized C10S representative in advance of travel.
- Supplier must adhere to the C10S Supplier Code of Conduct (available at <http://www.cloud10studios.com/legal/supplier>) and follow the intent of these guidelines. Where policies/guidelines lack specificity, Supplier should use discretion and good judgment in incurring and submitting expenses to be reimbursed by C10S and ensure that such expenses are appropriate business needs.
- The absence of a specific direction or definition in C10S policies/guidelines does not mean that the item is approved as an acceptable practice or an approved expense. If there is a question, Supplier should raise the question to the C10S representative.
- Failure to adhere to C10S travel and expense policies/guidelines may result in non-reimbursement of expenses and termination of the Purchasing Document, in accordance with the applicable terms and conditions.
- All expenses submitted for reimbursement from C10S must be reasonable, incurred while providing Services, be pre-approved in writing, and comply with C10S policies/guidelines.
- In the event of conflict or inconsistency between these Guidelines and any Purchasing Document, these Guidelines shall apply unless the Purchasing Document has tighter controls than those outlined in these Guidelines.
- No external customer or supplier policies may supersede C10S policies/guidelines for C10S employees, or where C10S is paying for the services of non-employees.
- When expenses are being passed through to an C10S customer, C10S personnel must use an C10S- approved travel agency for the booking of air, lodging and rental car reservations. C10S personnel will follow the travel specific guidelines (class of service, etc.) of the paying company, as long as it is not a violation of C10S policies or Code of Conduct.
- Supplier may utilize, but are not required to use, C10S’s authorized travel agency in order to take advantage of C10S discount pricing with its preferred commercial air, lodging and rental car suppliers.
- C10S does not provide insurance of any type for non-employees. This includes health, life, disability or any other form of insurance, unless otherwise specifically agreed in writing.
- C10S employees cannot pay for non-employee expenses and seek reimbursement.

AIR TRAVEL

- C10S’s approved air class of service is coach/economy for domestic or international travel.
- Supplier must consider booking non-refundable (rather than refundable) tickets unless non-refundable tickets are unavailable, or the change fees for non-refundable tickets exceed the refundable ticket expense.
- C10S will only reimburse for the lowest logical coach class or economy class tickets, irrespective of the class of airfare purchased. Supplier must accept the lowest logical airfares and use nonrefundable airfares when available and a viable option.
- Any associated expense with the use of privately owned aircraft or chartered aircraft for C10S business use will not be reimbursed.
- All travel expenses incurred through C10S’s approved travel agency must be paid in full at the time of booking. Additionally:
 - All expenses include applicable service fees charged by C10S approved travel agency.
 - Supplier is required to pay C10S’s approved travel agency directly using Supplier’s own means, (e.g. Supplier’s credit card).
 - Direct billing or charge backs are not allowed.
- Supplier should make air reservations as early as possible, in order to take advantage of discounted fares.

- Any airline upgrades (to include mileage), airline memberships, or excessive baggage fees will not be reimbursed.
- Supplier must not book a higher priced airfare for the purposes of:
 - Using frequent flyer points to upgrade;
 - Gaining additional frequent flyer points; or
 - Downgrading a higher priced airfare for personal gain (e.g. converting a higher priced airfare to two cheaper fares).

LODGING AND GROUND TRANSPORTATION

- Supplier should utilize C10S's preferred lodging and rental car suppliers to take advantage of C10S discount pricing, when applicable.
- All authorized lodging and ground transportation expenses are to be paid directly to the provider. Additionally:
 - Supplier is required to pay lodging (hotel) and all ground transportation directly using own means (e.g. Supplier's credit card).
 - Direct Bill/Charge backs are not allowed.
 - C10S will not reimburse the use of suites, lodging no-show fees, reservation fees, etc.
- Taxi or public transportation when traveling on C10S business are encouraged versus rental cars, unless impractical. C10S will not reimburse for cab fares if Supplier is also renting a car in the same city on the same trip.
- Compact sized cars are authorized for use but, luxury and sports cars will not be reimbursed.
- C10S will reimburse for reasonable mileage when a private car is authorized for business use at the prevailing government rate for mileage reimbursement. Clear and accurate documentation noting to and from destinations must be provided and approved by C10S when submitting for reimbursement.

EXPENSE REIMBURSEMENT GUIDELINES

- Noncomplying expenses will be deducted from the Expense Reimbursement (ER) and associated invoice.
- C10S does not issue travel advances for travel expenses.
- All Supplier ER's must be submitted within thirty (30) days of the occurred expense, approved as aforementioned, and are subject to internal audit.
- All expenses greater than twenty dollars (\$20.00) USD must be itemized and have original receipts attached to the ER when seeking reimbursement.
- C10S will not reimburse for "per diem" or other type fixed daily expenses.
- Non-Reimbursable Items - include but are not limited to;
 - Additional/optional travel insurance
 - Additional/optional rental car insurance
 - Air, rail phone charges except in emergency situations
 - Airline, airport, hotel, auto club memberships
 - Baby sitting services, Childcare expenses
 - Barber/hair dressers
 - Books, newspapers, magazines while traveling
 - Credit card annual fees or late payment fees
 - Cellular/mobile phone equipment or hardware
 - Clothing
 - Computer or related hardware or software
 - Charter services of any kind
 - Expenses associated with interim stopovers if not business related
 - Gentlemen's clubs and/or similar adult entertainment facilities/activities
 - Gifts for employees, Flowers, Greeting Cards of any kind
 - Helicopter services
 - Hotel "no show" charges
 - Hotel Suites of any kind
 - Hotel mini bar expenses
 - House sitting services
 - Kennel or pet care services
 - Outside legal services

- Laundry or Dry Cleaning services unless duration of stay is 4 nights or longer
- Lost or delayed luggage
- Hotel or any movie rentals
- Past due / delinquency fees
- Shoeshine services
- Spouse or domestic partnership travel expenses, unless business related and approved in advance
- Toiletries
- Air or hotel upgrades
- Office furniture or furnishings
- Travel to and from home to normal place of business

Reservation of Right to Change Policies

C10S reserves the right to change these Guidelines at any time, with or without notice.