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| Policy Title | U.S. IMMIGRATION POLICY |
| Policy Owner | Global Mobility and Benefits Analyst |
| Revision Date | November 2022 |
| Effective Date | January 20, 2017 |
| Approvers | 1. Legal Counsel 2. CHRO |
| Applicable Attachments | L-1 Program Guidelines |

1. Introduction to US Immigration Policy

1.1 Purpose

Xactly Corporation's ("Xactly") US Immigration Policy establishes guidelines for consistent decisions and practices to ensure compliance with federal regulations governing the employment of non-U.S. foreign nationals by Xactly. It serves to protect the organization and individual employees from substantial penalties that may be incurred in the employment of unauthorized aliens.

This policy applies to the employment of U.S. foreign nationals by U.S. Xactly entities regardless of the U.S. foreign national's employment status at Xactly.

Xactly Corporation, including each of its direct and indirect subsidiaries (collectively, Xactly"), is dedicated to fostering and maintaining the highest ethical standards. This includes being an Equal Opportunity Employer who celebrates diversity by creating an inclusive environment to foster employees feeling valued, heard, and a sense of belonging.

1.2 Definitions

U.S. Foreign National: Any prospective or current employee who is not a United States Citizen, United States National, Lawful Permanent Resident ("Green Card" holder), Asylee, Refugee or Temporary Resident under the 1986 amnesty program. In general, if a person does not fall into one of these categories and/or does not hold some other form of employment authorization, then he or she may need to apply for some form of authorization from U.S. Immigration authorities before he/she can be employed by Xactly.

Non-Immigrant Visa Status: A non-immigrant visa is most frequently a tourist, business, student or specialty worker travel document that permits the foreign national to travel to the United States during the validity of the visa to accomplish a specific purpose.

Individuals who are traveling to the United States for a temporary purpose are classified under US law as non-immigrants, since they do not intend to remain there permanently. These persons must obtain a “non-immigrant visa” (NIV).

The status refers to the type of NIV the foreign national is on and the amount of time remaining on the work authorization.

Immigrant Status, Permanent Residence or “green card”: A green card holder (Permanent Resident) is someone who has been granted authorization to live and work in the United States on a permanent basis. As proof of that status, a person is granted a permanent resident card, commonly called a “green card.” A foreign national can become a Permanent Resident several different ways. Most individuals are sponsored by a family member or employer in the United States. Other individuals may become Permanent Residents through refugee or asylee status or other humanitarian programs. In some cases, the foreign national may be eligible to file for his or herself.

Labor Certification: Requirement for U.S. employers seeking to employ certain persons whose immigration to the United States is based on job skills or nonimmigrant temporary workers coming to perform services for which qualified authorized workers are unavailable in the United States. Labor certification is issued by the Secretary of Labor and contains attestations by U.S. employers as to the numbers of U.S. workers available to undertake the employment sought by an applicant, and the effect of the alien’s employment on the wages and working conditions of U.S. workers similarly employed. Determination of labor availability in the United States is made at the time of a visa application and at the location where the applicant wishes to work.

2. US Immigration Policy Overview

This document outlines the parameters of Xactly’s U.S. Immigration Policy, including who is responsible for making decisions about immigration, who may be sponsored, what types of immigration filings will be considered and how the costs associated with immigration will be managed.

Employment of non-U.S. foreign nationals will be authorized only under the provisions of this policy and only when conditions and visa requirements established by federal law are ensured and documented. Under no circumstances may any employee of Xactly knowingly employ, or contract employment with, an unauthorized alien.

Any offer of employment to a foreign national under a nonimmigrant program (such as H-1B, F-1, L-1, etc.) is considered temporary and is subject to the terms and conditions of the specific program’s work authorization.

Nothing in this policy should be used as the basis for discrimination against any individual or group because of race, sex, age, color, religion, national origin, disability or veteran status; nor will it be construed to be a basis for circumventing equal employment opportunity laws, policies and standard employment procedures.

Employees fully understand and acknowledge that there is no guarantee that their petitions, or any associated application(s) or petition(s), will be approved.

3. Responsibility

The General Counsel is permitted to authorize an attorney to represent Xactly in any nonimmigrant or immigrant petition or application proceedings. A foreign national may choose to retain an attorney to represent his or her own interests; however, Xactly will not pay for this private representation.

3.1 Immigration Team

Xactly has chosen a law firm specializing in immigration to serve as counsel for all U.S. immigration matters and to ensure that Xactly remains in full compliance with all applicable laws and regulations. Xactly's immigration counsel represents both Xactly and its foreign national employees, but will not represent, or continue to represent, an employee if his or her interests become adverse to Xactly.

Xactly's immigration counsel, along with its in-house immigration representatives, resident within Human Resources (HR) and the Vice President, General Counsel, make up the company's Immigration Team. The Immigration Team will make all decisions regarding immigration sponsorship in accordance with U.S. immigration law and policy, and based on Xactly's best interest.

3.2 Employees

Xactly's immigration guidelines will pertain to the following:

- Regular full-time or part-time employees
- Temporary full-time or part-time employees (e.g. Intern with F-1 visa sponsorship from his or her university)

It is the responsibility of each Xactly foreign national employee to provide truthful and accurate information (including, but not limited to, job descriptions, wages, requirements, personal information, estimated duration of assignment and proposed activities) relating to any petition or application for an immigration benefit. It is the responsibility of each Xactly foreign national employee to inform the Immigration Team, if they are married or become married, to ensure that any dependents are included in both the nonimmigrant and immigrant visa petitions. All such employees will also cooperate fully with Xactly's immigration counsel and will provide all required information and documentation promptly.

Xactly's foreign national employees are not authorized to initiate contact with Xactly's immigration counsel directly, unless they are responding to a communication from our immigration counsel. Employees with questions or concerns should first contact Xactly's in-house Immigration Team within Human Resources.

Xactly may choose not to proceed with a petition or application if the employee does not cooperate fully with Xactly's immigration counsel or provide all required information and documentation promptly. A failure to comply with these obligations or the provision of false or misleading information may result in disciplinary action and/or termination.

3.3 Hiring Authorities

Each individual hiring authority within the company is responsible for ensuring that employment offers to foreign national applicants or candidates for positions are contingent on receipt of necessary work authorization documents as directed through the Human Resources department.

All incurred expenses from legal services and government filing fees will be absorbed by the employee's department cost center during the fiscal quarter in which the case is initiated with our immigration attorneys.

The Vice President of Human Resources will assign the authority and responsibility to an appropriate department or departments to ensure that the provisions of this policy are properly administered.

4. Non-Immigrant Petitions

4.1 H-1B Visas:

Petitions from Xactly supporting H-1B visa classification will be reserved for individuals who have been offered positions requiring similar credentials. Holders of H-1B visas may be appointed only for the time period permitted under the individual's visa and will be subject to the criteria, considerations and processes outlined below.

- H-1B Change of Employer (COE) petitions will be initiated at the hiring authority's request once the offer letter has been signed.
- If available, extensions will be initiated simultaneously with the COE petition.
- The new employee may begin employment with Xactly on or after the official approval notice has been received.
- Premium processing is subject to manager approval. See considerations below in section 4.2
- H-1B Extensions for current employees are subject to manager approval and will be initiated for employees in good standing with the company.
- Dependents: Xactly will pay for H-4 work authorization

4.2 Expediting Cases:

Some nonimmigrant petitions can be expedited with the government by filing with Premium Processing. Under Premium Processing, the USCIS will adjudicate a nonimmigrant petition within fifteen (15) calendar days for an additional \$1,225 fee. Premium Processing will be subject to manager approval and will be considered under the following circumstances:

- H-1B Change of Employer (COE)
- H-1B Change of Status

- H-1B Extension in the event the employee is required to travel internationally for work related reasons
- I-140 petition

4.3 L-1 Visas:

Xactly's L-1 Program provides eligible employees work authorization for long-term US assignments. L-1 visa requests are submitted by the employee's manager. Once the manager has confirmed the employee's eligibility they may submit a case request following the process outlined in the L-1 Program Guidelines.

4.4 Third Party Worksites:

Non-U.S. foreign national employees who will be working at any client-location outside of Xactly offices for more than 3 weeks may require amendments to their visa status. If this situation should happen, the employee is responsible for notifying Xactly's internal immigration team within Human Resources in order to determine if an amendment is needed.

Managers of foreign national employees should notify Human Resources with the following information as soon as an off-site assignment is determined:

- Length of client site visit
- Client details (i.e. company name and site location)
- Project details (i.e. purpose of visit)

4.5 International Travel:

Some employees wish to travel while a visa case is pending with the government, employees may encounter issues abroad and denied reentry. In order to ensure employees will be traveling with legal work authorization, we advise employees to consult with Human Resources prior to any international travel while cases are pending.

Fees associated with visa stampings for personal travel will be assumed by the employee. If frequent international travel is deemed a business need, a request can be submitted for special circumstance approval.

4.6 Payment of Costs Incurred for Non-Immigrant Petitions:

4.6.1 Foreign National Employees

Xactly may, in its sole discretion, pay the following costs associated with a petition or application for an immigration benefit to enable a foreign national to be employed by Xactly:

- All applicable attorney fees and incidental costs charged by Xactly's immigration counsel
- All government filing, training and visa fraud fees

- All costs associated with obtaining education and experience evaluations (if applicable)

Xactly will not pay for any costs associated with obtaining a nonimmigrant visa stamp at a U.S. Consulate or Embassy unless the travel is based on a business need (as defined by the Company).

4.6.2 Dependents of Foreign National Employees

Xactly may also, in its sole discretion, pay all fees and costs required to enable dependent family members (i.e. spouse and unmarried children under the age of 21) of a foreign national employee to accompany him or her.

4.6.3 Legal Costs and USCIS Filing Fee Schedule (Effective December 2019)

The legal and filing fees for employees and their dependents are as follows:

| Application Type | Legal Fee US\$* | Government Filing Fee US\$*** |
|---|--|-------------------------------|
| Non-Immigrant Visa Petitions | | |
| H-1B Petition | \$2,250.00 | \$2,460 |
| H-1B Amendment/Extensions | \$2,000.00 | \$460 |
| L-1B Petition/Extensions | \$2,500.00 | \$960 |
| L-1A Petition/Extensions | \$2,500.00 | \$960 |
| E-3 Petition | \$2,250.00 | \$460 |
| E-3 Amendment/Extension | \$2,000.00 | \$460 |
| NIV Dependents (H-4, L-2, E-3) | \$250.00 Spouse \$500.00 Family Max | \$290 |
| Dependent EAD (H-4 and L-2) | \$550.00 | \$410 |
| Permanent Residence ("Green Card") Applications | | |
| PERM Filing | \$4,500.00 | N/A |
| Additional charge for supplementary analysis, such as business necessity, layoffs, prevailing wage problems, audits, etc. | First Year Value added service | -- |
| Labor Certification Ad Posting/Management | Standard PERM service | ** See below |
| USCIS Stage One – I-140 Immigrant Petition | | |
| I-140 Immigrant Petition after PERM certification | \$1,300.00 | \$700 |
| Multinational Manager | \$4,000.00 | \$700 |
| Outstanding Researcher/Extraordinary or Exceptional Ability and National Interest Waivers | \$7,500.00 | \$700 |
| USCIS Stage Two – Adjustment Status | | |
| Principal Beneficiary | \$1,700.00 | \$1,140 per applicant |

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| Dependents | \$250.00 Spouse \$500.00 Family Max | \$1,140 per applicant |
| AOS Portability | \$1,500.00 | N/A |
| Extension of EAD and/or Advance Parole | \$550.00 | \$410 and/or \$360 |
| Other Services | | |
| Responses to government audits or requests for evidence | hourly | |

* \$110 flat surcharge will be imposed on flat-fee matters to cover incidental costs (i.e. mail and courier fees, photocopying, etc.). Third-party vendors used will be billed at cost (i.e. translations and education equivalency evaluations, newspaper ads, online ads, etc.).

** Global fees provided at ad-hoc basis due to currency fluctuations

*** Note that all government fees are subject to change.

5. Sponsorship for Permanent Residence

With the approval of the employee's manager, Xactly may initiate the green card process, after the successful completion of three (3) months of regular, full-time employment, provided that the employee's performance is satisfactory. Employees in L-1 visa status should refer to the attached L-1 Program Guidelines for Permanent Residence considerations.

5.1 Payment of Costs Incurred in the Permanent Resident Process:

5.1.1 Foreign National Employees

Xactly may pay the costs associated with the application for the employee's U.S. Permanent Residence, including the following:

- Filing fees
- Education and experience evaluations (if applicable)
- Recruitment and advertising fees
- Advance parole (AP) fees
- Employment Authorization fees
- Legal fees

Xactly will not cover any expenses related to obtaining an employee's photos, medical examinations or attorney fees associated with an immigrant visa interview.

5.1.2 Dependents of Foreign National Employees

Xactly may pay the filing fees and legal costs associated with obtaining U.S. Permanent Residence for the employee's dependent family members (i.e. spouse and unmarried children under the age of 21).

5.2 Additional Permanent Residence Process Considerations

Strategic decisions with respect to the preparation and filing of an application for permanent residence, including the appropriate preference category in which to file the application, is at the discretion of Xactly and Xactly's outside immigration counsel.

Xactly reserves the right to terminate or suspend the Permanent Residence process for any reason, including poor job performance and termination of employment.

6. International Relocation Assignments

Managers are responsible for partnering with Human Resources to obtain work authorization for employees prior to any travel arrangements. All international relocation assignments will be required to follow the process outlined below.

- Manager sends an email to HR requesting international relocation assignment
 - Attach a Global Relocation Request form (located on the HR site) with the following sections completed
 - Section 1: General Information
 - Section 2: Employee Information
 - HR will finalize Global Relocation Request for approvals
 - Required approvals will include: direct manager, FP&A, CHRO, HR Business Partner, CFO & E-Staff VP of the requesting department
- Once approvals are complete, HR will initiate visa case with immigration attorneys and generate an offer letter outlining the details of the assignment.
- Once visa has been approved effective relocation date will be set and US on-boarding process will begin between the employee, manager & HR on-boarding team.

For common international assignments, such as the L-1, please refer to the process as outlined in the L-1 Program Guidelines.

If you have questions regarding this policy, please contact the policy owner.

Xactly reserves the right to modify this policy at any time without notice.