

## Stericycle, Inc. Disclosure Policy and Guidelines

### 1. Purpose

The purpose of this policy is to govern the disclosure of material, non-public information in a manner designed to provide broad, non-exclusionary distribution of information so that the public has equal access to the information. The purpose of the policy is also to ensure that Stericycle, Inc., its subsidiaries and affiliates (the "Company") comply with applicable laws, including the U.S. Securities and Exchange Commission Fair Disclosure Rules (Regulation FD) governing disclosure of material, non-public information to the investment community.

### 2. Scope

This policy covers disclosure to the investment community, the media, industry consultants and other audiences and is applicable to all Directors and team members of the Company.

### 3. Policy Statement

#### Material Information

Information concerning the Company is considered material if there is a substantial likelihood that a reasonable investor would consider it important in determining whether to buy, sell or hold, or engage in other transactions concerning the Company's securities. Although not intended to be a comprehensive list, the following are examples of information that could be material depending on the scale and magnitude and related circumstances:

- Monthly, quarterly or annual earnings or operational results or projections
- Mergers, acquisitions, joint ventures, divestitures, or other changes in Company assets
- Management changes or changes in control of the Company
- Dividend payments
- Public or private sale of additional securities
- Deterioration or improvement in the Company's status with rating agencies
- Profits by product, business division or subsidiary
- Litigation or regulatory matters
- Company share buyback programs and their implementation or cessation
- New products, services, discoveries, patents or developments regarding customers or suppliers
- Change in auditors and agreements/disagreements with auditors

#### Authorized Spokespersons for Disclosures to the Investment Community

Only the following authorized spokespersons may discuss material information with the institutional and individual investment community:

- Chief Executive Officer
- Chief Financial Officer
- Chief Commercial Officer
- General Counsel
- Vice President, Investor Relations
- Vice President, Corporate FP&A

Directors and other team members may be designated by any of the above-authorized spokespersons for a limited, specific communication only, including but not limited to an investor conference, a group meeting or a one-on-one meeting. Following the occurrence of the limited, specific communication, the individual's designation shall expire. All authorized spokespersons and members of the Board of

Directors shall be provided with training on compliance with Regulation FD not less often than annually and otherwise on an as-needed basis. Authorized spokespersons, including members of the Board of Directors, should avoid meeting or speaking with members of the institutional and individual investment community without the Chief Financial Officer, General Counsel or Vice President, Investor Relations present.

Directors, team members and other Company representatives (other than the above authorized spokespersons) receiving any inquiries from the investment community shall not respond to such inquiries other than to refer the inquirer to Investor Relations (Investor@Stericycle.com).

#### **Disclosures to the Investment Community**

Disclosures of material, non-public information to the investment community must be coordinated with Investor Relations and shall be made in one or more of the following methods:

- A press release which is distributed in a manner designed to ensure wide dissemination;
- A conference call and/or webcast or other meeting that is designed to provide broad, non-exclusionary distribution of the information to the public and to which the public has been provided adequate notice of the call or meeting and reasonable means for accessing it; and
- A filing on a Form 8-K, 10-K or 10-Q with the U.S. Securities and Exchange Commission, as determined by the General Counsel.
- Any other means, which after consultation with the General Counsel is deemed to provide broad, non-exclusionary distribution of information to the public in a manner satisfying the requirements of Regulation FD of the U.S. Securities and Exchange Commission.
- Any combination of the foregoing methods.

#### **Disclosures to Audiences Other Than the Investment Community**

Disclosures of material, non-public information to audiences other than the investment community, including the media and industry consultants, shall be consistent with disclosures to the investment community and shall be discussed only by one or more of the following:

- Chief Executive Officer
- Chief Financial Officer
- Chief Commercial Officer
- General Counsel
- Vice President, Investor Relations
- Vice President, Corporate FP&A
- Vice President, Treasurer
- Directors and other Company team members as designated by any of the above

#### **Public Disclosures of Forward-Looking Information**

All public disclosures of forward-looking information, including projections of future earnings or operational performance, shall be accompanied by appropriate cautionary language.

All public disclosures of forward-looking information must be made by and/or approved by the Chief Executive Officer or Chief Financial Officer. Furthermore, once approved, the forward-looking information may be communicated to the public only by the Chief Executive Officer, Chief Financial Officer, Vice President, Investor Relations, or their designees.

Subsequent disclosures of forward-looking information may only be based upon: (i) information the Company has publicly disclosed; (ii) non-material information, whether in the public domain or not; and/or (iii) industry-related information.

Except to the extent imposed by law, the Company shall not undertake any obligation to update any forward-looking information. The Company will not respond, except by means of an appropriate public

disclosure, to any rumors or inquiries seeking reaffirmation of such information at any date after the date that such information was originally provided.

#### **Disclosure of Material Non-Public Information in Advance of Public Announcement**

Any disclosure of material non-public information by an authorized spokesperson, which is made in advance of the public announcement of such information, shall only be made pursuant to an appropriate confidentiality arrangement or to a person who owes a duty of trust and confidence to the Company, such as an attorney, investment banker or accountant retained by the Company.

#### **Review of Draft Analysts' Reports and Financial Models**

In no event shall Company personnel review and comment on draft analysts' reports and financial models. Authorized Company spokespersons may provide the following kind of information to portfolio managers and securities analysts at investor conferences, group meetings, and one-on-one meetings:

- Corrections of inaccurate historical public information;
- Information and projections the Company has publicly issued, specifying, without reaffirming, the date and/or occasion of such issuance;
- Non-material information, whether in the public domain or not; and
- Industry-related information.

It should specifically be noted that the Company has not undertaken the obligation to update any forward-looking statement that it makes or has made, and that the Company, as a matter of policy, does not "embrace," "endorse" or state that it "is comfortable with" any analyst's report and/or financial model.

#### **Company "Quiet" Period**

From close of business on the 15th day before the end of the calendar quarter until the issuance of the press release to announce quarterly earnings, the Company will observe a "quiet" period during which Directors and authorized executives will not meet or speak with members of the investment community to discuss Company financial and/or operational results, except in compliance with the methods of disclosure of material non-public information to the investment community under the heading "Disclosures to the Investment Community" above. This quiet period includes but is not limited to attendance at investor conferences, group meetings and one-on-one meetings and discussions. Any exceptions to the Company's observance of such "quiet" period must be approved by the Chief Financial Officer and General Counsel.

#### **Unintentional Disclosure of Material Non-Public Information**

If a Company Director or team member believes that there may have been an accidental or unintentional disclosure of material non-public information, the employee must immediately notify the Chief Financial Officer and General Counsel of this incident. The Company will then determine whether to promptly file a Form 8-K and/or issue a press release to fully disclose this information in accordance with SEC Regulation FD.

#### **Distribution of this Policy**

This policy will be circulated to all Directors and members of senior management on an annual basis. In addition, the Company will post this policy on the Company's web site for reference by team members, the investment community and the general public.

## **4. Enforcement**

Stericycle may, at its discretion, discipline those who fail to comply with this Policy's requirements, up to and including termination of employment and possible legal action. Stericycle regards compliance with this Policy to be a significant duty of all Stericycle personnel.

## 5. Requests for Additional Information, Interpretation & Document Ownership

<b>Document Owner:</b>	Stu Funderburg	Stuart.Funderburg@Stericycle.com
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## 6. Revision History

<b>Version</b>	<b>Issued</b>	<b>Overview of Changes</b>	<b>Next Review by:</b>
1.0	November 20, 2019	New policy	November 2021