

STERICYCLE

Rule 10b5-1 Trading Plan Guidelines

Introduction

These guidelines are to be followed in connection with trading plans (each, a “plan”) for shares of the common stock of Stericycle, Inc. (“Stericycle”) adopted by employees or directors of Stericycle pursuant to Rule 10b5-1 of the Securities Exchange Act of 1934, as amended (the “1934 Act”). Stericycle’s employees or directors are not required to enter into a plan to purchase or sell shares of Stericycle common stock, but such persons will be entitled to an affirmative defense to insider trading allegations if they effect trades under a plan that satisfies the requirements of Rule 10b5-1.

These guidelines are in addition to, and not in lieu of, the requirements and conditions of Stericycle’s Securities Trading Guidelines and Policy and Rule 10b5-1. Moreover, the broker that an employee or director uses to effect trades under a plan may impose on such person requirements in addition to those disclosed below. The General Counsel of Stericycle or his or her designee will interpret and administer these guidelines. Under appropriate circumstances, these guidelines may be waived or modified, but only with the prior approval of the General Counsel of Stericycle, after a careful consideration of all relevant facts and applicable law.

Guidelines

1. A plan only may be adopted or amended during an open window period (when a Stericycle trading blackout is not in effect) under Stericycle’s Securities Trading Guidelines and Policy. This guideline is in addition to the requirement of Rule 10b5-1 that a person may not adopt or amend a plan while that person is in possession of material, non-public information regarding Stericycle.
2. The adoption of a plan, or the amendment of an existing plan, requires the written approval in advance of the General Counsel or his or her designee, and a final copy of the plan must be filed with the General Counsel promptly upon entering into or amending the plan.

3. A plan must include a written representation that, at the time of entering into or amending the plan, the employee or director is (i) not aware of any material, non-public information regarding Stericycle or its subsidiaries or its securities, and (ii) adopting the contract, instruction, or plan in good faith and not as part of a plan or scheme to evade the prohibitions of Section 10(b) of the 1934 Act or Rule 10b5. The good faith requirement applies not only to adoption of the plan, but also to how the employee or director acts with respect to the plan during its term.
4. A plan covering the sale of shares issued upon the exercise of options or the vesting of equity awards, such as restricted stock units or performance stock units, must be undertaken through E*Trade.
5. A plan must provide for a "cooling-off period" between the date of execution of the plan and the date the first trade is made. The cooling-off period for directors and executive officers must be at least 90 days, or until two business days following the filing of the Form 10-K or Form 10-Q for the quarter in which the plan was adopted, whichever is longer (and not to exceed 120 days), and for all others, at least 30 days. The cooling-off period also will apply to the effective date for any plan amendment affecting the amount, price or timing of transactions.
6. If an employee or director terminates a plan early, (a) such person must promptly notify the General Counsel of such termination in writing, and (b) such person may not adopt another plan until at least 30 days after the termination date of the prior plan.
7. An employee or director cannot have more than one plan in effect at the same time. An employee or director is only permitted to enter into one "single-trade" plan (which is a plan designed to effect the proposed stock transactions in a single transaction) in any 12-month period, except for sell-to-cover plans for tax withholding upon vesting of equity awards.
8. While an employee or director has a plan in effect, such person may not trade shares of Stericycle common stock outside the scope of the plan; provided, however, that, such person may make bona fide gifts of Stericycle common stock, or make purchases of Stericycle common stock through regular payroll contributions to company-sponsored

plans such as the employee stock purchase plan.

9. A plan may not be in effect for more than two years from the date of its adoption.

10. Stericycle will disclose, in its Quarterly Reports on Form 10-Q and Annual Reports on Form 10-K, the adoption, material amendment or termination of a plan by a Stericycle employee or director subject to the reporting and trading requirements of Section 16 of the 1934 Act and the regulations promulgated thereunder.

Questions concerning these Guidelines should be addressed to the General Counsel of Stericycle.

March 2023