

RIVIAN, LLC ADOPTION & SURROGACY ASSISTANCE PROGRAM

Program Effective Date: May 1, 2024

The Adoption and Surrogacy Assistance Programs (collectively, the “Program”) sponsored by Rivian, LLC (“Rivian”) is designed to support eligible employees (and their families) by assisting with expenses incurred in the adoption or surrogacy path to parenthood. Recognizing the unique challenges associated with adoption and surrogacy, Rivian has engaged Progyny to assist in administering the Program.

Through the Program, Rivian will reimburse eligible employees for up to \$10,000 (per lifetime) of eligible adoption or surrogacy expenses. Eligible employees will also have unlimited access to a dedicated Progyny Patient Care Advocate (“PCA”), who will provide information, resources, and emotional support throughout the employee’s adoption or surrogacy journey. This Program is effective for eligible expenses incurred on or after May 1, 2024.

Eligibility and Participation:

Employees who are eligible to receive the surrogacy or adoption assistance benefits set forth in this Program are those who meet the following criteria:

- U.S. Employees who are enrolled in a medical program under the Rivian, LLC Welfare Benefit Plan; and
- To be eligible to receive Program benefits, the employee must be an employee of Rivian both at the time the adoption or surrogacy expenses are incurred and at the time of the request for reimbursement.

Participation in the Program ends automatically on the earliest of: (i) the date Rivian terminates the Program for any reason; (ii) the date an employee’s employment terminates; or (iii) the date an employee ceases to be eligible to participate in the Program.

How Adoption and Surrogacy Reimbursement Works:

1. Contact a PCA at (833) 233-1140 and request assistance with the adoption or surrogacy reimbursement process and application.
2. Your PCA will review the reimbursement policy with you, noting eligible expenses that may be submitted for approval and for reimbursement as expenses are incurred until your \$10,000 (per lifetime) expense limit has been reached.
3. Once you have incurred eligible expenses and are ready to request a reimbursement, submit your

expense(s) for reimbursement, using the Progyny Attestation Form (available from your PCA).

4. Progyny will issue you a check for your reimbursable expenses that will be delivered via USPS as soon as administratively possible.

Adoption and surrogacy expenses that are eligible for reimbursement under this Program include the below expenses, provided such expenses are incurred while an eligible employee is participating in the Program¹ and are timely submitted within twelve (12) months of incurring such expense as described in more detail below:

Adoption Eligible Expenses:

- Agency and placement fees
- Application fees
- Consultant/specialist fees
- Costs incurred by registered domestic partner or same-sex spouse to adopt his or her partner's child(ren)
- Eligible expenses paid by a registered domestic partner who lives in a state that allows same-sex second parent or co-parent to adopt his or her partner's child
- Fees associated with the adoption of the child(ren) through a legally recognized surrogate arrangement
- Home Studies, immigration, immunization, and translation fees
- Legal fees and court costs
- Medical assessment of adopted child(ren)
- Parent, child, and family adoption counseling
- Temporary foster care expenses
- Transportation, meals, lodging for the adoptive parents and/or adopted child(ren) only
- Visa and passport fees for adopted child(ren)

¹ Expenses incurred in pursuit of surrogacy that does not result in a successful live birth are eligible for reimbursement under this Surrogacy Assistance Program.

Surrogacy Eligible Expenses

- Surrogacy agency or legal fees as follows²
 - Attorney fees relating to the surrogacy for both the intended parent(s) and surrogate
 - Non-medical screening and home visit fees for the eligible employee
 - Court fees or costs
 - Surrogate compensation, but excluding any medical fees or expenses
 - Surrogate escrow funds, except to the extent such funds are returned to the employee
 - Fees associated with the adoption of a child through a legally recognized surrogate arrangement that are not reimbursed through any other policy or program
- Travel expenses for the intended parent(s) or surrogate related to the surrogacy
- Consultant/specialist fees

Exclusions and Other Program Limitations

Exclusions

The expenses listed below are not covered by the Program, and the Program will not reimburse you for them. This list is not all-inclusive, but identifies the more common expenses that the Program does not cover, such as expenses:

Adoption Ineligible Expenses:

- Adoptions that aren't legally recognized
- Any expenses that violate state or federal law
- Costs for personal items, food, and clothing for the parents or child(ren)
- Costs paid using funds received from any federal, state, or local program
- Costs to adopt a stepchild

² Employee must provide copy of an executed surrogacy agreement or letter from an attorney to be considered eligible.

- Expenses allowed as a credit or deduction under any other federal income tax rule
- Expenses already paid for or reimbursed by another employer, benefit, program, or party
- Expenses for adopting an individual aged 18 or older, unless they are physically or mentally incapable of self-care
- Expenses not paid in US dollars
- Voluntary donations or contributions
- Expenses incurred prior to an employee becoming eligible, or after the employee ceases to be eligible, for participation under this Program
- Expenses in excess of the Program's maximum benefit

Surrogacy Ineligible Expenses:

- Expenses already paid for or reimbursed by another employer, benefit, program, party or organization (including by Rivian through a plan or program other than this Program)
- Costs funded under any federal, state, or local program
- Expenses allowed as a credit or deduction under any federal income tax rule
- Surrogacy arrangements that are not legally recognized in the applicable jurisdiction
- Any expenses that violate state or federal law
- Any expenses incurred for the provision of medical care, including (without limitation):
 - Medical expenses related to a surrogate's pregnancy (e.g., for the surrogate's maternity insurance, surrogate's deductible, surrogate's co-insurance); or
 - Medical expenses related to an intended parent's pregnancy (must be billed to the medical plan)
- Expenses not paid in US dollars
- Any taxes incurred by the surrogate or intended parent(s)
- Expenses incurred prior to an employee becoming eligible, or after the employee ceases to be eligible, for participation under this Program
- Expenses in excess of the Program's maximum benefit



Maximum Program Benefit

Benefits under this Program are limited to a lifetime maximum reimbursement of \$10,000.

Non-Duplication of Program Benefits

If there are two intended parents and both are eligible employees under this Program, only one employee may claim reimbursement for the Program-eligible expenses that either or both employees incur.

Tax Consequences – Adoption

IRS Form 8839, “Qualified Adoption Expenses,” provides that certain adoption-related expenses will be exempt from tax for taxpayers with income below an indexed threshold amount. Please refer to the instructions to Form 8839 to determine if a particular reimbursement amount is exempt from income tax. You may review Form 8839, and the accompanying instructions on the IRS Web site at www.irs.gov.

Rivian cannot provide you with specific tax advice but in general, if an employee’s modified Adjusted Gross Income (modified AGI) does not exceed the income limitation under section 137(b)(2)(A) of the Code, as adjusted for inflation in accordance with Code Section 137(f) (\$223,410 in 2022) the full amount of the benefits which are described in the instructions to IRS Form 8839 are non-taxable. If the employee’s modified AGI exceeds this limit, the non-taxable portion of the benefit will be reduced in accordance with a formula set forth in Code Section 137(b)(2)(A). The full benefit is taxable to an employee whose modified AGI equals or exceeds the maximum amount (\$279,230 in 2023). These dollar amounts may be adjusted by the IRS annually for cost-of-living increases. Please see your tax adviser to determine how these rules affect your taxes.

Payments in excess of the allowable maximum will be included in the participant's income in the year in which the payment is made. As a general rule, Progyny assumes that the reimbursements that are paid to you are excludable by and nontaxable to you pursuant to Code Section 137, and does not perform income tax withholding on them. Rivian is, however, required to apply FICA and FUTA withholding on all such nontaxable reimbursements as they are paid to you.

Domestic Adoptions - For Domestic Adoptions, Qualified Adoption Expenses are excludable from the Participant's gross income for the taxable year in which the Participant pays the expense.

Foreign Adoptions - For Foreign Adoptions, Qualified Adoption Expenses are excludable from the Participant's gross income only in the taxable year in which the adoption becomes final.

An employee may be eligible to claim both a tax credit and an exclusion for reimbursement of certain expenses. However, a tax credit and exclusion must not be claimed for the same expense.

Rivian does not make any commitment or guarantee that any amounts paid to or for the benefit of an

employee under this Program will be excludable from the employee's gross income for federal or state tax, or that any other favorable tax treatment will apply to or be available to any employee with respect to such amounts. It shall be the obligation of the employee to determine whether any benefit paid under this program is excludable from the employee's gross income for federal and state tax purposes.

Tax Consequences – Surrogacy

Benefits paid under the Program for eligible surrogacy expenses are treated as taxable wages for income and employment tax withholding purposes. Any employee participating in this Program must make adequate provision for, any sums required to satisfy the federal, state, local, foreign, and other tax or social security withholding obligations of Rivian, if any, which arise in connection with a reimbursement under this Program, including, but not limited to authorizing withholding from payroll and any other amounts payable to such employee. Notwithstanding the foregoing, Rivian makes no representation or undertaking regarding the tax treatment and/or related withholding resulting from participation in this Program, and an employee remains solely responsible for any such liability. An employee (and their families) should consult a professional tax and/or legal advisor to understand their rights and responsibilities relating to the surrogacy and/or the tax and other financial impacts of reimbursements from this Program. A professional tax advisor is an employee's best source of information about whether the employee should seek reimbursement for Program-eligible surrogacy expenses from the Program and the impacts of such reimbursements. The information described in this Program is not intended to give any specific tax or legal advice.

Program Terms and Limitations

Non-assignability - It is a condition of this Program, and all rights of each person eligible to receive reimbursement shall be subject thereto, that no right or interest of any such person in this program shall be assignable or transferable in whole or in part, either directly or by operation of law or otherwise, including, but not by way of limitation, execution, levy, garnishment, attachment, pledge, or bankruptcy, but excluding devolution by death or mental incompetence, and no right or interest of any such person in this program shall be liable from, or subject to, any obligation or liability of such person, including claims for alimony or the support of any spouse.

Employment non-contractual - This Program confers no right upon any employee to continued employment.

Governing law - To the extent not preempted by federal law, this Program shall be interpreted and construed in accordance with the above-referenced section and related sections of the Internal Revenue Code.

Amendment withdrawal and termination - This Program may at any time and from time to time be amended, modified, or terminated by written instrument executed by a duly authorized representative of Rivian. Any such amendment, modification or termination shall become effective on such date as Rivian shall determine and may apply to persons eligible to receive benefits or persons receiving benefits under this Program at

the time thereof, or both, as well as to persons who otherwise would be eligible to receive benefits in the future, provided, however, that no such amendment, modification or termination shall deprive any employee of any benefits attributable to reduction in his compensation made prior to the date of such amendment, modification or termination.

Indemnification of Rivian by participants - If any employee receives one or more payments or reimbursements under the Program that are not for qualified expenses under this Program, such employee shall indemnify and reimburse Rivian for any liability they may incur for failure to withhold federal or state income tax or Social Security tax from such payments or reimbursements. However, such indemnification and reimbursement shall not exceed the amount of additional federal and state income tax that the employee would have owed if the payments or reimbursements that had been made to the employee as regular cash compensation, plus the employee's share of any Social Security tax that would have been paid on such compensation, less any additional income and Social Security tax actually paid by the Participant.