

**FRONTIER SCIENCE & TECHNOLOGY RESEARCH FOUNDATION, INC.****WHISTLE-BLOWING POLICY****Article I  
Policy**

The purpose of the Frontier Science & Technology Research Foundation, Inc. (“FSTRF” or the “Organization”) Whistle-blowing Policy is to encourage officers, directors, employees and any volunteers to disclose any malpractice or misconduct of which they become aware, and to provide protection for officers, directors, employees and volunteers who report allegations of such malpractice or misconduct (each a “whistle-blower”). The policy applies to all officers, directors, employees, and any volunteers of FSTRF.

This Whistle-blowing Policy is intended to encourage and enable officers, directors, employees, volunteers and others to raise serious concerns within the Organization prior to seeking resolution outside the Organization. The policy is also designed to ensure that all allegations are thoroughly investigated and that suitable action is taken where necessary.

**Article II  
Confidentiality**

Violations or suspected violations may be submitted on a confidential basis by a whistleblower and every effort will be made to protect his or her identity; however, there may be situations, whether as required by law or as necessary to carry out an investigation or remedial action, in which anonymity cannot be guaranteed.

**Article III  
Misconduct**

Some examples of misconduct that could warrant whistle-blowing include:

- Any criminal offense
- The use of deception to obtain illegal financial advantage, either for the Organization or for personal gain
- Intentional misrepresentations directly or indirectly affecting financial statements
- Failure to comply with certified federal policy obligations
- Presenting a danger to the health and/or safety of any individual within the organization
- The deliberate concealment of information pertaining to any of the offenses above
- Failure to observe and uphold the integrity of the Organization’s clinical trial program or management of clinical trial data or operations, generally.

#### **Article IV Procedure for Reporting**

An officer, director, employee or any volunteer who reasonably believes that inappropriate conduct has occurred or is occurring, should raise the issue with his/her immediate supervisor, as applicable, or alternatively, in the whistle-blower's discretion, with the Chief Executive Officer, the President, the Chairman of the Board of Directors (the "Board") or any other member of the Board (each, including any such immediate supervisor, a "Designated Official"). Any Designated Official receiving such a report shall promptly provide written notice of same to the Board. The Board will then delegate oversight and management of the report to the Audit Committee or other committee of independent directors, or if there are no such committees, to the independent directors of the Board convened to address whistle-blowing matters (the "Deciding Body").

#### **Article V Handling of Reported Violations**

Unless otherwise determined by the Deciding Body, it will be the responsibility of the notified Designated Official to administer an inquiry and to acknowledge receipt of the reported violation or suspected violation to the whistle-blower in writing within five business days, describing the intended plan of action. Reported matters will be investigated to determine if the allegations are true, whether the issue is material, and what actions, if any, are necessary to correct the problem. Investigators will issue a full report of all matters raised under this policy to the Deciding Body. The Deciding Body may conduct a further investigation upon receiving such a report. An investigation may include internal review, review by external lawyers or auditors, or review by another external entity.

Once the investigation is complete, the whistle-blower will be informed by the Deciding Body of the findings and of any corrective or punitive steps to be taken. If, after investigation, the claim of malfeasance or misconduct is substantiated, appropriate disciplinary action will be taken against the responsible individual(s) in the discretion of the Deciding Body, up to and including termination of employment or removal from the Board of each responsible individual, as applicable, and, if warranted, criminal charges.

#### **Article VI Good Faith**

Anyone reporting a concern or complaint concerning any malpractice or misconduct must act in good faith and have reasonable grounds for believing the matter raised is a material violation of law or policy or a material accounting or auditing matter. Any allegations that prove not to be substantiated and which prove to have been made maliciously or knowingly to be false, in the discretion of the Deciding Body, may be viewed as a serious disciplinary offense.

#### **Article VII No Retaliation**

No act of intimidation, harassment, discrimination or other retaliation against, or victimization of, any whistle-blower will be permitted. Whistle-blowing employees acting in good faith are protected from adverse employment actions, including discharge, demotion, suspension,

harassment or other forms of discrimination. Whistle-blowers are protected even if their good faith allegations prove to be incorrect or unsubstantiated. Whistle-blowers who participate or assist in an investigation will also be protected. If it is found that there has been retaliation against a whistleblower, the wrongdoer(s) will be disciplined in the discretion of the Deciding Body, up to and including termination of employment or removal from the Board, as applicable.

If a whistle-blower believes that he or she has suffered any form of retaliatory conduct as a result of reporting a violation or suspected violation, or if a whistle-blower believes there has been a cover-up of the misconduct reported, or that such whistle-blower has not received a satisfactory response to such report(s), he or she should report such allegations, in writing, to the Chairman of the Board of Directors and to the President, each of whom are required to address such allegations by the means set forth above.

### **Article VIII Distribution of the Whistle-blowing Policy**

A copy of this Whistle-blowing Policy shall be distributed to all directors, officers, employees and to any volunteers of the Organization who provide substantial services to the Organization. For purposes of this Article VIII, posting this Whistle-blowing Policy on the Organization's website or at the Organization's offices in a conspicuous location accessible to employees and volunteers are among the methods the Organization may use to satisfy the foregoing distribution requirement.