

BioMarker Solutions Group



HARASSMENT, BULLYING, VICTIMISATION - WHISTLE BLOWING – GRIEVANCE

BioMarker Solutions Group is committed to conducting its business according to the highest ethical, moral, and legal standards. In line with this commitment, and the Company's commitment to open communication, this Policy aims to provide an avenue for employees, third parties and other stakeholders, on an anonymous basis if appropriate, to raise concerns or report any known or potential misconduct, violation of Company policies or applicable laws and regulations, without retaliation or retribution.

It establishes standards and procedures to ensure that all complaints and reports of misconduct are addressed timely and thoroughly with the highest standards of confidentiality, objectivity, and fairness, in compliance with Company policies and applicable laws and regulations.

This cross-matrix Policy also establishes procedures to protect employees, third parties and stakeholders from retaliation related to Whistle Blowing in good faith and highlight our Grievance policy covering harassment, bullying and victimisation.

Scope

This Policy applies worldwide to all directors, officers, employees, consultants, agents and contractors of all domestic and international offices and subsidiaries of the Company, and all business partners, associates, and affiliates of the BioMarker Solutions Group. It forms an integral part of the Company's internal control policy framework and should be read and applied in conjunction with the Company's Code of Conduct/Ethics and other applicable Company policies and procedures.

Reportable Conduct

The UK Government introduced legislation in the form of the Public Interest Disclosure Act 1998 ('PIDA') which is designed to give protection to employees who disclose confidential information about malpractice in the workplace. Such disclosures are commonly referred to as "whistle-blowing".

The "Whistle-blower" must:

- a. have a genuine belief in the information being disclosed.
- b. not make the disclosure for personal gain; and
- c. show it is reasonable to make the disclosure.

In utilisation of this act, BioMarker Solutions Group classifies Reportable Conduct as conduct by a director, officer, employee, consultant, agent, contractor, supplier, tenderer, or other person who has business dealings with the Company which is, in the view of the "Whistle-blower", acting in good faith either:

- against the law or represents a failure by the Company to comply with any legal or regulatory obligations.
- unethical or in breach of the Company's Code of Conduct or other policies.
- dishonest, fraudulent, or corrupt.
- coercion, harassment, victimization, or discrimination; misleading or deceptive, including questionable accounting, financial reporting, or auditing practices either by, or affecting, the Company, its assets and or its personnel.
- potentially damaging to the Company, the Company's employees, or business associates, including unsafe work practices, environmental damages, health risks, or wasting of company resources.
- likely to cause financial loss to the Company, damage its reputation, or be otherwise detrimental to the Company.
- involving any other kind of serious impropriety; and
- deliberate concealment of any of the above.

A qualifying disclosure is one made in good faith by an employee who has a reasonable belief that one is being, has been, or is likely to be, committed. It is not necessary for the employee to have proof that such an act is being, has been, or is likely to be, committed - a reasonable belief is sufficient. "Whistle-blowers" do not lose statutory protection because they are mistaken. The employee has no responsibility for investigating the matter, it is the organisation's responsibility to ensure that an investigation takes place.

BioMarker Solutions Group would urge employees to exhaust the internal processes set out above but, in exceptional or urgent circumstances, it might be appropriate for them to contact an external person or body. Legislation sets out several bodies to which qualifying disclosures may be made. These include:

- HM Revenue & Customs.
- the Financial Services Authority.
- the Office of Fair Trading.
- the Health and Safety Executive; and
- the Environment Agency
- any Public Prosecuting Attorney/ law enforcement officer.

Disclosures to the press will not be considered reasonable. They will constitute misconduct and will be treated as a disciplinary matter in accordance with BioMarker Solutions Groups Disciplinary & Grievance Policy and Procedures.

Note: If an investigation under this procedure concludes that a disclosure has been made maliciously, in bad faith or with a view to personal gain, BioMarker Solutions Group reserves the right to take

appropriate action, which may include disciplinary action for those raising the allegations(s).

Reporting Conduct

If an employee reports a disclosure to BioMarker Solutions Group, the need for confidentiality will be respected wherever possible, although any concern raised under this procedure will need to be properly documented.

BioMarker Solutions Group believes that all employees should feel able to put their name to the allegations which they raise, as concerns expressed anonymously are more difficult to investigate. If employees raise a concern anonymously, depending upon the exact circumstances, it may nonetheless be possible for their identity to be deduced. If, contrary to this policy, they then suffer reprisals, it may be difficult to show that this was because of them raising a concern, i.e., it may not be possible to protect unidentified people

The action taken in response to a disclosure will depend on the nature of the concern. By way of example, the matters raised may result in one or more of the following:

- No action required.
- Action being taken under other BioMarker Solutions Group policies and/or procedures.
- An internal investigation under this policy.
- A referral to the police.
- A referral to BioMarker Solution Groups external auditors.
- A referral to another external Committee/Regulator/Body.
- An independent enquiry.

The responsible person to whom the disclosure is made will:

- a. Make a detailed record of the disclosure.
- b. Ask the employee to provide a written statement describing the precise nature of the allegations.
- c. Upon receipt of the written statement, decide whether any further action may be required. Where it is, they will refer it to the appropriate person and write to the employee within seven working days of making that decision. In their letter, they will acknowledge receipt of the complaint, provide information on who it has been referred to and details of who the employee should contact if they have any further questions.

All Company employees and third-party business associates are required to promptly report all Reportable Conduct in good faith. Failure to do so can result in discipline, up to and including termination of employment or business relationship in the case of third parties.

The Company has instituted three formal reporting channels:

1. **Open-Door Discussion.** Employees are encouraged to raise any issues directly with their immediate managers, or if an employee has reason to believe that his/her manager is involved or has a conflict of interest, to the next level of management, the Company's Legal Department, and the Compliance Manager. Third parties can directly contact the appropriate business managers at the Company, the Legal or the Compliance Manager. The responsible in receipt of the report must document it through an open-door intake form, and lodge the intake form with the BOD.
2. **By Email.** Employees and third parties may anonymously report issues via the Company's public E-mail at compliance@biomarkersolutions.com
3. **Our Ethics Helpline/Email.** Employees and third parties may also anonymously report issues via the Company's Ethics Helpline which is direct to our impartial Lawyer: lawyer@biomarkersolutions.com.

The BOD/Legal Department/Compliance Manager/Lawyer shall review the reports within 7 days, maintain proper records of all actions taken after completion of the handling procedures and investigation(s) as to each report.

No employee or third party who suspects Reportable Conduct, and no personnel to whom such conduct is reported, should attempt to personally conduct investigations, interviews or interrogations relating to the Reportable Conduct.

Whistle-blowing Handling Procedure

A nominated Committee shall evaluate the nature and severity of the reported conduct and determine appropriate actions to be taken, including but not limited to, analysing the allegation and evidence provided, determining investigation approach and steps, conducting investigations, drafting investigation reports, and proposing remediation measures.

In determining the appropriate actions, the Committee shall consider all factors that are appropriate under the circumstances. Any investigative activity required shall be conducted in a manner that is legitimate, confidential, fair, and objective, regardless of the alleged wrongdoer's position, length of service, or relationship with the Company.

Investigation

The Committee has the primary responsibility for undertaking the reviews/ investigations outlined in appropriate procedures, applicable laws, and regulations, or appoint an external auditor. Decisions to initiate litigation or refer the examination/investigation results to the appropriate law enforcement and/or regulatory authorities for independent investigation will be made by the Committee in conjunction with BioMarker Solutions Group BOD, legal counsel and senior management, as will final decisions on employee discipline and remediation of any issues identified.

Confidentiality

All information relating to the "Whistle-blower", witnesses and information carriers, the reported conduct and any subsequent investigations will be treated confidentially to the extent permitted by applicable laws or regulations.

Anti-Retaliation

BioMarker Solutions Group values honesty, integrity, and efforts made by Company employees and third-party business associates to protect the Company and its reputation. The Company does not tolerate any retaliation by management or any other person or entity, directly or indirectly, against anyone who, in good faith, reports an ethics or compliance concern or known or potential misconduct, or assists in a review or investigation thereof. Retaliation includes but is not limited to harassment, intimidation, coercion, an unfavourable change in work hours or schedule, demotion, transfer, suspension, or termination of anyone raising a complaint or allegation.

Acts of retaliation, including trying to find out the identity of a "Whistle-blower", witnesses, and information carriers, can lead to disciplinary action, up to and including termination of employment or business relationship in the case of third parties.

Grievances

BMSG has a thorough Grievance policy covering matters of "Whistle-blowing" irrespective of their nature. This policy and related policies and procedures are available to all personnel impartially, confidentially and remain under the auspices of the compliance manager and legal department.

Guidance for those accused of Harassment, Bullying, Victimisation

- If you are approached informally by a member of staff about your behaviour, do not dismiss the complaint. Remember that all people find different things acceptable, and everyone has the right to decide what behaviour is acceptable to them and to have their feelings respected by others. You may have offended them without intending to and a simple apology may resolve the matter.
- If accused of harassment or bullying, you may wish to contact your manager who can refer you to someone not involved in the case.

- Those who are the subject of a complaint will be treated with respect. Confidence will be maintained but there are limits to confidentiality in that the complaint, any witness statements and the investigator's report will be seen by those who must be involved.
- If you believe the accusation to be unfounded, you should say so and participate willingly in the proceedings, so that the situation can be resolved informally or formally. You should also be prepared to participate in mediation if this is identified as an appropriate solution.
- If the evidence suggests that the complaint was made vexatiously or maliciously, disciplinary action may be taken against the complainant (up to and including dismissal).
- During the formal procedure both you and the complainant may wish to be accompanied at meetings by a work colleague or a nominated representative.
- Wherever possible, BMSG will try to ensure that during investigations the relevant parties are not required to work together. If the allegation is of gross misconduct, you may be suspended on full pay during the investigation and until the disciplinary proceedings have been concluded.
- If a complaint is not upheld, you should expect your line manager to take action to restore reasonable working relationships between you and the complainant. You must not victimise a member of staff who has made a complaint in good faith against you or anyone who has supported him or her in making the complaint or given evidence in relation to such a complaint.
- If a complaint is upheld, a disciplinary sanction may be imposed up to and including dismissal without notice. If the complaint is upheld, but you are not dismissed, BMSG could decide to transfer you to another role.
- In addition, or as an alternative to a disciplinary sanction, guidance or counselling may be offered to support you to understand how your behaviour affected the complainant.
- Both you and BMSG can also be subject to prosecution under criminal as well as civil law, and you could be personally liable and must pay compensation yourself.

What is the difference between harassment and bullying?

- Harassment and bullying both involve behaviour which harms, intimidates, threatens, victimises, undermines, offends, degrades, or humiliates.
- Harassment is always linked to anti-discrimination legislation, and thus will focus on sex, gender reassignment, marriage and civil partnership, pregnancy and maternity, race, ethnic background, colour, religion, or belief [including lack of belief], sexual orientation, age or disability.
- Harassment may be a single incident or a series of incidents.
- Bullying is repeated inappropriate behaviour, direct or indirect and by one or more persons which undermines an individual's right to dignity.

What are some actual examples of bullying or harassing behaviours?

Discriminatory harassment can take many forms. The following list is not comprehensive and serves as an example only:

- Offensive material that is displayed publicly.
- Verbal abuse or comments that belittle people.
- Unwelcome and hurtful jokes.
- Direct or subtle threats.
- Offensive gestures.
- Ignoring, isolating, or segregating a person.
- Staring or leering in a sexual way.
- Unwanted physical contact of a sexual nature.
- Aggressive physical behaviour.

- Repeated behaviour which a person has previously objected to.
- Offensive comments or conduct to or about a third person.

What is electronic harassment/ bullying?

Electronic harassment can take place through electronic media, for example, email, instant messaging, social networking websites (e.g., Facebook, Twitter, blogs), or text messages. When sending emails, all members of staff and students should consider the content, language and appropriateness of such communications, and bear in mind the policies relating to Use of IT.

Basically, the Conditions of Use outline that Users of BMSG IT facilities must:

“Not display, store, receive or transmit images or text which could be considered offensive e.g., material of a sexual, pornographic, paedophilic, sexist, racist, libellous, threatening, defamatory, of a terrorist nature or likely to bring BMSG into disrepute.”

If occasions of what might be online bullying or harassment are reported, they will be dealt with in the same way as if the alleged bullying or harassment had taken place in a face-to-face setting.

What are the possible effects of bullying or long-term harassment?

Everyone will have a very individual reaction which will vary according to their own personality and state of health, and the intensity or nature of the bullying and harassment.

The following are examples of common reactions:

- Stress and/or sleep disturbance.
- Fatigue.
- Panic attacks or general anxiety.
- Depression.
- Impaired ability to work/concentrate.
- Loss of self-confidence and/or self-esteem.
- If sustained, bullying can cause lasting damage to a person's self-confidence.

How extreme does it have to be?

Whilst some bullying and harassment may involve verbal abuse and physical violence, it can also be subtle intimidation such as inappropriate comments (whether to you or to another person), or unrealistic, embarrassing, or degrading demands. If you feel that you are being harassed or bullied or that your working environment is offensive, you should do something about it.

Definitions

Harassment

Men and women have a right not to be subjected to harassment at work, or to work in an intimidating environment. Legally, harassment is defined as occurring where an individual engages in unwanted conduct which has the purpose or effect of violating another person's dignity, or creating an intimidating, hostile, degrading or offensive environment for that person. Please note that an individual may feel harassed or offended even when the inappropriate comment or conduct is not made towards or about them personally.

Harassment can take a variety of different forms and can be written, verbal, non-verbal or transmitted electronically.

Examples include repeatedly ignoring a colleague, through to subjecting him or her to unwelcome attention, ridicule, or humiliation. More extreme forms of harassment and bullying include intimidation, physical threats, or violence. Harassment may consist of a single incident or a series of incidents and may not always be directed to or be about the person who makes a complaint of harassment. Harassment may not always be intentional but is always unacceptable whether intentional or not.

All forms of harassment intentional or not are covered by this policy and procedure.

The following are examples of unacceptable behaviour.

- Sexual harassment can be physical conduct ranging from the invasion of personal space and/or inappropriate touching to serious assault. It can include questions or remarks about a person's sex life, comments or ridicule about appearance or dress, unwanted sexual advances, sexually explicit remarks, or innuendoes and/or pressure for sexual favours, displays or distribution of pornographic or sexually suggestive material, including graffiti, posters or other offensive material.
- Racial harassment may include obscene gestures or jokes about, or gratuitous references to, a person's colour, race, religion, or nationality. It can include deliberate exclusion for reasons related to race. It can also include offensive remarks about dress, culture or customs which have the effect of ridiculing or undermining an individual or fostering hatred and/or prejudice towards individuals or ethnic groups. It also includes inappropriate displays of posters, or other offensive material. In some circumstances it can include pressure to participate in political/religious groups.
- Harassment of people with disabilities can take the form of individuals being ignored, disparaged, ridiculed, or denied opportunities because of mistaken assumptions about their capabilities. In such cases, disability, rather than ability, has become the focus of attention. Such harassment can include inappropriate personal remarks, jokes, or inappropriate references to an individual's appearance.
- Harassment on the grounds of actual or perceived sexual orientation can include homophobic remarks or jokes (whether spoken, written, or sent by email), offensive comments relating to a person's sexuality, threats to disclose a person's sexuality to others or offensive behaviour/abuse relating to HIV or AIDS status.
- Harassment on the grounds of religious belief can include jokes or insults about items of clothing, religious artefacts, religious beliefs, or rituals.
- Harassment on the grounds of gender reassignment can include jokes, name calling, humiliation, exclusion or being singled out for different treatment.
- Harassment on the grounds of age can include jokes or insults about a person's age or singling a person out for different treatment because of their age.

Bullying

The exercise of power over another person through persistent, negative acts or behaviour that undermines an individual, personally and/or professionally. Bullying can be threatening, insulting, abusive, disparaging, or intimidating behaviour placing inappropriate pressure on the recipient which can affect self-confidence and self-esteem or has the effect of isolating or excluding them. Bullying can take the form of persistent shouting, sarcasm, or derogatory remarks; it can be constant criticism, without constructive support, to assist a member of staff to address performance concerns; it may also include cyber bullying, i.e., using the internet and related technologies to harm another person in a deliberate, repeated, and hostile manner.

The distinction between good management and bullying is that, whilst the former is intended to support and develop potential and to promote desired work performance, the latter is intended to hurt, intimidate, and undermine the individual.

Victimisation

BMSG will not tolerate victimisation against a member of staff because he or she has made, or intends to make, a complaint or allegation, or has given, or intends to give, assistance and/or evidence in an investigation. BMSG will also not tolerate victimisation or discrimination against members of staff who have left; for example, by refusing to give a reference because the person has made a genuine complaint.