

ETHICS POLICY

Professional Business Ethics

To maintain an efficient environment, employees are expected to act in accordance with generally accepted standards of behavior. No standard of behavior can hope to spell out the appropriate moral conduct and ethical behavior for every situation. When an employee has any doubt about the appropriateness or morality of any act, it should not be done, and the employee should seek guidance from their supervisor.

We expect our employees to work cooperatively and constructively together in conducting business and resolving problems that invariably arise. The Company believes that a healthy working relationship among all its employees and mutual respect for the Company's policies and values will provide the most productive, rewarding, and satisfying work environment.

Conflict of Interest

Bradford Labs expects its employees to observe the highest standards of business ethics.

In order to safeguard the activities and assets of Bradford Labs, Company employees should not have interests in outside businesses which conflict or appear to conflict with their ability to act and make independent decisions in the best interest of the Company.

Outside businesses include any person, firm, corporation, or government agency that sells or provides a service to, purchases from, or competes with Bradford Labs. An employee may be considered to have an interest in an outside business if the employee or any member of their immediate family holds any ownership in the business or its property; furnishes goods or services to the business; or is a creditor, employee, agent, officer, director, or consultant of the business.

Employees are prohibited from accepting material gifts, gratuities, or entertainment from individuals and firms with whom Bradford Labs does business. It is also a violation to give significant gifts to individuals or firms with whom Bradford Labs does business. Excluded from this prohibition is the exchange of normal business courtesies, such as luncheons, events, or dinners, when they are proper and consistent with regular business practice. Also excluded are advertising or promotional materials and holiday or other gifts, which are of no material value.



All employees are expected to exercise good judgment and discretion in evaluating a particular activity so as to avoid any actual or apparent conflict of interest. Any employee who has, or whose immediate family member has, an interest or relationship that constitutes or could reasonably be perceived as a conflict of interest must promptly disclose the facts in writing to their supervisor and to Human Resources. The Company will determine in its sole discretion whether the situation constitutes a conflict and what steps, if any, are required to address it.

Corporate Opportunities and Outside Employment

Employees may not take for themselves, or direct to any third party, any business opportunity that is discovered through the use of Company property, information, or position, or that the Company is or may reasonably be expected to be interested in pursuing. Employees owe a duty to advance the Company's legitimate interests when the opportunity to do so arises.

Employees are permitted to engage in outside employment or business activities provided that such activities do not interfere with the employee's duties to the Company, do not involve the use of Company time, property, or confidential information, and do not otherwise create an actual or apparent conflict of interest. Employees must disclose any outside employment or business activity to their supervisor and to Human Resources prior to engaging in it.

Anti-Bribery and Anti-Corruption

Bradford Labs prohibits bribery and corruption in all forms. No employee may, directly or indirectly, offer, promise, give, solicit, or accept anything of value to or from any person — including any government official, political party, or candidate for office — for the purpose of obtaining or retaining business, influencing any official act or decision, or securing any improper advantage.

This prohibition applies regardless of local custom or practice and regardless of whether the conduct occurs inside or outside the United States. Employees engaged in international business must comply with the U.S. Foreign Corrupt Practices Act and all other applicable anti-corruption laws. Facilitation or "grease" payments to government officials are prohibited even where they may be permitted under local law.

Any request for, or offer of, a payment or benefit that may implicate this policy must be reported immediately to a member of the Executive Team or to Human Resources.

Confidential and Proprietary Information

The protection of confidential information and proprietary information belonging to both Bradford Labs and our customers is vital to the interests and success of the Company. Confidential and proprietary information includes all information that Bradford Labs may receive or has received from others with any understanding, express or implied, that it will not be disclosed.



“Confidential Information” refers to a piece of information, or a compilation of information, in any form (on paper, in an electronic file, or otherwise), related to the Company’s business that the Company has not made public or authorized to be made public, and that is not generally known to the public through proper means. By way of example, confidential or proprietary information includes but is not limited to, nonpublic information regarding the Company’s business methods and plans, databases, systems, technology, intellectual property, know-how, marketing plans, business development, products, services, research, development, inventions, financial statements, financial projections, financing methods, pricing strategies, customer sources, employee health/medical records, system designs, customer lists, and methods of competing. Additionally, employees who by virtue of their performance of their job responsibilities have the following information, shall not disclose such information except as required to perform their job duties or as required by law: social security numbers, driver’s license or resident identification numbers, financial account, credit or debit card numbers, security and access codes or passwords that would permit access to medical, financial or other legally protected information.

Confidential Information does not include information lawfully acquired by non-management employees about wages, hours, or other terms and conditions of employment if used by them for purposes protected by §7 of the National Labor Relations Act, such as joining or forming a union, engaging in collective bargaining, or engaging in other concerted activity for their mutual aid or protection. Confidential Information also does not include: conduct that was, or that an employee reasonably believes to be, illegal; conduct that is recognized as against a clear mandate of public policy; or the existence of a non-confidential settlement involving any such conduct. Nothing in this policy or the Employee Handbook prohibits an employee from communicating with any governmental authority or making a report in good faith and with a reasonable belief of any violations of law or regulation to a governmental authority, or disclosing Confidential Information which the employee acquired through lawful means in the course of employment to a governmental authority in connection with any communication or report, or from filing, testifying or participating in a legal proceeding relating to any violations, including making other disclosures protected or required by any whistleblower law or regulation to the Securities and Exchange Commission, the Department of Labor, or any other appropriate government authority.

Further, employees are hereby notified that under the 2016 Defend Trade Secrets Act (DTSA): (1) no individual will be held criminally or civilly liable under Federal or State trade secret law for the disclosure of a trade secret (as defined in the Economic Espionage Act) that: (A) is made in confidence to a Federal, State, or local government official, either directly or indirectly, or to an attorney; and made solely for the purpose of reporting or investigating a suspected violation of law; or, (B) is made in a complaint or other document filed in a lawsuit or other proceeding, if such filing is made under seal so that it is not made public; and, (2) an individual who pursues a lawsuit for



retaliation by an employer for reporting a suspected violation of the law may disclose the trade secret to the attorney of the individual and use the trade secret information in the court or arbitration proceeding, if the individual files any document containing the trade secret under seal, and does not disclose the trade secret, except as permitted by order in that proceeding.

While employed at Bradford Labs, employees may have access to confidential information and proprietary information of Bradford Labs and others. It is an absolute condition of employment that employees will keep all such information strictly confidential.

The protection of confidential information and proprietary information is vital to the interest and success of Bradford Labs. Employees who improperly use or disclose such information will be subject to disciplinary action, up to and including termination of employment and legal action, regardless of whether the employee actually benefits from the disclosed information.

Employees may not discuss information regarding Bradford Labs' customers, procedures, operations, research findings, strategies, and the like, with anyone outside of Bradford Labs without the express permission of a member of the executive team. If the employee cannot reach a member of the executive team, the employee must assume that they should not disclose the information.

All confidential information and proprietary information are the property of Bradford Labs even after the termination of an employee's employment, regardless of the reason for the termination. Every employee has a continuing obligation to respect the confidentiality of all information that pertains to Bradford Labs that the employee may have obtained during their employment.

Reporting Concerns and Non-Retaliation

Employees who become aware of any actual or suspected violation of this policy, of law, or of any other Company policy are expected to report the matter promptly. Reports may be made to the employee's supervisor, to a member of the Executive Team, or to Human Resources. Where the employee believes any of those channels is not appropriate, the report may be made anonymously through [reporting channel to be designated].

The Company will investigate reports promptly and will keep the identity of the reporter confidential to the extent reasonably possible consistent with conducting a thorough investigation and complying with applicable law.

The Company strictly prohibits retaliation against any employee who, in good faith, reports a concern under this policy, participates in an investigation, or refuses to participate in conduct the employee reasonably



believes to be unlawful or in violation of Company policy. Any employee who engages in retaliation will be subject to disciplinary action, up to and including termination.

Accuracy of Books and Records

Bradford Labs requires honest and accurate recording and reporting of information in order to make responsible business decisions and to comply with applicable laws. All Company books, records, accounts, and financial statements must accurately and fairly reflect the transactions and disposition of Company assets, in reasonable detail, and must conform both to applicable legal requirements and to the Company's system of internal controls.

No employee may make any false or misleading entry in any Company record or financial statement, or take any action to fraudulently influence, coerce, manipulate, or mislead any internal or external auditor engaged in the performance of an audit of the Company's financial statements. Employees are expected to cooperate fully with internal and external auditors and to respond to their inquiries truthfully and completely.

Information Technology Guidelines

All employees who use a Company provided IT device, such as a computer or a mobile phone, are expected to read, understand, and abide by the Company's IT Policies. Any questions or concerns should be directed to the IT department or a member of the Executive Team.

A handwritten signature in black ink that reads 'Shaun P. Gaus'.

Shaun P. Gaus, PhD
President & CEO

A handwritten signature in black ink that reads 'Katie Duncanson'.

Katie Duncanson
VP of Human Resources