

**AGILYX GROUP**  
**Anti-Harassment and Anti-Bullying Policy**

(adopted by the Board of Directors on 16 December 2021  
and updated 4 August 2022)

## 1. ABOUT THIS POLICY

- 1.1 All members of the Agilyx ASA (**Agilyx**) group of companies which includes, apart from Agilyx, the following Agilyx subsidiary and joint venture companies (in alphabetical order): Agilyx ApS, Agilyx Corporation, Agilyx GmbH, Cyclyx International, LLC (**Cyclyx**) and Regenyx LLC, (each an **Agilyx Group Member** and together, the **Agilyx Group**). are committed to providing a working environment free from harassment and bullying and ensuring all Agilyx Group Personnel (as defined below) are treated, and treat others, with dignity and respect.
- 1.2 This policy covers harassment or bullying which occurs at work and out of the workplace, such as on business trips or at work-related events or social functions. It covers bullying and harassment by Agilyx Group Personnel (as defined below) and also by third parties such as customers, suppliers or visitors to any Agilyx Group premises.
- 1.3 This policy covers all Agilyx Group Member employees, officers, consultants, contractors, volunteers, interns, casual workers, agency workers and loan staff, (collectively referred to as **Agilyx Group Personnel**).
- 1.4 This policy does not form part of any Agilyx Group employee's contract of employment and Agilyx reserves the right to amend it at any time.
- 1.5 The policy shall be read in conjunction with the Agilyx Group [Corporate Social Responsibilities Policy](#) and the Agilyx Corporate Handbook and in the case of Cyclyx, the Cyclyx Corporate Handbook.

## 2. WHO IS RESPONSIBLE FOR THIS POLICY?

- 2.1 The ESG Committee of the Agilyx Board of Directors (**Committee**) has overall responsibility for the effective operation of this policy but has delegated day-to-day responsibility for overseeing its implementation in relation to all Agilyx Group Members other than Cyclyx, to the Agilyx General Counsel (**Agilyx GC**), and in the case of Cyclyx, to the Cyclyx General Counsel (**Cyclyx GC**), (each of the Agilyx GC and Cyclyx GC referred to, as the context requires, **respective GC**), and the Agilyx Group Human Resources Department (**HR**).
- 2.2 All managers have a specific responsibility to operate within the boundaries of this policy, ensure that all Agilyx Group Personnel understand the standards of behaviour expected of them and to take action when behaviour falls below its requirements.
- 2.3 Agilyx Group Personnel should disclose any instances of harassment or bullying of which they become aware to the respective GC or HR.
- 2.4 Questions about this policy and requests for training or information on dealing with bullying or harassment should be directed to the respective GC or HR.

- 2.5 This policy is reviewed annually by the Committee. Recommendations for any amendments are reported to the respective GC, HR and/or the Agilyx Board of Directors.
- 2.6 The respective GC and HR have responsibility for ensuring that any person who may be involved with investigations or administrative tasks carried out under this policy receive appropriate training to assist them with these duties.
- 2.7 Agilyx Group Personnel are invited to comment on this policy and suggest ways in which it might be improved by contacting the respective GC.

### **3. WHAT IS HARASSMENT?**

- 3.1 Harassment is any unwanted physical, verbal or non-verbal conduct that has the purpose or effect of violating a person's dignity or creating an intimidating, hostile, degrading, humiliating or offensive environment for them. A single incident can amount to harassment.
- 3.2 Harassment also includes treating someone less favourably because they have submitted or refused to submit to such behaviour in the past.
- 3.3 Unlawful harassment may involve conduct of a sexual nature (sexual harassment), or it may be related to age, disability, marital or civil partner status, pregnancy or maternity, race, caste, colour, nationality, ethnic or national origin, religion or belief, sex, gender identity sexual orientation, union membership or political affiliation or any other characteristic. Harassment is unacceptable even if it does not fall within any of these categories.
- 3.4 Harassment may include, for example:
  - a. unwanted physical conduct or "horseplay", including touching, pinching, pushing and grabbing;
  - b. continued suggestions for social activity after it has been made clear that such suggestions are unwelcome;
  - c. sending or displaying material that is pornographic or that some people may find offensive (including e-mails, text messages, video clips and images sent by mobile phone or posted on the internet);
  - d. unwelcome sexual advances or suggestive behaviour (which the harasser may perceive as harmless);
  - e. racist, sexist, homophobic or ageist jokes, or derogatory or stereotypical remarks about a particular ethnic or religious group or gender;
  - f. outing or threatening to out someone as gay or lesbian;
  - g. offensive e-mails, text messages or social media content; or

h. mocking, mimicking or belittling a person's disability.

3.5 A person may be harassed even if they were not the intended "target". For example, a person may be harassed by racist jokes about a different ethnic group if the jokes create an offensive environment.

#### **4. WHAT IS BULLYING?**

4.1 Bullying is offensive, intimidating, malicious or insulting behaviour involving the misuse of power that can make a person feel vulnerable, upset, humiliated, undermined or threatened. Power does not always mean being in a position of authority but can include both personal strength and the power to coerce through fear or intimidation.

4.2 Bullying can take the form of physical, verbal and non-verbal conduct. Bullying may include, by way of example:

- i. physical or psychological threats;
- j. overbearing and intimidating levels of supervision;
- k. inappropriate derogatory remarks about someone's performance.

4.3 Legitimate, reasonable and constructive criticism of a worker's performance or behaviour, or reasonable instructions given to workers in the course of their employment, will not amount to bullying on their own.

#### **5. IF YOU ARE BEING HARASSED OR BULLIED: INFORMAL STEPS**

5.1 If you are being harassed or bullied, consider whether you feel able to raise the problem informally with the person responsible. You should explain clearly to them that their behaviour is not welcome or makes you uncomfortable. If this is too difficult or embarrassing, you should speak to your line manager, HR or the respective GC, who can provide confidential advice and assistance in resolving the issue formally or informally.

5.2 If you are not certain whether an incident or series of incidents amounts to bullying or harassment, you should initially contact your line manager, HR or the respective GC informally for confidential advice.

5.3 If informal steps are not appropriate, or have been unsuccessful, you should follow the formal procedure set out below.

#### **6. RAISING A FORMAL COMPLAINT**

6.1 If you wish to make a formal complaint about bullying or harassment, you should submit it in writing to the respective GC or HR, whose role is to achieve a solution wherever

possible and to respect the confidentiality of all concerned. If the matter concerns that person, you should refer it to the Agilyx Board of Directors.

- 6.2 Your written complaint should set out full details of the conduct in question, including the name of the harasser or bully, the nature of the harassment or bullying, the date(s) and time(s) at which it occurred, the names of any witnesses and any action that has been taken so far to attempt to stop it from occurring.
- 6.3 As a general principle, the decision whether to progress a complaint is up to you. However, the Agilyx Group has a duty to protect all Agilyx Group Personnel and may pursue the matter independently if, in all the circumstances, the relevant Agilyx Group Member considers it appropriate to do so.

## **7. FORMAL INVESTIGATIONS**

- 7.1 Each Agilyx Group Member will investigate complaints in a timely and confidential manner. Individuals not involved in the complaint or the investigation should not be told about it. The investigation will be conducted by someone with appropriate experience and/or training and no prior involvement in the complaint. The investigation should be thorough, impartial and objective, and carried out with sensitivity and due respect for the rights of all parties concerned.
- 7.2 The respective Agilyx Group Member will arrange a meeting with you, usually within one week of receiving your complaint, so that you can give your account of events. You have the right to be accompanied by a colleague or a trade union representative of your choice, who must respect the confidentiality of the investigation. You will be given a provisional timetable for the investigation. The investigator will arrange further meetings with you as appropriate throughout the investigation.
- 7.3 Where your complaint is about any Agilyx Group Personnel, the relevant Agilyx Group Member may consider suspending them on full pay or making other temporary changes to working arrangements pending the outcome of the investigation, if circumstances require. The investigator will also meet with the alleged harasser or bully (who may also be accompanied by a colleague of their choice) to hear their account of events. They have a right to be told the details of the allegations against them, but not the identity of the complainant unless the latter consents to the disclosure of his/her identity, so that they can respond.
- 7.4 Where your complaint is about someone other than any Agilyx Group Personnel, such as a customer, supplier or visitor, the relevant Agilyx Group Member will consider what action may be appropriate to protect you and anyone involved pending the outcome of the investigation, bearing in mind the reasonable needs of the business and the rights of

that person. Where appropriate, the relevant Agilyx Group Member will attempt to discuss the matter with the third party.

- 7.5 Each Agilyx Group Member will also seriously consider any request that you make for changes to your own working arrangements during the investigation. For example, you may ask for changes to your duties or working hours so as to avoid or minimise contact with the alleged harasser or bully.
- 7.6 It may be necessary to interview witnesses to any of the incidents mentioned in your complaint. If so, the importance of confidentiality will be emphasised to them.
- 7.7 At the end of the investigation, the investigator will submit a report to a member of the Agilyx Senior Leadership Team or the Cyclyx Senior Leadership Team (as appropriate) to consider the complaint, (each a **SLT Member**). The SLT Member will arrange a meeting with you, usually within a week of receiving the report, in order to discuss the outcome and what action, if any, should be taken. You have the right to bring a colleague or a trade union representative to the meeting. A copy of the report and the SLT Member's findings will be given to you and to the alleged harasser.

## **8. ACTION FOLLOWING THE INVESTIGATION**

- 8.1 If the SLT Member and/or the respective GC consider(s) that harassment or bullying may have occurred, prompt action will be taken to address it.
- 8.2 Where the harasser or bully is an employee, the matter will be dealt with as a case of possible misconduct or gross misconduct under the Agilyx Group Disciplinary Procedure. If the harasser or bully is a third party such as a customer or other visitor, the relevant Agilyx Group Member will consider what action would be appropriate to deal with the problem. Whether or not your complaint is upheld, the Agilyx Group Member will consider how best to manage any ongoing working relationship between you and the person concerned.
- 8.3 Whether or not your complaint is upheld, the relevant Agilyx Group Member will consider how best to manage the ongoing working relationship between you and the person concerned. It may be appropriate to arrange some form of mediation and/or counselling, or to change the duties, working location or reporting lines of one or both parties.
- 8.4 Any Agilyx Group Personnel member who deliberately provides false information or otherwise acts in bad faith as part of an investigation may be subject to action under the Agilyx Group Disciplinary Procedure.

## **9. APPEALS**

- 9.1 If you are not satisfied with the outcome, you may appeal in writing to the GC, stating your full grounds of appeal, within one week of the date on which the decision was sent or given to you.
- 9.2 The relevant Agilyx Group Member will hold an appeal meeting, normally within one week of receiving your written appeal. This will be dealt with impartially by a more senior manager who has not previously been involved in the case (although they may ask anyone previously involved to be present). You may bring a colleague or trade union representative to the meeting.
- 9.3 The relevant Agilyx Group Member will confirm its final decision in writing, usually within one week of the appeal hearing. This is the end of the procedure and there is no further appeal.

## **10. PROTECTION AND SUPPORT FOR THOSE INVOLVED**

- 10.1 Agilyx Group Personnel who make complaints or who participate in good faith in any investigation must not suffer any form of retaliation or victimisation as a result. Anyone found to have retaliated against or victimised someone in this way will be subject to disciplinary action under the Agilyx Group Disciplinary Procedure.
- 10.2 If you believe you have suffered any such treatment, you should inform your line manager, HR or the respective GC. If the matter is not remedied, you should raise it formally using this procedure.

## **11. CONFIDENTIALITY AND RECORD-KEEPING**

- 11.1 Confidentiality is an important part of the procedures provided under this policy. Details of the investigation and the names of the person making the complaint and the person accused must only be disclosed on a "need to know" basis. Breach of confidentiality may give rise to disciplinary action under the Agilyx Group Disciplinary Procedure.
- 11.2 Information about a complaint by or about an employee may be placed on the employee's personnel file, along with a record of the outcome and of any notes or other documents compiled during the process. These will be processed in accordance with Agilyx Group data protection standards, including compliance with the General Data Protection Regime (GDPR).

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