

EMPLOYEE CONDUCT

I. ANTI-HARASSMENT AND DISCRIMINATION

It is the policy of Origin Ventures Group LLC (the "Company") to maintain an environment that encourages mutual respect and promotes respectful and congenial relationships and that is free from all forms of harassment by anyone, including partners, employees, vendors, or contractors toward Company employees or contractors, investors and employees thereof, founders, portfolio company employees, general partners ("GPs") and employees thereof (collectively, "Stakeholders"). Harassment, even when not unlawful or directed at a protected category, is expressly prohibited and will not be tolerated by the Company. Accordingly, Company management is committed to vigorously addressing complaints of harassment, sexual harassment and discrimination at all levels within the Company. This policy also applies with respect to interactions with employees of portfolio companies (including venture partners), in meetings with entrepreneurs outside of the Company's portfolios (including, but not limited to meetings regarding prospective investments), and at any event where an employee is representing the Company.

Reported or suspected occurrences of harassment or discrimination will be taken seriously and will be promptly and thoroughly investigated. Following an investigation, the Company will promptly take any necessary and appropriate disciplinary action.

The Company will not permit or condone any acts of retaliation against anyone who files harassment or discrimination complaints or cooperates in the investigation of same.

1. HARASSMENT OVERVIEW

a. General.

- i. Definition: The term "harassment" includes harassment based on any category protected by federal, state, or local law, including but not limited to: unwelcome slurs, jokes, or verbal, graphic, or physical conduct relating to an individual's race, color, religious creed, sex, national origin, ancestry, citizenship status, pregnancy, childbirth, physical disability, mental disability, age, military status or status as a Vietnam-era or special disabled veteran, marital status, registered domestic partner or civil union status, gender (including sex stereotyping and gender identity or expression), medical condition (including, but not limited to, cancer related or HIV/AIDS related), genetic information, or sexual orientation.

ii. Examples: While it is not possible to list all the circumstances that may constitute forms of workplace harassment, the following are a few examples of conduct that may constitute workplace harassment:

1. The use of disparaging or abusive words or phrases, slurs, negative stereotyping, or threatening, intimidating or hostile acts that relate to the above protected categories;
2. Written or graphic material that insults, stereotypes, or shows aversion or hostility towards an individual or group because of one of the above protected categories and that is placed on walls, bulletin boards, email, voicemail, or elsewhere on the Company's premises, or circulated in the workplace; and
3. Displays of symbols, slogans, or items that are associated with hate or intolerance towards any select group.

b. Sexual Harassment.

i. Definition: Sexual harassment consists of unwelcome sexual advances, requests for sexual favors, or other verbal or physical conduct of a sexual nature, by a person of the same or opposite sex toward a Stakeholder, where:

1. Submission to such conduct is an explicit or implicit term or condition of employment or receipt of investment;
2. Employment or investment decisions are based on a Stakeholder's submission to or rejection of such conduct; or
3. Such conduct unreasonably interferes with an Stakeholder's work performance or creates an intimidating, hostile, or offensive working environment or business relationship.

ii. Examples: While it is not possible to identify each and every act that constitutes or may constitute sexual harassment, below are examples of conduct that may constitute sexual harassment.

1. Inappropriate Commentary:
 - a. Lewd, sexual, sexist, or derogatory comments, jokes, or innuendos and other vocal activity such as catcalls or whistles;

- b. Inappropriate comments about a Stakeholder's physical appearance, body, romantic life, or sexual behavior or activity; and
- c. Obscene letters, notes, emails, text messages, photographs, cartoons, articles, or other written or pictorial materials of a sexual nature

2. Direct Sexual Propositions:

- a. Repeated requests for dates, drinks, or other personal contact, after being informed that interest is unwelcome;
- b. Inappropriate sexually-themed communication in person, online, or via mobile devices; and
- c. Sexual advances or invitations, including but not limited to, requests for sexual activity or romantic meetings at one's home or office or a hotel room.

3. Sexual Coercion/Bribery, Retaliation:

- a. Quid pro quo harassment, including implicit or explicit requests for sexual activity or silence about harassment in exchange for reward, including investment, referrals, introductions, future employment, promotion, or invitation to exclusive events;
- b. Sexual coercion under threat of punishment, including defamation, firing, negative reviews, or impeding investment; and
- c. Retaliating against a Stakeholder for refusing a sexual advance or reporting an incident of possible sexual harassment to the Company or any government agency.

4. Sexual Assault:

- a. Unwanted physical touching or assault, or blocking or impeding movements;
- b. Unconsented physical contact of a sexual nature, including but not limited to touching, groping, or kissing;
- c. Sexual contact without proper consent due to intoxication; and

d. Rape.

2. REPORTING.

- a. **Company employees.** We cannot resolve a harassment or discrimination problem unless we know about it. Therefore, it is every employee's responsibility to bring those kinds of problems to our attention so that we can take the necessary steps to correct the problem. The report should include all facts available to the employee regarding the alleged harassment or sexual harassment or discrimination. The Company provides its employees with a convenient and reliable method for reporting incidents of alleged harassment, including sexual harassment and discrimination.
 - i. Any employee who feels harassed or discriminated against is encouraged to immediately inform the alleged harasser that the behavior is unwelcome. In many instances, the person is unaware that his or her conduct is offensive and when so advised can easily and willingly correct the conduct so that it does not reoccur.
 - ii. If the informal discussion with the alleged harasser is unsuccessful in remedying the problem or if you do not feel comfortable with such an approach, you should immediately report the conduct to: (i) a Partner at the Company; or (ii) when involving a partner, to a member of our limited partner advisory committee, Jim Woldenberg (harassment@originventures.com or 312-324-3480).
 - iii. Sexual assault and other crimes should be reported to the police.
- b. **Non-employee Stakeholders.** As stated above, this policy extends to relationships and interactions between Company employees and contractors and non-employee Stakeholders.
 - i. If you witness or are made aware of an incident of harassment or discrimination in violation of this policy involving any Company employee or contractor and any of the non-employee Stakeholders, we strongly encourage you to report such incident following the relevant procedures outlined in Section 2.a above.
 - ii. The Company will publish this Anti-Harassment and Discrimination Policy and encourages any non-employee Stakeholder to report violations of this policy by any Company employee or contractor following the relevant procedures outlined in Section 2.a above.
- c. **Confidentiality.** All reports of alleged harassment, sexual harassment or discrimination will be treated seriously. Such reports will be kept confidential

and will be shared with others only on a need-to-know basis. Depending on the circumstances, that could include informing the alleged harasser of the report.

3. INVESTIGATION AND ENFORCEMENT

a. Investigation.

- i. Once a complaint of alleged harassment or sexual harassment or discrimination is received, the Company will begin a prompt and thorough investigation and will prioritize such investigation over day-to-day business.
- ii. The investigation may include interviews with all involved employees or Stakeholders, including the alleged harasser, and any employees, Stakeholders, or others who are aware of facts or incidents alleged to have occurred.
- iii. In certain circumstances, and in the Company's sole discretion, investigations may be outsourced to a third party.

b. Responsive Action/Discipline.

- i. Following an investigation, the Company will promptly take any necessary and appropriate disciplinary action. Disciplinary action will be taken if the investigation reveals that a Company employee has acted in a manner that is not in alignment with the goal of this policy, even when the actions may be lawful. In fact, the Company may address any workplace issue discovered during an investigation. This may include some or all of the following steps:
 1. Restore any lost terms, conditions, or benefits of employment to the complaining employee.
 2. If applicable, possible, and/or reasonable, restore a lost benefit to a Stakeholder.
 3. Discipline the alleged harasser. This discipline can include written disciplinary warnings, transfer, demotion, suspension, and termination of employment.
 4. The Company will report any confirmed allegations of sexual assault to the police.
 5. If the alleged harassment or sexual harassment is from a vendor, contractor, customer or other third party, the Company will take appropriate action to stop the conduct and/or terminate the Company's relationship with such third party.

6. In certain circumstances, and in the Company's sole discretion, dispute resolution may be referred to a third party.
- ii. If you have made a complaint but feel that the action taken in response has not remedied the situation, you should make a complaint following the complaint procedure outlined in this policy.
- iii. Company employees who lead an investigation into sexual harassment or assault are also subject to discipline for failing to comply with the procedures outlined in this policy.

4. DUTIES OF EMPLOYEES AND SUPERVISORS.

- a. All employees of the Company, both management and non-management, are responsible for assuring that a workplace free of harassment or sexual harassment and discrimination is maintained. Any employee may file a complaint regarding incidents experienced personally or incidents observed in the workplace. The Company strives to maintain a lawful, pleasant work environment where all employees are able to effectively perform their work without interference of any type and requests the assistance of all employees in this effort.
- b. All Company supervisors and managers are expected to adhere to the Company's Anti-Harassment Policy. Supervisors' evaluations may include an assessment of a supervisor's efforts in following and enforcing this policy.
- c. All managers and supervisors are responsible for doing all they can to prevent and discourage harassment, sexual harassment and discrimination from occurring. If a complaint of harassment or sexual harassment or discrimination is raised, the individual to whom the complaint is made (i.e., supervisor, manager, Partner of the Company) should act promptly to notify a Partner of the complaint so that the Company may proceed with an investigation. If such individual fails to follow this policy, he or she will be disciplined. Such discipline may include termination.

5. INVESTMENT RELATIONSHIPS.

- a. **Due Diligence.** When considering prospective investments, including in companies, the Company will take commercially reasonable efforts to conduct due diligence regarding past incidents of sexual harassment involving founders.
 - i. The Company will refrain from investing in a company where any founder was expressly terminated from a previous position for a confirmed incident of sexual harassment.

- ii. The Company will run criminal history background checks on all prospective employees of the Company and will refrain from hiring any individual convicted of illegal harassment or sexual assault.
 - b. **Post-investment Procedure.** The Company takes sexual harassment and assault seriously and will not tolerate such behavior internally or with respect to its portfolio companies and funds. The Company will take action in furtherance of this policy, including but not limited to, the following:
 - i. The Company will encourage portfolio companies and funds to adopt and enforce sexual harassment policies and will provide guidance and assistance, as appropriate, in such adoption and enforcement.
 - ii. The Company will investigate any allegations of sexual harassment or assault made by any individual to the Company against any portfolio company founder or executive.
 - iii. The Company will take appropriate responsive action to any confirmed allegations of sexual harassment or assault, on a case-by-case basis.
- 6. **NON-DISPARAGEMENT CLAUSES.** With respect to all future agreements between the Company and any employee or contractor, the Company will exclude reports of sexual harassment or assault from any non-disparagement clause. In addition, the Company will encourage portfolio companies and funds to adopt a similar practice.