

WHISTLEBLOWER POLICY

of

CANCER101, INC.

A Corporation Organized Under Section 402 of the New York Not-for-Profit Corporation Law

- Introduction. This Whistleblower Policy (the “Policy”) was adopted by the Board of Directors of CANCER101, Inc. (the “Corporation”). The Corporation is committed to high standards of ethical, moral and legal business conduct. This Policy is designed (a) to provide a mechanism for persons connected with the Corporation to raise good faith concerns regarding incorrect financial reporting and any other unlawful activity, as well as violations of any policies adopted by the Corporation and any other otherwise improper conduct, (b) to facilitate cooperation in any inquiry or investigation by any court, agency, law enforcement, or other governmental body, and (c) to protect individuals who take such action from retaliation or any threat of retaliation by any agent or employee of the Corporation.
- Scope. This Policy applies to the directors, officers, employees (including part-time, temporary and contract employees), volunteers and any agents of the Corporation (each, a “Covered Person”).
- Statement of Policy. The Corporation is committed to maintaining a workplace where all Covered Persons are free to raise good faith concerns regarding the Corporation’s business practices. All Covered Persons are encouraged (a) to report incorrect financial reporting and any other suspected or potential unlawful activity, as well as suspected or potential violations of any policies adopted by the Corporation and any other otherwise improper conduct and (b) to provide truthful information in connection with any official inquiry or investigation. No Covered Person shall take any harmful action with the intent to retaliate against any other Covered Person (a) for providing to a law enforcement officer or agency any truthful information relating to the commission or possible commission of any offense, violation of law or violation of a policy of the Corporation or (b) for cooperating in inquiries or investigations. No Covered Person shall take any harmful action with the intent to retaliate against any other Covered Person for reporting to another Covered Person the suspected misuse, misallocation or theft of any of the Corporation’s assets. Prohibited harmful actions include, but are not limited to, harassment, intimidation, adverse employment actions, interference with employment or livelihood, and any other form of retaliation. Any Covered Person who engages in retaliation will be subject to disciplinary action, up to and including termination. Conversely, any Covered Person who makes an allegation in bad faith will be subject to disciplinary action, up to and including termination.
- Safeguards. The Corporation will not tolerate the harassment or victimization or any Covered Person who raises concerns under this Policy. The Corporation will make every effort

to treat a complainant's identity with an appropriate regard for confidentiality, with the understanding that the details of complaints may need to be shared with other in order to properly investigate such complaints. Because a thorough investigation often depends on an ability to gather additional information, the Corporation encourages complainants who make allegations of wrongdoing to disclose their identity. The Corporation will nevertheless explore anonymous allegations to the extent possible, but will weigh the prudence of continuing such investigations against the likelihood of confirming the alleged facts or circumstances from attributable sources.

5. Procedure for Raising a Concern. The Corporation intends this policy to be used for serious and sensitive issues. Suspected or possible violations of law or policy and incidents of retaliation may be reported directly to the Executive Director of the Corporation. In the event that an individual reasonably believes that notice to the Executive Director will be disregarded or otherwise not fairly considered, the individual may report his or her concerns to any member of the Board of Directors of the Corporation. The earlier a concern is expressed, the easier it is to take action. Although a complainant is not expected to prove the truth of an allegation, he or she should be able to demonstrate that he or she has made a report in good faith.

6. Procedure for Handling Complaints. Any complaint or allegation will be investigated promptly and in a manner intended to protect confidentiality, by the Executive Director. In the event that a complaint or allegation concerns the Executive Director, he or she shall recuse himself or herself from the proceedings, shall immediately inform the Board of Directors thereof, and the Board of Directors shall select an appropriate person to continue the investigation. The Executive Director will make initial inquiries to determine whether or not further investigation is necessary or appropriate, and may request the assistance of legal counsel or consult with other outside parties as the Executive Director deems necessary. The Executive Director may seek further information from any Covered Person, and, to the extent possible, shall take all reasonable precautions to protect the identity of the complainant while doing so. The Executive Director shall prepare a report of the findings of the investigation and shall submit such report to the Board of Directors. In consultation with the Executive Director and, if necessary, legal counsel, the Board of Directors will determine the appropriate response to each complaint or allegation. Any Covered Person implicated in a complaint or allegation may not participate in any deliberation of the Board of Directors related to the complaint or allegation, except to present information directly to the Board of Directors on his or her own behalf.