
Corporate Policy

Whistleblower

1. Policy Objective

The objective of this Policy is to encourage all ClearStar, Inc. (“Company”) employees and contractors, acting in good faith, to report wrongful conduct. The Company is committed to protecting employees and contractors from Retaliation for individuals making a Protected Disclosure of Wrongdoing.

2. Audience

This policy applies to the Company and its affiliated entities. The Company reserves the right to change, modify, add or remove portions of this policy at any time. Failure to comply with this policy could result in consequences including, but not limited to, termination of employment.

3. Definitions

3.1 Good Faith

Good Faith means that any Company employee or Contractor making a Protected Disclosure of Wrongdoing must have reasonable grounds for believing the information disclosed regarding the Wrongdoing.

3.2 Protected Disclosure

Protected Disclosure means any communication about an actual or suspected Wrongdoing by a Company director, officer, employee, agent or contractor based on a good faith and reasonable belief that the conduct has both occurred and is wrongful under applicable law and/or Company Policies. Protected Disclosures shall also include assisting the Board of Directors and/or Audit Committee, Company management or any other person or group, including any governmental, regulatory or law enforcement body, in investigating Wrongdoing. Protected Disclosures should be disclosed to an employee’s supervisor, any Company legal counsel or compliance officer, any Company officer or director or to the Compliance Hotline.

3.3 Retaliation

Retaliation means an action against an employee or contractor because the employee or contractor made a Protected Disclosure or has participated in an investigation, proceeding or hearing involving a Wrongdoing. Retaliation includes discharge, demotion, suspension, threats, harassment, discrimination, either directly or indirectly, against any Company employee or contractor who, in good faith, makes a Protected Disclosure.

3.4 Wrongdoing

Wrongdoing means a violation of the Company Code of Conduct, a material violation of this Policy or any other Company Policy or Standard, any violation of applicable state and federal laws; or the use of Company property, resources, or authority for improper personal gain. Wrongdoing shall also include providing incorrect financial reporting, fraud or deliberate error in the preparation, evaluation, review or audit of any Company financial statement, fraud or deliberate error in the recording and maintaining of the Company's financial records, or deviation from full and fair reporting of the Company's financial condition.

4. Prohibition Against Retaliation

No Company employee or contractor who, in good faith, makes a Protected Disclosure of Wrongdoing shall be subject to Retaliation. Any employee or contractor who retaliates against any employee or contractor who makes a Protected Disclosure of Wrongdoing is subject to discipline up to and including termination.

5. False Allegations, Confidentiality, Employment Decisions and Reporting Crimes

5.1 False Allegations

Any employee or contractor who knowingly or with reckless disregard for the truth gives false information or knowingly makes a false report of Wrongdoing or a subsequent false report of Retaliation will be subject to disciplinary action, up to and including termination.

5.2 Confidentiality

Protected Disclosures may be submitted anonymously using the Compliance Hotline. Protected Disclosures and investigatory records will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.

5.3 Employment Decisions

Nothing in this policy is intended to interfere with legitimate employment decisions, including disciplinary action or termination of an employee.

5.4 Reporting Crimes

Crimes against person or property, such as assault, rape, burglary, etc., should immediately be reported to local law enforcement personnel.

6. Audit and Enforcement

The Internal Audit Committee shall perform periodic audits of the compliance of this Policy. Failure to comply with this Policy could result in disciplinary action, including termination of employment.

7. Policy History

Last Update	Owner	Section	Summary
June 12, 2024	General Counsel	All	Policy approved by the Board of Directors on 10/27/14