



## I. HARASSMENT PREVENTION POLICY

Galiano is committed to respecting the rights and dignity of its workforce. As embedded in our *Code of Business Conduct and Ethics*, the Company values a fair and respectful workplace, free from discrimination, where individuals treat each other with courtesy and respect.

Harassment is a serious issue that can create an unhealthy work environment resulting in psychological harm to the mental health and emotional well-being of workers. The purpose of the *Harassment Prevention Policy* (the “Policy”) is to assist to employees understand that bullying & harassment, or workplace violence in any form is unacceptable and will not be tolerated. The Company has implemented a procedure for reporting and handling of harassment complaints.

### A. Scope

All Galiano directors, officers, employees, contractors, and all subsidiaries (the “Party or Parties”) are required to adhere to this policy, which applies to all activities taking place at any workplace location, directly connected to any work event, and occurring on or off work hours. This Policy is not intended to restrict appropriate social interaction and does not apply to reasonable actions taken by an employer or supervisor relating to the management and direction of work, or a bona fide concern about aspects of an individual or group’s work-related performance.

### B. Definitions

**Bullying & Harassment** - can be defined as a single or repeated incident of objectionable, inappropriate, unwanted, or unwelcome conduct, comment, or action that the person reasonably knew or ought to have known would cause an employee (or group) to feel intimidated, offended, embarrassed, degraded, or humiliated.

Harassment can be based on an employee’s personal characteristics, which is protected by applicable human rights legislation (such as sex, race, religion, sexual orientation or disability), but it does not need to be based on such personal characteristics to be wrongful conduct.

Examples of conduct that might constitute harassment include but are not limited to:

- verbal aggression or insults/bullying
- personal attacks/calling someone derogatory names
- harmful hazing or initiation practices
- vandalizing personal belongings
- spreading malicious rumors
- behavior that would be an offense under federal or provincial criminal law, such as physical assault or uttering a threat.

Galiano does not tolerate bullying or harassing behaviour in any of its workplaces.

**Sexual Harassment** - is a single or repeated incident of objectionable, inappropriate, unwanted or unwelcome conduct, comment, or action of a sexual nature that the person knew or reasonably ought to have known would cause an employee to feel intimidated, offended, embarrassed, degraded, or humiliated, and is particularly egregious when there is a power differential and the recipient of the harassment feels their employment and/or livelihood may depend upon their

acquiescence. Sexual harassment can also take many forms. Examples of conduct that constitute sexual harassment include but are not limited to:

- suggestive comments or jokes of a sexual nature
- unwelcome hugging, kissing, touching, staring/leering
- unwelcome or inappropriate sexual advances
- requests for sexual favours
- other verbal or physical conduct which might be construed as sexual in nature
- intrusive contact or conduct of a suggestive nature using digital platforms – email, social media, sexually explicit photos, or text messages
- behavior that would be a criminal offense under federal or provincial law, including sexual assault, indecent exposure, or stalking.

Galiano does not tolerate sexual harassment in any of its workplaces.

### **C. Employee's Rights and Obligations**

Directors, officers, employees, and contractors have the right to be treated and must treat each other with professional courtesy, civility, and respect at all times. This includes both interpersonal interactions and electronic communications such as the use of email or social media.

Employees must: not engage in the bullying or harassment of others, report if bullying or harassment are observed or experienced, and comply with the policies and procedures on harassment prevention.

### **D. Management's Responsibilities**

Management and supervisors have the responsibility to both lead by example, and to monitor the workplace environment in order to ascertain that people are treated appropriately within the terms of this Policy and to address potential problems to correct objectionable behaviors before they become serious or systematic. It is the responsibility of all management, supervisors and other personnel to take all necessary actions to prevent, report and halt any harassment, discrimination, workplace violence or bullying behavior.

All Parties including persons in a position of authority are directed to support employees and/or complaints without prejudice and ensure investigations are conducted promptly and in confidence.

### **E. Reporting Harassment**

Anyone who believes they or someone else have been subjected to harassment or witnesses such behavior should report the incident in a timely manner in one of the following ways:

- if comfortable, the individual is encouraged to discuss the concern with the person being offensive or creating discomfort. Awareness may be enough for the activity to cease and resolve the situation
- if not comfortable, or if attempts at direct communication have not remedied the behavior, the individual should advise their immediate supervisor, or the Chief Financial Officer or Chief Executive Officer to receive such complaints, or any member of management the employee feels raising this concern with

- through other formal Company compliant mechanisms, such as the Whistleblower Policy or other grievance mechanism.

The identity of both the complainant and the accused party involved will be kept strictly confidential and will not be revealed by the investigating body, except as necessary to investigate the complaint, take disciplinary action related to the complaint, or as required by law.

The Company recognizes that employees may be subjected to workplace harassment by outside stakeholders; in those circumstances, the Company acknowledges its responsibility to equally support and assist persons subjected to such harassment.

#### **F. No adverse consequences**

The reporting of a harassment complaint will have no adverse consequences and will in no way impact a subjected person's future job, contract continuance, remuneration, or promotion prospects with the Company. The Company will not tolerate threats, victimization, reprisals, or retaliation as a result of a complaint lodged. Retaliation of any kind constitutes a breach of this Policy and as such is subject to disciplinary action.

#### **G. Bad faith complaints**

False accusations can have serious impacts on innocent individuals. It is a violation of this Policy to provide false or misleading information regarding a complaint. If it is found after an investigation that a complainant made a malicious or reckless accusation, the complainant will be subject to disciplinary action.

#### **H. Investigating complaints**

The Company will seek to resolve any complaints of harassment as expeditiously as possible. Investigations will be confidential, fair, impartial, undertaken diligently and promptly, and sensitive to all Parties. All Parties are required to cooperate with any investigation procedures arising from a complaint. All alleged incidents or series of incidents will be investigated as thoroughly as necessary, documented by the Company in a summary report, and if warranted, appropriate action will be taken, up to and including the possible termination of employment for just cause. The Company will communicate the findings/outcome of the investigation and notify both the complainant and the alleged accused person of any intended actions. While not all complaints can be handled in the same manner, all complaints of harassment will be treated with proper investigation and under no circumstances will such complaints be dismissed without due consideration.

#### **I. Governance**

The Compensation, Governance and Nominating Committee is responsible for reviewing the Policy, updating it as required, and reporting to the Board with respect to this Policy. The Chief Financial Officer is responsible for the oversight and any training relating to the Policy, the implementation of corresponding harassment complaint reporting and investigation procedures and providing guidance and support to executive and subsidiary management.



**J. Communication**

Galiano will publicly communicate/report on the Policy, procedures, training, and performance through our annual Sustainability Reports as well as continuous engagement with our internal and external stakeholders. Galiano will consider privacy issues when determining what can be reported on publicly.

**K. Harassment complaint and resolution procedure**

The Galiano Harassment Complaint and Resolution Procedure establishes how the Company will handle incidents or complaints of workplace bullying or harassment. The procedures aim to ensure a reasonable response to the report or incident, to fully address the incident, and ensure that bullying and harassment is prevented or minimized in the future. The Harassment Complaint and Resolution Procedure shall be read in conjunction with the Policy and supports the policy statement that bullying and harassment in any form is not acceptable nor tolerated in the workplace.

This procedure provides specific implementation guidance to support the Company’s Policy, at both its corporate offices and in the locations of our subsidiaries. All directors, officers, employees, contractors will be made aware of the Galiano Policy and the companion Harassment Complaint and Resolution Procedure, which will be included in induction and training materials and made available in visible places in the workplace.

**(a) Roles and Responsibilities**

The Policy provides the ultimate responsibility and authority for preventing and addressing bullying or harassment in the workplace; the implementation and oversight of which and is the responsibility of the Chief Financial Officer. Additionally, the Company is responsible for ensuring that Harassment Complaint and Resolution Procedures are followed.

Employees and other workers are responsible to report incidents of bullying and harassment in the workplace (whether personally impacted or as a witness to an incident) and are expected to cooperate in the complaint process and/or any harassment investigation if they are called upon to do so.

Supervisors, managers, and senior leadership will ensure harassment complaint and resolution procedures are followed, cooperate/participate as required with internal investigations, and provide a written report to the Chief Executive Officer or Chief Financial Officer. If external investigators are hired, they will conduct investigations and provide a written report to the Audit Committee.

Every effort should be made to resolve all workplace issues through informal resolution n processes.

Anyone who believes they or someone else have been subjected to harassment or witnesses such behaviour should report the incident in a timely manner in one of the following ways:



- if comfortable, the individual is encouraged to discuss the concern with the person being offensive or creating discomfort. Awareness may be enough for the activity to cease and resolve the situation.
- if not comfortable, or if attempts at direct communication have not remedied the behaviour, the individual should advise their immediate supervisor, any member of management the employee feels comfortable raising this concern with the Company's Chief Executive Officer or Chief Financial Officer - the designated persons to receive such complaints.

#### **L. Investigations**

If the issue cannot be resolved informally, complainants are directed to use the Company's grievance mechanism to submit a complaint of bullying or harassment. If a grievance mechanism is not in place, or if breaches of provincial or federal/state law occur, complainants are required to use the Whistle-blower Policy.

Be undertaken promptly and diligently, and be as thorough as necessary. Most investigations can be conducted internally. In complex or sensitive situations, an external party may be sought to conduct the investigation.