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# WHISTLEBLOWER POLICY

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## Introduction

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The reputation and integrity of Sangamo Therapeutics are vital to our success. For this reason, all Sangamo workers and business partners are responsible for conducting Sangamo business in a manner that demonstrates a commitment to the highest standards of ethics and integrity. Sangamo is strongly committed to compliance with all applicable laws and regulations, including those governing our accounting, internal controls and auditing practices. And in certain cases, Sangamo policies set standards for behavior higher than what the law requires.

Moreover, to help foster a workplace committed to compliance, ethics and accountability, all workers and business partners must feel comfortable reporting potential violations of applicable laws, regulations and policies so that the matter may be appropriately investigated and addressed. At Sangamo, any worker or business partner may submit good faith reports and complaints regarding any legal, regulatory or policy matter without fear of dismissal or retaliation of any kind.

## Purpose

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This Whistleblower Policy (“**Policy**”) outlines the responsibilities and procedures at Sangamo for managing the receipt, retention and treatment of reports, complaints, questions and concerns (collectively, “**Reports**”) regarding any legal, regulatory or policy matter. It also explains the methods for submitting such Reports to Sangamo on a confidential and/or anonymous basis and the protections afforded to individuals who submit Reports in good faith.

## Scope

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This Policy applies to all employees (whether full time, part time, permanent, temporary and/or fixed term), directors, officers, contractors, consultants, volunteers and interns worldwide of Sangamo Therapeutics, Inc. and its affiliates and subsidiaries worldwide (collectively, “**Sangamo**”). This Policy refers to these individuals collectively as “we,” “us” or “workers.” All Sangamo workers must comply with this Policy. Workers at third party business partners (such as suppliers of goods and services) who are working with Sangamo or on behalf of Sangamo (collectively, “**business partners**”) must also comply with this Policy.

This Policy applies to Reports relating to any of the following types of matters, without limitation:

- questionable accounting or auditing matters
- fraud, deliberate error or gross negligence or recklessness in the (i) preparation, evaluation, review or audit of any Sangamo financial statement or (ii) recording and maintaining of Sangamo financial records
- deficiencies in, or noncompliance with, Sangamo’s internal accounting controls

- misrepresentations or false statements to management, regulators, external auditors or others by a Sangamo senior officer, accountant or other employee regarding a matter contained in Sangamo financial statement or records, audit reports or other disclosures
- deviation from full and fair reporting of Sangamo's financial results or condition
- insider trading
- improper payments to and interactions with government officials or healthcare professionals
- corruption or bribery
- non-compliance with clinical trial standards
- non-compliance with quality, regulatory or manufacturing standards
- violations of environmental, health and safety standards
- inappropriate disclosure or handling of confidential information of Sangamo or others
- information technology, cybersecurity or privacy breaches
- conflicts of interest
- embezzlement, theft or improper use of equipment, assets or resources
- falsification of contracts, reports or records
- inappropriate gifts and entertainment
- discrimination or harassment
- misconduct or inappropriate behavior
- sabotage or vandalism
- violence or threats
- intellectual property misuse
- breaches of contracts or licenses
- any other potential violation of applicable laws, regulations and policies relating to Sangamo business or operations, including the Sangamo Code of Business Conduct & Ethics
- any potential retaliation for reporting any of the above

If you have questions about this Policy or other compliance and ethics topics, please contact one of the resources listed in "References" at the end of this Policy.

Like all Sangamo policies, Sangamo may amend this Policy at any time for any reason without notice. Sangamo workers are required to consult and comply with the most current version of this Policy posted on the Sangamo Policies page on Sangonet.

## Policy

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Consistent with our values, Sangamo expects all Sangamo workers and business partners to report potential violations of laws, regulations and policies promptly and in good faith, without fear of dismissal or retaliation, so that the matter may appropriately investigated and addressed. Individuals other than workers and business partners are also strongly encouraged to report such matters.

## 1. Receipt of Reports

- 1.1. If we have witnessed or been informed about any potential violation of applicable laws, regulations or policies, we should promptly report the facts of the matter using one of the methods described below in Section 1.2. These are the individuals authorized by this Policy to receive and act upon Reports on behalf of Sangamo. It is important that all potential violations of applicable laws, regulations and policies are brought to the attention of Sangamo promptly so that the matter can be appropriately investigated and addressed. As discussed below in Section 4, Sangamo forbids anyone from taking adverse action against anyone making a Report.
- 1.2. Anyone may submit Reports regarding any legal, regulatory or policy matter relating to Sangamo's business and operations, including matters relating to Sangamo's accounting, internal controls and auditing practices, using any of the following methods:
  - 1.2.1. Contact our manager or supervisor (business partners may contact their Sangamo point of contact). Managers, supervisors and points of contact who receive Reports are obligated to promptly contact appropriate Sangamo Human Resources or Legal personnel and share all relevant information.
  - 1.2.2. Send an email to [compliance@sangamo.com](mailto:compliance@sangamo.com). This inbox is monitored by Sangamo personnel trained and authorized to receive and address Reports and answer questions about this Policy.
  - 1.2.3. Contact any of the following HR or Legal personnel directly (or their successors if these individuals are no longer in these roles):
    - 1.2.3.1. Beth Calvin, Senior Director, Human Resources  
[bcalvin@sangamo.com](mailto:bcalvin@sangamo.com)  
(+1) 628-252-4083
    - 1.2.3.2. Scott Willoughby, Senior Vice President, General Counsel & Corporate Secretary  
[swilloughby@sangamo.com](mailto:swilloughby@sangamo.com)  
(+1) 628-252-7869
    - 1.2.3.3. Julie Glasser, Vice President, Corporate Law  
[jglasser@sangamo.com](mailto:jglasser@sangamo.com)  
(+1) 628-252-7739
    - 1.2.3.4. You are not required to report a matter to anyone who you believe is involved in the matter. If you do not want to report the matter to the HR or Legal personnel listed above, you may instead contact the Sangamo Compliance & Ethics Hotline on a confidential and/or anonymous basis (see below).
  - 1.2.4. Contact the Sangamo Compliance & Ethics Hotline, which is a tool to make it easy to

report on a confidential or anonymous basis any suspected violations of our Code, violations of any other policies or guidelines, or financial irregularities. The Sangamo Compliance & Ethics Hotline can be accessed in the following ways:

- 1.2.4.1. Via web: <http://www.sangamohotline.com>
- 1.2.4.2. Via toll-free phone:
  - In the US: (833) 3 – SANGAMO or (833) 372-6426
  - In the UK: First dial 0-800-89-0011 then dial (833) 372-6426

The Sangamo Compliance & Ethics Hotline is staffed by an outside vendor and can be contacted anonymously. The outside vendor summarizes all Reports received and forwards them promptly to appropriate contacts in Sangamo Legal, HR, the Chair of the Nominating and Corporate Governance Committee of the Sangamo Board of Directors or, if the report relates to an accounting, internal control or auditing matter, or IT or cybersecurity matter, to the Chair of the Audit Committee of the Board of Directors. If we make a Report, we should keep it factual and avoid speculating or making conclusions. The Report should contain as much specific information as possible to allow Sangamo to adequately assess the nature, extent and urgency of the matter and to perform an appropriate investigation.

## 2. Treatment of Reports

- 2.1. Upon receipt of a Report, Sangamo HR or Legal personnel will, when possible, acknowledge receipt of the Report from the individual making the Report. Individuals submitting a Report on the Sangamo Compliance & Ethics Hotline will receive a Report Key which permits the reporter to review follow-up questions, submit more information or receive status updates (if available) from Sangamo about the Report.
- 2.2. Sangamo will promptly review and investigate Reports relating to accounting, internal accounting controls and auditing matters under the direction and oversight of the Audit Committee of the Sangamo Board of Directors and/or Sangamo's General Counsel. In his or her reasonable discretion, the General Counsel of Sangamo may elect to engage the direction and oversight of the Audit Committee and/or Nominating and Corporate Governance Committee of the Sangamo Board of Directors on the review and investigation of other Reports not involving accounting, internal accounting controls and auditing matters. The Chairs of the Audit Committee and Nominating and Corporate Governance Committees of the Sangamo Board of Directors shall have access to all Reports relating to the areas of compliance which their respective committees oversee.
- 2.3. Sangamo will treat all Reports with sensitivity and discretion and will promptly investigate all Reports describing potential violations of applicable laws, regulations or policies that it believes were made in good faith. All information disclosed during the course of an investigation will remain confidential, except as necessary to conduct the investigation and take remedial action in accordance with applicable laws. All Sangamo workers and business

partners have a duty to cooperate with investigations. Failing to cooperate or deliberately providing false or misleading information is grounds for disciplinary action, including termination of employment or contractual relationships. Sangamo may put certain interim measures in place, such as a leave of absence or a transfer, to allow the investigation to proceed effectively.

- 2.4. At the conclusion of its investigation and any disciplinary process, if Sangamo determines that a violation of applicable laws, regulations or policies has occurred, it will take appropriate remedial action commensurate with the severity of the offense. This action may include disciplinary action against the workers or business partners involved, including but not limited to dismissal, termination of employment or contractual relationship, reassignment, changes in reporting relationships, training or other measures Sangamo deems appropriate under the circumstances. Sangamo may also contact appropriate legal authorities and/or regulatory bodies when legally required or when Sangamo otherwise deems it advisable. Sangamo may also take other corrective actions for inappropriate conduct, regardless of whether the conduct amounted to a violation of law. Sangamo may also take reasonable and appropriate steps to deter future violations. Sangamo might also conclude that no violation of laws, regulations or policies has occurred or that it is unable to make a conclusive determination.

### **3. Records Management and Sharing of Reports**

- 3.1. Sangamo will maintain appropriate records of all Reports, tracking their receipt, investigation and resolution, consistent with its records management policies. Not all investigations will necessarily warrant formal written records. Summaries of Reports must be shared periodically with Sangamo's Chief Executive Officer and General Counsel and the Audit Committee and Nominating and Governance Committee of the Sangamo Board of Directors. These summaries must also be maintained in accordance with Sangamo's records management policies.

### **4. Anti-Retaliation Policy: Whistleblowers are Protected**

- 4.1. Sangamo is committed to a workplace where good faith reports, complaints, questions and concerns regarding potential violations of applicable laws and regulations can be submitted without fear of retaliation. Sangamo complies with applicable laws protecting workers against unlawful retaliation and will not tolerate intimidation or retaliation against workers or business partners. Sangamo will not take any adverse action against, and Sangamo forbids any Sangamo worker or business partner from taking any adverse action against, any other worker, former worker, job applicant or business partner for in good faith (i) reporting potential violations of applicable laws, regulations and policies or potential retaliation, (ii) assisting another worker, former worker, job applicant or business partner in making a Report, (iii) cooperating in an investigation or (iv) filing an administrative claim with any governmental agency.
- 4.2. All workers and business partners who experience or witness or are informed of any conduct they believe may be retaliatory must promptly report the potential retaliation using any of the methods described above in Section 1.2.

4.3. Workers and business partners who submit Reports without a good faith, reasonable belief in the truth and accuracy of such information are not protected by this Policy and may be subject to disciplinary action.

## 5. Communication of Policy to Workers and Business Partners

5.1. This Policy shall be shared with all workers on the Sangamo intranet and shall also be posted on the Company's public website.

## References

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Sangamo strongly encourages all workers and business partners to ask questions about this Policy. To do so, we may contact any of the following:

- Send an email to [compliance@sangamo.com](mailto:compliance@sangamo.com). This inbox is monitored by Sangamo personnel trained and authorized to answer questions about this Policy.
- Contact any of the following HR or Legal personnel directly (or their successors if these individuals are no longer in these roles):
  - Beth Calvin, Senior Director, Human Resources  
bcalvin@sangamo.com  
(+1) 628-252-4083
  - Scott Willoughby, Senior Vice President, General Counsel & Corporate Secretary  
swilloughby@sangamo.com  
(+1) 628-252-7869
  - Julie Glasser, Vice President, Corporate Law  
jglasser@sangamo.com  
(+1) 628-252-7739
- Contact the Sangamo Compliance & Ethics Hotline, which is staffed by an outside vendor and can be contacted anonymously.
  - Via web: <http://www.sangamohotline.com>
  - Via toll-free phone:
    - In the US: (833) 3 – SANGAMO or (833) 372-6426
    - In the UK: First dial 0-800-89-0011 then dial (833) 372-6426

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**Policy Owner: Legal / Julie Glasser**