

OCEAN POWER TECHNOLOGIES, INC.

Diversity, Equity, Inclusion and Accessibility Policy January 19, 2023

1. Purpose and Objective

The purpose of this Diversity, Equity, Inclusion and Accessibility Policy (the “**DEIA Policy**”) is to establish the framework for fostering and maintaining a workplace environment at Ocean Power Technologies, Inc., and its subsidiaries (collectively referred to as the “**Company**”), that is diverse and inclusive, that practices equity, and that addresses accessibility, which will provide all employees with the opportunity to achieve and contribute to their full potential.

2. Scope

The scope of this DEIA Policy applies to the Company as a whole, including all its locations, and all its directors, officers, and employees. In addition, where explicitly stated in an agreement to which the Company is a party, this DEIA Policy will also be applied to the corresponding contractors, partners, suppliers, or vendors.

3. Definitions.¹

3.1 Diversity

Diversity is the practice or quality of including and involving people from diverse backgrounds including, but not limited to, different communities and groups, social identities, races, ethnicities, abilities, cultures, opinions, perspectives, experiences, and beliefs. Diversity means there are similarities and differences amongst people, which range from personality and work style, to race, age, ethnicity, language, physical capabilities, or gender. Diversity also means secondary influences such as religion, spirituality or belief, education, sexual orientation, socioeconomics, culture, national origin, military/veteran status, marital status, parental status, and political perspective.

3.2 Equity

Equity means fostering a work environment that ensures all employees are provided equal opportunities to thrive, and celebrates their diversity.

¹ Definitions are consistent with Executive Order 14035 – Diversity, Equity, Inclusion, and Accessibility in the Federal Workforce (See at: <https://www.whitehouse.gov/briefing-room/presidential-actions/2021/06/25/executive-order-on-diversity-equity-inclusion-and-accessibility-in-the-federal-workforce/>)

3.3 Inclusion

Inclusion is the intentional recognition, appreciation, and use of the talents and skills of all employees of all backgrounds in the Company's workplace, and to bring together the Company's local communities where and when possible. Inclusion is creating an environment where all employees can feel respected and empowered to participate and to achieve their full potential. Inclusiveness also means to fully recognize and to fully value the uniqueness of each person, creating a sense of belonging and establishing an environment where everyone believes that they can speak freely and respectfully without fear, expecting the same from others. Inclusiveness enables diversity to be leveraged, ensuring that everyone works together in ways that benefit the Company and that create success for all.

3.4 Accessibility

Accessibility is the design, construction, development, and maintenance of facilities, information and communication technologies, programs, and services in the Company's workplace so that all people, including people with disabilities, can fully and independently use them. Disability means a physical or mental impairment, or a person being regarded as having a physical or mental impairment, that substantially limits one or more major life activities of that person but shall be construed only in such a way that upholds and complies with applicable federal, state, and local laws. A person with a disability must be able to perform the essential functions of the position (with reasonable accommodations as determined by applicable law), otherwise, the person is not qualified for the position, and it shall not be a violation of this DEIA Policy to make employment decisions based upon lack of qualification.

4. Actions

4.1 Strategy and Goals

Our organization's management team, led by the Vice-President of Human Resources, will establish a strategy of priorities and actions for each year to support the achievement of the purpose, objective, and scope of this DEIA Policy. The strategy also will include plans for identifying, assessing, and eliminating any barriers to recruitment, training, development and advancement opportunities, performance management and promotion practices – all to ensure that employees are not adversely affected because of their diversity or disability, and are treated with equity and inclusiveness.

4.1.1 SMART Goals

The short-term and long-term goals that will be established to support the achievement of the purpose, objective and scope of this DEIA Policy will include the following SMART elements:

- Specific
- Measurable
- Achievable
- Relevant
- Timely

4.1.2 Schedule and Reporting

This DEIA Policy was adopted by the Board of Directors of the Company on January 19, 2023, with the expectation that the first set of goals will be established and put into effect no later than March 31, 2023, with updates and modifications as appropriate each year thereafter. This DEIA Policy, and any recommendations for change, will be reviewed every three years (or more frequently as appropriate or if necessary) by the Board of Directors.

4.2 Inclusive Workplace Culture

Every employee of the Company is expected to behave in a manner consistent with the DEIA Policy and the strategy and goals put into place to implement the DEIA Policy. The management team and other leaders will be held accountable for establishing and maintaining an inclusive work environment within their teams through their own personal leadership and by promoting and requiring inclusive behaviors on their teams, and by following the recommendations of the Vice-President of Human Resources.

4.3 Talent Management Processes

Talent management processes, including but not limited to hiring of new employees, will seek to ensure that a diverse pool of candidates is considered for advancement opportunities, and will similarly evaluate the talent pipeline to enhance the availability of diverse employees for consideration.

The talent acquisition processes will seek to increase the diversity pool of qualified applications that are identified and interviewed for any new or replacement positions within the Company. A qualified applicant is an applicant that meets the minimum requirements of the position. The Company will design and implement leadership development programs to include content on diversity, equity, inclusion and accessibility, and where possible additional educational opportunities will be provided.

4.4 Employment

Employment practices will align with applicable federal and state employment requirements. These practices will include a commitment to supporting local employment plans in consultation with key stakeholders. Further, and consistent with ongoing efforts, the Company will continue to engage with local and regional higher education institutions to provide internship and knowledge exchange opportunities.

All employment decisions will be made in an environment that is free from harassment and intimidation. An employment decision means actions by the Company that materially affect the employment relationship with an employee, including but not limited to hiring, termination of employment, promotions, re-assignments with significantly different responsibilities, correct action procedures, compensation, benefits, and training opportunities.

4.5 Contractors, suppliers, vendors, and partners

The Company will make reasonable efforts to engage contractors, suppliers, vendors and partners that are committed to the goals and objectives of this DEIA Policy, as applicable to them.

5. Compliance with Governmental Requirements

5.1 Equal Employment Opportunity: Anti-discrimination, Anti-harassment, and Anti-retaliation.

The Company is committed to complying with all applicable federal, state, and local anti-discrimination, anti-harassment, and anti-retaliation laws, including any applicable guidance published by the U.S. Equal Employment Opportunity Commission. It is the policy of the Company to provide equal employment opportunities to all employees, job applicants, and other covered persons without regard to unlawful considerations of race, color, religion or creed, gender, sex (including pregnancy), national origin or ancestry, ethnicity, citizenship status, genetic information, military or veteran status, age, physical or mental disability, family status, or any other classification protected by applicable local, state, or federal laws.

5.2 Securities and Exchange Commission Requirements.

As a publicly traded company, the Company may publicly disclose this DEIA Policy, and any short-term and long-term goals, as well as the measured results in the achievement of those goals as required by and on the periodicity specified by the U.S. Securities and Exchange Commission.

6. Employee Engagement

6.1 Employee Suggestions

The Company welcomes and values suggestions from employees as to how to foster diversity and inclusion in the workplace. The Company will implement employee suggestions at its discretion.

6.2 Complaints

Employees can report conduct that conflicts with the Company's commitment to diversity and inclusion to their supervisor, any member of senior management, Human Resources, or directly to the Board of Directors or its Committees should they feel this is required. Employees are encouraged to use the Company's hotline, accessible 24/7, to report any complaints at 213-270-9989 or via email to whistle@fulcrum.com

6.3 Acknowledgement.

Since diversity, equity and inclusion are matters that involve the Company as a whole, and require a day-to-day commitment, all employees joining the Company are required to read this policy and sign the following acknowledgement:

ACKNOWLEDGMENT

I acknowledge that I have received and read the Company's Diversity, Equity, Inclusion and Accessibility Policy. I understand it and will abide by it. I understand that this policy is not an employment contract and does not change my status as an at-will employee.

Dated: _____

Signature

Printed Name