



# Whistleblowing policy

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## 1. Purpose

For over six generations, COFRA and its people have been united around a common mission – to amaze our customers and be a force for good in both what we do and how we do it. We bring this mission to life in a spirit of engaged entrepreneurship, believing at the core that, together, we can ensure business plays a positive role in society.

### What is whistleblowing?

If you think a decision or action does not reflect our guiding principles or is not in line with our Code of Conduct (also referred to as “misconduct”), discuss it with your manager, HR, Compliance or any other internal person you trust. If you feel uncomfortable doing so, we have a whistleblowing process so you can report online, anonymously if you want to. You don’t need to be directly affected by an issue to raise it.

### Why whistleblowing is important

We all have our parts to play in making sure our workplace practises good business ethics. Applying sound judgement and speaking up or voicing our concerns when something is not right is key in this process. It is important for our employees, our organisation and our many stakeholders when concerns are reported in a timely manner. There are several reasons for this:

- it helps us identify and address the issue promptly
- it allows us to prevent situations from escalating further
- we can also learn from incidents and improve how we work

At the same time, we understand that it’s not always easy to speak up and that it requires a lot of courage. Which is why we are committed to ensuring you can make reports in a safe and confidential environment.

### How this policy can help

This whistleblowing policy is intended to help you understand how to raise a concern and to give you insights into the process, including looking at how you are protected.

## 1.1 Our principles

Our whistleblowing policy is structured around four key principles:

- protection of confidentiality;
- prevention of victimisation and retaliation;
- reporting in good faith; and
- protection of accused persons.

These four principles are detailed / discussed in sections 2 and 3 in more detail.

## 1.2 Who can report

Anybody can file a report if you have a concern on misconduct. This includes:

- anyone who works for any of the legal entities of COFRA, such as employees, directors, managers, shareholders, temporary staff (which also includes interns, trainees and volunteers), contractors and consultants
- anyone whose work-based relationship with COFRA has ended, or is yet to begin (e.g. you believe you acquired information about misconduct during the recruitment process)
- any vendors, business partners or others who would like to share their concern on misconduct.



### 1.3 How we define misconduct

Misconduct is defined as suspect unlawful, unethical or otherwise improper conduct that involves COFRA and may result in a serious violation of applicable laws and regulations<sup>1</sup>, our Code of Conduct or internal policies and procedures. Some examples when you might want to report a concern are:

- You believe our Code, policies or guiding principles have been violated
- You think someone may have been bribed or you suspect corruption
- There is a risk to a person, the environment or to property
- Someone has tried to conceal a violation
- You think there is questionable accounting
- You believe there is a breach of client confidentiality
- You witness harassment, bullying or other forms of unfair discrimination in the workplace

### 1.4 Seeking advice

If you have questions about the policy, you can contact our Corporate Compliance Officer or the Chief Legal Counsel via [speakup@cofraholding.com](mailto:speakup@cofraholding.com) or via their individual email addresses.

## 2. Reporting process

### 2.1 How we protect confidentiality

When you speak up to report something that is not right, this is done confidentially. We will process the report with utmost care. Any data provided will be saved digitally and will only be accessible to the people directly involved in the reporting process and investigation (see sections 2.3 and 3.1 for who they are). Your identity is protected at all stages of the process. If you have given your name, it will only be shared on a need-to-know basis with specific investigation team members.

Only when legally obliged to, would we disclose your identity, and never without discussing it with you first.

### 2.2 How we prevent retaliation

Speaking up is brave and important and should be treated as such. Retaliation against anyone reporting an issue is simply not tolerated. That's why at COFRA we exercise a zero-tolerance policy towards any form of retaliation and such behaviour will be subject to disciplinary action.

Reprisals taken against someone other than you as reporter, for instance against your family member, your co-worker or anybody incorrectly believed to be the reporter, is also retaliation.

If a report turns out to be unfounded, COFRA makes sure to protect the subject of the report from any negative consequences (see also section 3.2).

### 2.3 What is the reporting procedure

#### Reach out to the right parties internally

This can be done in a first instance directly by approaching your responsible management, HR, Compliance, or any other internal party you trust. What's important is that you don't keep it to yourself or ignore it.

#### Whistleblowing form

Ideally, reporting through the whistleblowing channel would be a last resort in an environment where you feel free to speak up, discuss dilemmas and address behaviours you feel aren't right. But if you don't feel comfortable discussing your concerns, you can use the form on our [intranet](#). If you cannot access the form, you can send an email directly to our Speak Up inbox ([speakup@cofraholding.com](mailto:speakup@cofraholding.com)).

You can report anonymously (this is the default setting of the intranet form), though we do ask you to consider sharing your identity or contact details. The forms and Speak Up emails go to the Corporate

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<sup>1</sup> Including regulations on (i) public procurement, (ii) financial services, products and markets, anti-money laundering and terrorist financing, (iii) product safety, (iv) environment, (v) food / feed safety, animal health, (vi) public health, (vii) consumer protection, and (viii) privacy and personal data, and IT security



Compliance Officer and the Chief Legal Counsel.

Instead of the form or email, you can request a meeting to report your concern. This meeting will take place within a reasonable timeframe.

If we can contact you, we will send you a notification of receipt within seven days and we can ask follow-up questions and provide feedback to you on the process. within three months<sup>2</sup>. In any case, you will receive such feedback within three months of the notification of the receipt of your report<sup>3</sup>.

### Exceptions

There are two cases in which the process as described in section 2.3 would be adjusted.

If your suspicion relates to the Corporate Compliance Officer or the Chief Legal Counsel, you can choose to report to the Chairman of the Audit, Risk and Compliance Committee (ARCC). Please do not use the form in that case but contact the Chairman of the ARCC directly.

Should it regard the CEO, you can also report to the Chairman of the ARCC. You can address your letter to: The Chairman of the Audit, Risk and Compliance Committee, COFRA Holding AG, Grafenauweg 10, 6301 Zug, Switzerland.

## 2.4 Reporting in good faith

We protect people who report in good faith, meaning you had reason to believe the information was true when you reported it. If it turns out the information was not true, you are still protected from retaliation. If someone has deliberately falsified a report, they will be subject to disciplinary action, including possibly terminating their employment or contract.

## 2.5 External reporting channel

COFRA encourages you to report internally first. If your concern remains unaddressed, or if it is not reasonably possible to report internally, you may report externally directly with the appropriate local authority, or obtain independent advice from them. To qualify for protection, you must report to the appropriate authority and follow the applicable procedure. Your local available external reporting channels may differ per country. See also the Annexes.

# 3. Investigation process

## 3.1 Follow-up procedure

Once you have made a report through one of the above channels, the Corporate Compliance Officer and the Chief Legal Counsel evaluate the report information and verify it to the extent possible.

If you reported your concern via telephone or in a meeting, we will document the oral reporting in the form of minutes, and offer you the opportunity to rectify and agree the minutes.

If an investigation is required, they will form an investigation team. This team may include Group Internal Audit and Global Security or other functions depending on the case.

If you shared contact details, we will inform you whether or not your report will be investigated further. If an investigation takes place, we will update you regularly on the progress, taking privacy considerations into account. For legal or practical reasons, we cannot always keep you updated.

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<sup>2</sup> The timeframe could be extended to six months for external reporting or where necessary due to the specific circumstances of the case, in particular the nature and complexity of the subject of the report, which may require a lengthy investigation.

<sup>3</sup> Three months from the acknowledgment of receipt or, if no acknowledgement was sent three months from the expiry of the seven-day period after the report was made.



### 3.2 Protection of accused persons

The protection of the employee who was accused is also important to us. As soon as circumstances allow, we will inform them about the investigation. In the event that the investigation finds no evidence that justifies taking measures against the person who has been reported, we will aim to protect them from any negative effects.

### 3.3 When misconduct is found

In the event that evidence is found and measures are taken, we will do our best to protect the person from further, unintended, negative effects. If the investigation proves that misconduct has taken place, the manager of the employee will be informed of this, and will work with the Corporate Compliance Officer and Chief Legal Counsel to decide upon appropriate measures. If these have HR implications, the Chief People Officer will be involved too.

### 3.4 Recordkeeping

We will keep a record of all activities, reports and information received related to a notification. Such records may contain initial contact reports, meeting notes and facts found during an investigation.

After closing the reported case, we will not keep these records for longer than required and allowed. Only statistical data will be kept, and these data will not be traceable to an individual.

In line with the GDPR principle of privacy by default, the people receiving the reports and conducting the investigation should be mindful of including any personal data in email conversations. E.g. where possible, we refrain from naming the whistleblower or the subject of the investigation in emails.

### 3.5 Inadequate handling

In the event that, after a reasonable time, you could reasonably consider that your report has not been addressed adequately, you can raise your concern directly with the Chairman of the COFRA Board. You can reach the Chairman's Office via COFRA Holding AG, Grafenauweg 10, 6301 Zug, Switzerland or via email to [chairman@cofraholding.com](mailto:chairman@cofraholding.com).

## 4. Reporting internally

Compliance reports the statistics and summaries of relevant (anonymised) cases to the Audit, Risk and Compliance Committee (ARCC) and to the COFRA Board on a quarterly basis. Statistics include number of cases, locations, types of incidents, period of occurrence and whether the allegations reported were found to be substantiated or not.

The effectiveness of the policy and the process will be reviewed annually. The outcomes of this analysis will be reported to the Operating Team, ARCC and COFRA Board.

We aim to share lessons learned from anonymous whistleblowing cases with our employees.

## 5. Roles and responsibilities

### 5.1 Joint responsibilities Corporate Compliance Officer and Chief Legal Counsel

The Corporate Compliance Officer and Chief Legal Counsel have the following responsibilities:

- Receive and register reports of suspected misconduct or irregularities;
- Appoint the members of the investigating team, if applicable;
- Support and guide the investigating team when necessary;
- Advise the organisation on improvements to be made based on reports received.

### 5.2 Additional responsibilities

The Corporate Compliance Officer is further responsible for:

- Contacting the whistleblower;



- Following progress of the investigations (and intervening if needed);
- Reporting statistics and summaries of relevant cases to the ARCC and the COFRA Board;
- Periodically updating the policy;
- Promoting a speak-up culture.



## Annex for the Netherlands only

The Whistleblowers Authority is a government-funded organisation that advises and supports whistleblowers or potential whistleblowers in the Netherlands. It was founded in 2016 on the back of the “Wet Huis voor Klokkenuiders” (Whistleblowers Authority Act).

### Questions and advice

For generic questions, the Whistleblowers Authority can be contacted Monday to Friday between 9 a.m. and 5 p.m. on +31 88 133 10 00, or via [info@huisvoorklokkenuiders.nl](mailto:info@huisvoorklokkenuiders.nl).

For advice on reporting misconduct, the number +31 88 1331 030 is available Monday to Friday from 10 a.m. to 12 p.m. and 1 p.m. to 4 p.m.

### Reporting to Whistleblowers Authority

COFRA encourages you to make a report internally first. However, you may also make an external report directly to the Whistleblowers Authority.

The weblink and postal address to do so can be found on [https://www.huisvoorklokkenuiders.nl/ik-vermoed-een-misstand](https://www.huisvoorklokkenuiders.nl/ik-vermoed-<u>een-misstand</u>) 'Ik vermoed een misstand'.

## Annex for the United Kingdom only

The charity Protect – formerly Public Concern at Work – provides free legal and confidential advice to workers who have concerns about wrongdoing in the workplace.

The charity can be contacted

- by telephone on +44 (0)20 3117 2520 (\* option 1);
- by email on [whistle@protect-advice.org.uk](mailto:whistle@protect-advice.org.uk);

online <https://protect-advice.org.uk/advice-line>.

Further information can be found on their website, <https://protect-advice.org.uk/>.

## Annex for all other countries

External reporting channels (if available) may differ per country.

EU member states are required to ensure that there is a competent authority with responsibilities related to whistleblowing, including the handling of external reports by a whistleblower.