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Speak-Up & Non-Retaliation Policy



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Introduction

At Ampleon, we are committed to responsible business practices and always act in accordance with our Code of Conduct and respective relevant laws and regulations. We behave with integrity and fairness and treat others with respect. As we promote an open culture of trust and honest communication, violations of the Code of Conduct are not tolerated. Doing the right thing and following the Code of Conduct also means reporting concerns and violations, even if you only suspect them. In this context, speaking up is essential for us to maintain our reputation, success, and ability to operate.

Everyone working for and with Ampleon has a personal responsibility to incorporate the principles of the Code of Conduct and Ampleon's values into their daily (working) lives. However, you may one day observe behavior that violates our Code of Conduct or feel pressured to violate it. If such situation occurs, we urge you not to remain silent as this can worsen a situation and decrease the level of trust. We understand that it takes courage to speak up, so therefore we are committed to providing you with an easy and safe way to raise your concerns. Speaking up is an essential part of this strategy that enables us to protect our people, our company values, our stakeholders, and society. No one should be left alone when dealing with an ethical dilemma. Therefore, in this Speak-Up Policy (hereinafter referred to as "Policy"), we explain in detail what your options are and how you can raise your concerns.

While speaking up protects the company Ampleon and its staff, Ampleon protects all involved parties with a strict Non-Retaliation Policy when you do speak up. This means you will not suffer negative consequences if you raise a concern in good faith as we do not tolerate retaliation.



Scope

This Policy explains when, where and how you can raise concerns about a suspected violation of the Code of Conduct without fear of retaliation. It also describes what you may expect from Ampleon when you speak up and what possible steps will be taken after you raise a concern.

This Policy reflects our commitment, as stated in our Code of Conduct, that Ampleon will take (suspected) violations of the Code of Conduct seriously and investigate accordingly. Appropriate action will be taken if a violation is confirmed, which could include disciplinary measures (up to and including termination of employment) and improvement measures to prevent recurrence.

This Policy serves as our company's whistleblowing Policy. Within this document, "company" refers to Ampleon and any company which is majority-owned and controlled, directly or indirectly by Ampleon Coöperatief U.A. This Policy is leading, but where local laws or regulations are stricter than the Policy, they prevail.



What is speak-up?

To speak up means to raise a concern within/towards Ampleon about any (possible) violation, even suspected, of laws and regulations, our Code of Conduct or Ampleon policies and procedures.

While our Code of Conduct is already very detailed, it does not cover all the behaviors we expect based on Ampleon's values. There is much more detailed material, including policies, laws, and regulations, which relates to different subject matters covered by the Code of Conduct. Anyone dealing with Ampleon is required to comply with the Code of Conduct, the corporate policies, procedures, laws, and regulations.

What should you speak up about?

If you suspect or claim to have a proof for a violation regarding the below listed topics, you should speak up. (Please note this list of examples does not claim to be complete).

- Gifts violations
- Global Travel & Expense Claim Policy violations
- Bribery or corruption
- Criminal offenses
- Privacy violations
- Sanctions and export control law violations
- Conflicts of interest
- Competition law violations
- Disclosure of confidential information
- Discrimination, aggression and (sexual) harassment
- Environmental, health and safety issues
- Human rights violations
- Misuse of company resources / assets
- Retaliation against anyone for speaking up in good faith
- Fraud and fraudulent (financial) reporting e.g., questionable accounting controls and auditing matters
- Inadequate financial and non-financial record keeping
- Money laundering
- Terrorism-financing violations

What is excluded from this policy?

This Policy should not be used to report:

- Immediate threats to life or property - if you need emergency assistance, contact your local authorities, or call your country's emergency phone number
- Words and deeds with malicious intent: do not make accusations you know are false or cannot be substantiated. This may lead to (disciplinary) measures to be imposed on you
- Practical customer complaints (e.g., a late delivery or order entry problem)
- Concerns in relation to HR matters - this could include an employee's terms of employment or performance-related issues. For HR-related matters, Ampleon staff need to contact their direct manager and HR contact
- Interpersonal non-work-related grievances or personal (legal) disputes
- The intent to obtain answers to questions or to provide comments on Ampleon policies or procedures. Such inquiries should be directed to the relevant owner of that Policy or procedure.

What is non-retaliation?

It means that Ampleon will do its utmost to protect anyone who is speaking up. We will not tolerate any form of retaliation or any other form of adverse consequences against employees or third parties who raise a concern in good faith or participate in an investigation about suspected violations of the Code of Conduct, even if Ampleon could lose business as a result. Concerns are treated confidentially (and, if preferred, anonymously).

Any retaliation, whether direct or indirect, against those who speak up is grounds for disciplinary measures against the retaliating party.

Contact the Ethic Team if you feel that your report may lead or has led to any negative consequences.

What about confidentiality, anonymity, and privacy?

To safeguard the position of parties involved in speaking up, confidentiality, privacy and the option of anonymity are of utmost importance to us.

Confidentiality

When you speak up, concerns are treated entirely confidential. This means that information will only be shared with a limited number of people on a strict need-to-know basis. Ampleon processes personal data in a privacy-compliant manner. Information will only be disclosed outside this limited group if required to do so by law or if an important public interest is at stake. Conversely, we also require anyone who is part of an ethics investigation to maintain confidentiality and to not share or discuss information in relation to any case with others outside of the Ethics Team.

Anonymity

If preferred, the Ethics Team can treat your concerns anonymously. It is more difficult, and in some circumstances even impossible, to adequately support you and investigate a report which is made anonymously. The Ethics Team may ask you to reveal your identity in order to aid the investigation, but only to the Ethics Team and not to any other person.

Privacy

Ampleon complies with applicable privacy and data protection rules and regulations. We take appropriate measures to ensure personal data is processed in an ethical, fair and lawful manner. Any personal data obtained through this Policy will be processed in accordance with privacy rules and regulations applicable to Ampleon, as well as Ampleon's policies related to data protection. Ampleon retains personal data only as long as required after you speak up or to comply with applicable legal requirements. For more information about how we process personal data, Ampleon staff can access the Ampleon Information Security Policy. If you have any questions, contact Ampleon's Information Security Officer.



Responsibility, options and timing

Ampleon aims at contributing to an open working environment and fair partnerships in which employees and partners feel comfortable speaking up and addressing their concerns. Ampleon requires everyone to report a suspected violation of the Code of Conduct, and there are multiple ways to do so.

Who can speak up?

This Policy applies to:

- Anyone who carries out work for or on behalf of Ampleon worldwide: This includes employees, any person on Ampleon's or an affiliate's payroll, temporary workers working for or on behalf of Ampleon, volunteer workers, trainees, or self-employed persons.
- Any other person or party Ampleon is involved with professionally: This includes for example former employees, job applicants and anyone working as or under the supervision/direction of business partners, suppliers, shareholders, agents, distributors, representatives, and customers.

Who can you speak up to?

There are various options for support and advice within Ampleon. When possible, you should discuss your dilemma or concern with the person involved, your manager or HR representative. If you do not feel comfortable doing this, or are just not sure who to speak to, you can directly contact one of our Ethics Officers in their role as trusted representatives.

If you do not feel comfortable speaking to someone within Ampleon, you can contact our Speak Up Service. This is an independent, external company that is available 24/7. You can connect with them through an online portal or via phone. The service offers you to use the language of your choice, as the system will automatically translate your message and any reply that is sent to you. You will then receive a reply from the Ampleon Ethics team.

You can choose to do this anonymously, if preferred, as you are not required to leave your credentials / personal information. Ampleon or the Ethic Officers will in no way be able to trace your identity as it is managed by the independent service provider. Messages sent via the web portal go via an SSL encrypted webform. Messages left by phone are transcribed and Ampleon does not have access to the recorded files in any way.

When you use the Speak Up Service, you will receive a unique code for each concern you report to keep track of your report.

When do I speak up?

You should speak up as soon as possible, ideally when the potential violation can still be prevented or before the situation escalates. Anyone raising a concern is encouraged to first report internally via the Speak Up channels available within Ampleon as explained in this Policy.

How can I report a concern?

You can report your concern via the Speak Up Service online or by phone. You might also consider the below alternatives.

Are you still not sure where or how to report your concern?

Do you feel comfortable speaking up personally to the person(s) involved?

Do you feel comfortable discussing the issue with your manager, HR representative, or Ampleon contact?

Do you feel comfortable discussing the issue with the Ethics Team?

Do you want to remain anonymous?



Contact somebody of our Ethics Team.

Discuss with the person(s) involved. Remember to take Ampleon's values into account and be respectful.

Discuss with your direct manager, Ampleon contact person or HR representative. They can help you define the next steps.

Discuss with an Ethics Officer. They can help you define the next steps.

The independent Speak up Service allows for this. An Ethics Officer will investigate the issue.

I spoke up. Now what?

The Ethics Team will confirm receipt of the report within seven days. Once they have received a report, the Ethics Team will make an initial assessment as part of the intake phase.

After the initial assessment, the Ethics Team may

- Bring the matter to the Ethics Committee to either consult or to request admissibility of an ethics complaint (a formal ethics investigation)
- Mediate by resolving the issue directly with you
- Direct the matter to the appropriate department or person after consulting you, provided the concern does not apply to this Policy (see “What is excluded from this Policy?”)
- If appropriate, advise you on external reporting channels, such as external authorities, through which the report may be handled more effectively

The way we approach the report depends on the nature of the issue. Some reports can be solved without investigation, while others may require an in-depth investigation. The Ethics Team will provide you with as much information as possible regarding the expected approach and the steps they will take. Generally, feedback and follow up are given within three months after confirmation of receipt of the initial report.



Ethics investigation

The Ethic Committee decides whether a formal ethics investigation is needed and, if this is the case, what type of investigation is appropriate. For an ethics complaint to be admissible, there should generally be sufficient information and a reasonable possibility of obtaining further information. Sometimes, unfortunately, we cannot investigate because there is too little information available.

The Ethics Committee will inform you if the concern does not qualify as an ethics complaint. They will also provide you with further information on dealing with the concern, such as referring you to the appropriate person, department, or location. If you do not agree with this decision, you can report it directly to the Ethics Committee.

Key investigation principles

- All applicable local laws and regulations in a specific jurisdiction, in which an ethics investigation takes place, will be respected.
- Ethics investigations are always conducted in line with our values, internal investigation procedures, protocols and best practices, tailored to the nature and context of the case.
- Appointed external or internal investigator(s) and experts work under strict confidentiality and under the supervision and instruction of the Ethics Team.
- The Ethics Team oversees the execution of all investigations in a privacy-compliant manner.
- Information about an ethics complaint is only accessible to those who are involved in the investigation and on a need-to-know basis.
- All parties involved in an ethics investigation are to keep any information relating to the ethics complaint strictly confidential, including but not limited to the identity of the reporting party.
- If you wish to remain anonymous, this must be reflected in the documentation and communication of the relevant ethics complaint.
- Depending on the circumstances, Ampleon may decide to inform external authorities about the investigation, at any stage of the investigation.

Requirements for starting an investigation

A reported concern qualifies as an ethics complaint if one of the following conditions is met:

- the concern constitutes a suspected violation of our Code of Conduct, and you are not (reasonably) comfortable or able to resolve with the person(s) involved and/or your own manager

and/or

- the concern constitutes a suspected violation of the Code of Conduct that could form a direct threat to Ampleon's integrity and reputation.

The ethics investigation process

During an ethics investigation, the Ethics Team will gather facts regarding the ethics complaint. Depending on the nature of the ethics complaint, the Ethics Team will either appoint investigators from a pool of trained Ampleon employees (often in Legal, Audit or HR functions) or appoint certified external investigators. Selected investigators have the necessary expertise and training. They are free of conflict of interest regarding the ethics complaint and will safeguard the confidentiality.

The Ethics Team involved, in their role as trusted representative, will discuss with you any (possible) risks of retaliation and how those risks, if any, can be reduced or eliminated.

Throughout the investigation, the Ethics Team remains the central point of contact for all involved parties, including you and other directly involved people, regarding any questions or issues relating to the pending investigation.



Interviews

Interviews are often part of an ethics investigation. If you are asked to participate in an interview, the Ethics Team can answer any questions you may have prior to the interview. You are expected to cooperate, be truthful in your communication, and ensure all information relating to an ethics investigation is kept strictly confidential.

Information and status

The Ethics Team will keep you and other directly involved parties up to date on the progress of the ethics investigation, as far as legally and reasonably possible and on a strict need-to-know basis. The Ethics Committee may not always be able to give the full details of the progress of a case or any actions taken, and they can often not share the investigation report for reasons of confidentiality, privacy and the legal rights of all parties concerned.

Accessing company assets

As mandated and instructed by the Ethics Team, investigators can access, examine, retain and/or copy all company assets and information they deem necessary in the context of the investigation. These could include the following Ampleon assets:

- IT systems
- Records
- Premises
- Company property such as a laptop or tablet
- Private property, provided they contain company software. In this case, access is restricted to the Ampleon software installed.

The investigators will respect and follow all relevant IT, security, and privacy policies and procedures in respect to accessing information.

Investigation report

The investigation report by the Ethics Team includes a statement on the validity of the ethics complaint as well as guidance on the measures or actions to be taken by the appropriate level of management and, if applicable, actions to be implemented by the Ethics Team, such as enhancing a specific part of the conducted training.

Duration of investigation

The Ethics Committee aims at reaching a decision regarding the ethics complaint and investigation as soon as possible, and they strive for closure of the case within three months of the report. In complex cases, the investigation may take longer. If it is necessary to exceed the indicated timeframe, the Ethics Team will provide an explanation regarding the reasons for the extended investigation.

Decision

Based on the investigation report from the Ethics Committee, the measures and actions to be taken will be decided upon by the appropriate level of management. The Ethics Committee may include recommendations, such as suggestions for follow-up and remedial actions. Management also receives support and guidance from HR and other specialized staff or external advisors.

You will be informed of the overall findings following your report once a decision has been made. This will include whether Ampleon has established that a violation of the Code of Conduct or unethical behavior has occurred or whether a disciplinary action has been imposed on any party subjected to the investigation.

Ampleon is committed to resolving all ethics complaints, which could include disciplinary actions (up to and including termination of contract).

If a violation of law or external regulations is confirmed, Ampleon may be required to report or notify the violation to relevant (local) enforcement authorities, such as police or regulatory authorities, in order to comply with the relevant law or regulation. Ampleon also has the right to start a separate legal action against the person(s) or party in question.

Disagreement with decision

If you or the accused party do not agree with the decision of the Ethics Committee, inform the Ethics Committee by explaining your disagreement with the outcome of the investigation. The Ethics Committee can then discuss options and provide relevant information, such as how to report the concern externally. The Ethics Committee will also inform the Ethics Board accordingly.

Follow-up and closure

The appropriate level of management will report any follow-up and closure of measures or actions resulting the decision to the Ethics Team. The Ethics Team will monitor follow-up and report it to the Ethics Committee and, if necessary, to the Ethics Board. The Ethics Team includes relevant outcomes of ethics complaints in the yearly evaluation of the ethics program to ensure continuous improvement.

A hand is shown holding a single block with a silhouette of a person in a suit. Below it is a stack of three blocks, each featuring a silhouette of a group of three people. The background is a dark blue gradient.

Our ethics organization

The Ethics Board supervises and monitors the implementation of our ethics program, of which the Speak Up and Non-Retaliation Policy forms a core element.

The Ethics Committee oversees the execution of ethics investigations for all reported violations of the Code of Conduct on behalf of the Ethics Board.

The Ethics Team consists of the Compliance Officers and the Trusted Counselors. The Ethics Team implements our ethics program worldwide and can provide you with support or guidance.

Ethics reporting

In addition to reporting to the Ethics Committee on ethics complaints, the Ethics Team reports to the Ethics Committee on a quarterly basis on the progress, development, risks and trends relating to ethics. This includes an analysis of anonymous data to point out structural improvement areas for our leadership. The Ethics Committee provides an annual management report to the Ethics Board.

This report contains the following information:

- Number and type of concerns reported, specifying the number of ethics complaints found admissible
- Number of concerns that have not been investigated by the Ethics Committee

In the Netherlands, the Ethics Committee will share the report with the Netherlands Works Council on behalf of the Ethics Board.



Contact us

If you have any questions about
this Speak Up & Non-Retaliation Policy or want to raise
a concern, please contact our Ethics Team
ethicsteam@ampleon.com

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