



## WHISTLEBLOWING POLICY

Title document	Whistleblowing policy
Available languages	English
Version	Version 1 – approved by management
Date completed	September 2020
Document owner	Group Legal
Type of document	Internal information

### 1. Introduction

Ardo is committed to live up to the highest standards of ethics and integrity in its business conduct. This commitment entails that any person involved in Ardo (directors, employees, consultants,...) execute their contract or any other agreement related to Ardo in a loyal manner and in good faith. This also includes the moral obligation to report any reasonable suspicion of misconduct, illegal acts or failure to act by or in relation to Ardo.

The installment by Ardo of a whistleblowing-procedure is an important element in detecting corrupt, illegal or other undesirable behavior. Ardo wants to encourage employees or third parties to report any such suspicion and to provide a secure and trusted platform to do so.

Ardo aims to promote a transparent business culture where it is encouraged to report potential fraud, bribery, corruption or other unethical behavior or conduct in an early stage and without fear of reprisals. Based on this procedure, whistleblowers are guaranteed that they will be treated fairly and that their allegations will be investigated properly and objectively.

The basic rules of the Ardo whistleblowing policy are defined as follows:

- 1/ Any person that has reasonable grounds to believe that fraud or serious misconduct has taken place (or will take place), need to be able to report their suspicions
- 2/ Any report regarding possible fraud or serious misconduct must be investigated by the competent department in an independent and highly confidential manner
- 3/ The investigations by the competent department are performed within a reasonable time
- 4/ As long as the reporting has been done in good faith, the reporting person shall not suffer any unfair treatment or reprisal as a consequence
- 5/ The rights of the person(s) subject to the reporting will be equally respected
- 6/ Anonymous reporting is discouraged



An extract of the whistleblowing-procedure will be published on the Ardo-website to allow third parties access to our grievance mechanism.

## **2. Application**

The rules and obligations of this policy are applicable to any sorts of fraud and serious misconduct. The nature can be operational, financial or otherwise.

Examples include but are not limited to:

- a criminal offence
- a failure to comply with, or breach of laws, regulations or internal Ardo-policies
- a risk to the health and safety
- mismanagement
- discrimination, harassment or other forms of unethical behavior
- financial irregularities
- fraud
- damage to the environment
- concealment of any of the above

This policy applies to all entities affiliated to Ardo, all its employees or other persons or entities working for Ardo and any third party who has a reasonable suspicion of a misconduct related to Ardo.

## **3. Internal procedure**

### **3.1. Contact point – escalation**

An employee can report any actions or practices reasonably believed to be illegal or inappropriate to:

1. the direct superior on site;
2. If it is not possible to report to the direct superior: to the HR-department, site director, official person of confidence on site or the regional director;
3. If it is not possible to report to one of the above mentioned persons: to the group Whistleblowing channel by email to the following address [whistleblowing@ardo.com](mailto:whistleblowing@ardo.com) or by letter to the Group Legal Counsel, Wezestraat 61, 8850 Ardoie, Belgium.

The report should provide as much information and be as specific as possible to allow a proper investigation. Useful information can include:

- Date, time and location;
- Name of persons involved, their roles, their business units;
- Your relationship with the person(s) involved;
- The general nature of reported matter;
- How you became aware of the issue;
- Possible witnesses; etc.



The reporting employee is encouraged but not obliged to provide his/her contact details so that clarifications can be sought during the investigation.

A third party can directly contact the Whistleblowing channel by email to the following address [whistleblowing@ardo.com](mailto:whistleblowing@ardo.com) or by letter to the Group Legal Counsel, Wezestraat 61, 8850 Ardoie, Belgium.

### **3.2. Investigation**

The person contacted within the organization (hereafter the *Whistleblower Investigator*) is responsible to:

- 1/ Perform the necessary enquiries to find out whether the reported suspicions are justified
- 2/ Report internally, following the same escalation as mentioned under 3.1.
- 3/ Inform the reporting person (employee or third party) on the progress of the investigation to the extent possible
- 4/ Ensuring that the identity of the reporting person remains confidential, unless the reporting person explicitly agrees to his/her identity being revealed or it is legally obliged to reveal the identity (f.e. legal investigation)
- 5/ If necessary, report to official authorities or file a (criminal) complaint
- 6/ Safeguard the rights of the person(s) subject to the reporting

### **3.3. Obligations of the Whistleblower Investigator**

A Whistleblower Investigator is obliged to maintain the highest level of discretion and confidentiality. In case of any doubt or conflict of interest, the Whistleblower Investigator will escalate the matter to a higher level, as indicated in article 3.1.

The Whistleblower Investigator will report to the management / audit on an anonymous basis on the received reports and the status and outcome of the investigation.

## **4. External procedure**

An employee or third party can equally report to an external body if they can reasonably assume that disclosure to an external body is necessary in the general interest. An external body is any organization or official body that the reporting person considers the most appropriate to report to given the circumstances (country, nature of the suspected incident or misconduct, corrective measures deemed necessary,...) and which is considered to be in a position to directly or indirectly put a stop to the suspected wrongdoing.

This may be the case in the event of:

- imminent danger whereby a significant and urgent public interest makes immediate external notification necessary
- legal obligation to report directly to an external body
- inadequate response or reaction to an earlier internal procedure
- a clearly demonstrable threat of evidence being embezzled or destructed



When considering the external procedure, the reporting person shall balance the seriousness of the suspicion against the reputational damage for Ardo.

Ardo is highly committed to provide a fair, transparent and objective internal grievance mechanism and therefore strongly encourages employees or third parties to make us of the internal procedure first.

#### **5. Guarantees by the management**

The management of Ardo ensures that any suspicions will be investigated fully, objectively, within a reasonable timeframe and with the highest level of confidentiality. The outcome of the investigations will be reported by the Whistleblower Investigator to the management and audit committee of the group. Management will review the outcome and determine appropriate actions to respond to the matter.

#### **6. Protection of the reporting employee**

Ardo guarantees that any employee that reports in good faith a suspicion of fraud or misconduct will not suffer any unfair treatment, reprisal or any other negative consequence from the reporting, according to the principles of this policy. If such would be the case, the reporting employee can escalate the matter to the management or even the Board of Directors.

Any instruction, whether it be in writing or orally, to prohibit an employee to report his/her suspicion would be considered an obstruction of this policy and could result in disciplinary procedures.

Any retaliation as a result of the reporting is considered as a serious breach of this policy and disciplinary procedures shall be taken to safeguard the reporting employee.

An employee that reports in bad faith shall not be offered the protection prescribed in this policy. Such inappropriate action may equally give rise to sanctions, according to the working regulations.

#### **7. Protection of the reported employee**

Ardo equally guarantees that the rights of the reported employee(s) are safeguarded.

The reported employee is entitled to be informed of the investigation (*without informing on the identity of the reporting employee*), unless such information would jeopardize the investigation.

#### **8. Information to Employees and third parties**

Ardo will inform their employees regularly on the whistleblowing procedure to make sure that it is known within the company. This information will be given in various ways (part of the employment pack, posters within the company, published on the intranet and the website,...). The goal is to create a well-known, efficient and direct accessible channel.

An extract will be published on the website to inform third parties on Ardo's whistleblowing procedure and to allow them a direct access to our grievance mechanisms.



We preserve nature's gifts

**9. Policy review**

The policy shall be reviewed annually by the management.

\*\*\*