

**WHISTLEBLOWER POLICY**  
**FOR THE HEMPEL FOUNDATION'S WHISTLEBLOWER ARRANGEMENT**

## **WHISTLEBLOWER POLICY**

### **1 INTRODUCTION AND PURPOSE**

This Whistleblower Policy describes the purpose of the Hempel Foundation having introduced a Whistleblower Arrangement (hereinafter referred to as the "**Arrangement**"), how it works, who can make use of the Arrangement, and what may be reported through the Arrangement.

The purpose of the Arrangement is to ensure that persons connected with the Hempel Foundation are able to swiftly, confidentially and outside the ordinary communication channels - through a special, independent and autonomous channel - report violations of law and serious offences committed by the Hempel Foundation's employees or former employees, members of the boards of directors or executive boards as well as auditors, lawyers, suppliers, etc. connected with the Hempel Foundation, allowing an independent and autonomous unit to assess which steps are required in this respect.

The Arrangement is established as a part of the Hempel Foundation's the compliance policy.

This whistleblower policy only applies to the Hempel Foundation. Hempel A/S has its own whistleblower arrangement, which is available on Hempel A/S' website.

### **2 WHO CAN USE THE ARRANGEMENT?**

The Arrangement can be used by the Hempel Foundation's employees or former employees, members of the board of directors and executive board as well as auditors, lawyers, suppliers, customers, business partners, etc. who are connected with the Hempel Foundation.

### **3 WHAT MAY BE REPORTED THROUGH THE ARRANGEMENT?**

Reports may only be submitted through the Arrangement regarding serious offences.

Serious offences mean, inter alia:

- Financial fraud and violation of applicable accounting rules
- Bribery
- Fraud
- Forgery
- Corruption
- Theft
- Violation of industrial safety rules
- Environmental pollution
- Sexual harassment and aggression
- Cases where employees, to a substantial degree, use their system access to obtain information on their colleagues or others without any work-related need in this respect.
- Violation of laws, regulations in force or other rules applicable to the activities of the Hempel Foundation.
- Violation of internal rules, provided that one of the following preconditions are fulfilled:
  - o the violation may entail serious, recurrent safety risks;
  - o the violation may entail serious financial risks;
  - o the violation may entail regulatory intervention;

- the violation may cause serious remarks by the auditor;
- the violation may cause serious damage to the Hempel Foundation's relations with employees or external partners.

Violations that cannot be reported through the Arrangement, must be reported through the normal communication channels. This may, for instance, be minor offences such as inflexibility at work, bullying, violation of the Hempel Foundation's internal rules regarding smoking, email, internet, alcohol, etc. as well as cases that must be treated according to fixed rules and regulations such as complaints about employees' behaviour or lack of competence.

Reports can be submitted through the Arrangement when the reporting person has knowledge of the matter and also when the reporting person has suspicion of the matter in question. It is emphasized that the Arrangement is a voluntary alternative to the ordinary communication channels.

To the extent that the reporting person has knowledge or suspicion of the matter, the reporting person is requested to inform the following:

- a description of the matter;
- the persons involved;
- whether others are aware of the suspicion about the matter;
- whether the management is aware of the matter;
- whether documents exist that support the matter;
- whether and where further information may be found about the matter;
- for how long the matter has gone on; and
- whether the reporting person knows about any attempts to hide the offence.

To facilitate further investigation of the reported issue, and to be able to identify the offence, it is important that the reporting person describes the offence in the best possible way. It is not possible to make further investigations of a case if the report is not specified or if it only contains general allegations without any further clarification.

Manifestly unfounded reports will not be investigated further. In the event of a false report submitted through the Arrangement not in good faith, the reported person will be informed about the identity of the reporting person, provided the identity has been disclosed in the report. An assessment will be made as to whether a false report will give rise to legal action, including employment-related consequences if the reporting persons is an employee of the Hempel Foundation.

#### **4 WHO IS TO RECEIVE THE REPORT?**

The Hempel Foundation has appointed a whistleblower unit that

- (a) will receive the reports and be in contact with the whistleblower;
- (b) will follow up on the reports; and
- (c) give feedback to the whistleblower.

The whistleblower unit consists partly of two lawyers from Plesner Law Firm (hereinafter referred to as "**Plesner**") and partly of an impartial group of persons at the Hempel Foundation.

Reports are to be submitted through Plesner's Whistleblower Arrangement that can be found on Hempel Foundation's [website: https://www.hempelfonden.dk/en/who-we-are/governance/whistleblower](https://www.hempelfonden.dk/en/who-we-are/governance/whistleblower).

It is possible to report anonymously through the Arrangement.

If the whistleblower chooses to submit an anonymous report, it is recommended - to ensure full anonymity - that the whistleblower uses a private PC or, for instance, a PC located at a public library.

The Hempel Foundation recommends the whistleblower to state his or her name when submitting a report so that the whistleblower unit is able to ask clarifying questions and subsequently provide feedback about the further course of the investigation. However, it is possible to have anonymous communication between Plesner and a whistleblower who chooses to be anonymous (see below).

Plesner will make a communication module available, allowing the whistleblower to communicate with Plesner for the purpose of providing additional information about the reported issue, which Plesner will then pass on to the whistleblower unit. To safeguard the whistleblower's anonymity towards the Hempel Foundation, it is also possible for the whistleblower to communicate anonymously with Plesner through the communication module. Thus, it is possible by means of the communication module in the Arrangement to provide additional information and remain anonymous. In connection with the reporting, a one-off code is generated which, in order to safeguard the anonymity, cannot be re-created. Therefore, it is **important** that the whistleblower keeps the code and remembers to log on the communication module to communicate with the whistleblower unit.

The communication module can be accessed through the above-mentioned link under the Arrangement to log on the communication module. It is important that the whistleblower regularly enters the communication module to check whether Plesner has asked any questions. Plesner is not able to come into contact with the whistleblower in any other ways, for instance to inform the whistleblower that additional questions etc. have been submitted.

The report is received by two lawyers from Plesner who will make a legal capacity assessment of the persons who are able to process the report at the Hempel Foundation. The report will then be forwarded to the relevant case manager at the Hempel Foundation.

All parties involved, including the Hempel Foundation and Plesner, will treat all reports as confidential.

## **5 PROTECTION OF THE REPORTING PERSON**

If an employee submits a report in good faith through the Arrangement which subsequently turns out to be unfounded, this will not have any negative consequences or implications for the employee or the employment relationship of the employee. Similarly, it will not have any negative consequences for a person not employed by the Hempel Foundation who in good faith submits a report which turns out to be unfounded.

The Hempel Foundation will not accept that an employee or another person deliberately submits false reports. If a person deliberately submits a false report, this may have legal consequences. If the person in question is an employee of the Hempel Foundation, a deliberately false report may result in employment-related consequences, including a summary dismissal of the employee.

Information on the identity of the reporting person will basically not be disclosed to the person affected by the report. However, the identity will be disclosed if it turns out that a false report has been deliberately submitted or if the Hempel Foundation is under an obligation to do so. Pursuant to Article 15 of the General Data Protection Regulation, the data subject has a general right to access, unless - pursuant to Section 22 of the Danish Data Protection Act - an exemption can be made to the data subject's request in this respect.

Also, the identity of the reporting person can be revealed in connection with any subsequent legal proceedings concerning the reported issue.

## **6 INFORMATION TO THE REPORTED PERSON AND THE REPORTING PERSON**

The person concerned by a report submitted through the Arrangement will be informed in this respect as soon as possible after a preliminary investigation has taken place and all relevant evidence has been secured. The person in question will for instance be informed about:

- the identity of the person/group of persons responsible for the investigation of the report;
- a description of the allegations; and
- the persons who have seen the report.

Reference is also made to the Privacy Policy for the Whistleblower Arrangement, which can be found [here: https://www.hempelfonden.dk/en/who-we-are/governance/whistleblower](https://www.hempelfonden.dk/en/who-we-are/governance/whistleblower), regarding the duty of information pursuant to the General Data Protection Regulation in relation to reported persons and persons submitting a report.

## **7 DATA SECURITY AND DATA STORAGE**

The Hempel Foundation and Plesner will process all information reported through the Arrangement, including information on reported persons under the Arrangement, in accordance with applicable law in force at any time.

All reports will be stored properly, and it will only be possible for relevant persons to access the information.

Reports that turn out to be manifestly unfounded will be closed immediately. A report falling outside the scope of categories of violations that can be reported through the Arrangement will immediately be forwarded to the Hempel Foundations executive director and then closed in the Arrangement.

If the offence is reported to the police or another authority, the report will be closed immediately after the case has been closed by the authorities in question.

If - on basis of the collected data - a disciplinary sanction is implemented against the reported person, or if there are other grounds justifying and requiring the continued storage of the data on the reported person, such data will be stored, where an employee is involved, in the employee's personnel file. Otherwise, the report is stored in accordance with the Hempel Foundation's deletion policy.

## **8 QUESTIONS**

If you have any questions regarding this Whistleblower Policy, you are welcome to contact executive director Anders Holm, [andho@hempel.com](mailto:andho@hempel.com).

## **9 UPDATING**

This Whistleblower Policy has been updated on or before: November 21