

Misconduct Reporting Policy

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This Policy provides guidance on how to report Misconduct within **Photon Energy Group**. Photon Energy Group is defined as a group of companies which are subject to unified governance and management performed by the mother company - **Photon Energy N.V.** registered at the Amsterdam Chamber of Commerce under the No. 51447126, registered office at Barbara Strozilaan 201, 1083 HN Amsterdam.

1. Introduction

1.1. Objective

As an international organization with a global emphasis on excellence, Photon Energy Group (Group) expects all group companies and employees, including directors and officers, to always behave in accordance with its core values described in the **Code of Ethics**. This means acting responsibly, with integrity, and in compliance with Photon Energy Group's policies and procedures, and applicable laws and regulations. We expect all employees to support Photon Energy Group in maintaining its reputation by adhering to the high standards reflected in our core values described in the Code of Ethics.

1.2. Purpose

This Policy aims to support Complainants in the reporting of known or suspected instances of Misconduct or undesirable acts which are or may be unlawful, breach Photon Energy's policies and procedures or could have an adverse effect on the brand, the business, or the goodwill of the Group.

The Policy also aims to ensure that Photon Energy Group fully complies with the most recent laws and regulations adopted in this area, and best practice.

A simple process for Complainants will be initiated whereby a secure and independently operated "SpeakUp Line" website, will allow reporting in the case of suspected Misconduct.

1.3. Scope

Photon Energy Group promotes a culture of openness and accountability and encourages all stakeholders to report any incidents where conduct falls short of the values of the Group's Code of Ethics. Any such report should be provided in accordance with this Misconduct Reporting Policy.

These Principles apply to the Complainants who have acquired information on breaches in the work-related context.

These Principles apply to any harmful conduct, i.e. all kinds of fraud and serious infringements concerning a gross breach of or a gross default on any generally applicable laws and regulations (laws and regulations, accounting principles, market protection or insider trading policies or rules), as well as any bylaws (such as employment regulations, Code of Ethics, Photon Energy Group standards, or other bylaws),

They also apply to any breaches of banking secrets or confidentiality, money laundering, thefts, frauds, bribery and corruption, etc. – see more in chapter [2.3.3.](#)

1.4. Definitions and Abbreviations and Explanatory Notes

- ▶ **The Company, Photon Energy Group or Group**
Photon Energy N.V. and any other company which is subject to its unified governance and management;
- ▶ **The Complainant** is anyone, whether within or outside Photon Energy Group, who submits – in good faith and having a reasonable suspicion and/or evidence of potential Misconduct – a report (also

referred to as a complaint or concern) regarding Misconduct within or relating to Photon Energy Group.

- ▶ **Code of Ethics:** see [photon-energy-group-code-of-ethics.pdf \(photonenergy.com\)](https://photonenergy.com/photon-energy-group-code-of-ethics.pdf)
- ▶ **Employee:** Any person, which is employed by the Company;
- ▶ **The Integrity Officer** is a person in charge of all cases reported to the “SpeakUp Line” who ensures that they are investigated and dealt with in a lawful and timely manner, with full respect of the rights of all individuals involved. The Integrity Officer may either be a Photon Energy Employee or an external party.
The Integrity Officer is the person appointed by Photon Energy N.V. Management Board to coordinate integrity issues under this procedure and to provide regular reports to the Management Board, as well as an annual report to the Audit Committee of the Supervisory Board, on cases reported either via the [SpeakUp Line](#) or directly to the Integrity Officer. Currently the role of the Integrity Officer is performed by the **Compliance Officer**. The Integrity Officer also ensures that any reports under this procedure on suspected Misconduct by one or more members of the management team of a Photon Energy Group company are reviewed by Supervisory Board.
- ▶ **The Misconduct:** unacceptable or improper behaviour, especially by an Employee or professional person, potential fraud, serious infringement or any other harmful conduct, such as: breaches of human rights principles, health and safety failures, breaches of the principles of Photon Energy Code of Ethics, breaches of Photon Energy Group’s policies or procedures (e.g., anti-competitive practices, discrimination, harassment, bribery, fraud), criminal offences, failure to comply with obligations imposed by law or regulation (including incorrect finance and accounting practices).
- ▶ **Photon Energy / Group Representative**
staff member, Employee, officer, director, or external contractor working for or on behalf of Photon Energy Group or one of its companies regardless of the form of his engagement towards the Photon Energy Group;
- ▶ **Policy:** Means this Misconduct Reporting Policy;
- ▶ **The SpeakUp Line** is the reporting facility consisting of a secure encrypted webpage, operated by an independent external provider, including the voice recording function, through which the Misconduct can be notified, also anonymously.

2. Policy Principles

2.1. Introduction

In order to assist in the reporting of (suspected) Misconduct within the Photon Energy Group, dedicated channels have been established. The Complainants may voice concerns through them, either through local reporting mechanisms in place at company level or through our [SpeakUp Line](#), the Photon Energy Group reporting facility (see paragraph 2.3 below).

2.2. Fundamental Principles

Complainants who suspect any actual or potential Misconduct may report their suspicion without fear of any adverse consequences.

All concerns raised in accordance with our official Policies will be treated confidentially (except as required to conduct an adequate investigation (including the right of reply of the suspects, individuals in question etc.) and, if necessary, to take appropriate action) and with the complete assurance that there will be no retaliation against any employee filing a report in good faith.

However, no protection can be extended to persons who have notified in bad faith. (e.g. to those who wanted intentionally harm someone).

Proven false report can be considered as an offence and can be fined in accordance with applicable law.

2.3. Reporting Hierarchy (or options) and Report

Anyone who reasonably suspects or has witnessed Misconduct is **strongly encouraged, and in some cases obliged**, to report the Misconduct.

2.3.1. First Instance Line

Complainants are encouraged to first raise concerns through their normal (local) reporting channels, either through local **management lines** or **officially communicated contacts** (such as Compliance Officer, HR, legal, etc.). Reporting to management is usually the fastest and most **preferred route**, and the best way to ensure a good and open work environment throughout the Photon Energy Group.

2.3.2. SpeakUp Line

The **SpeakUp Line** consists of the secure web page application through which the Complainant can report any Misconduct in writing or also orally by using voice recording function. The **SpeakUp Line** is operated by an independent external provider. Reports can be submitted anonymously and in the local language, however Photon Energy Group encourages Complainants to reveal their identity when they submit a report, as this greatly facilitates the investigation of the report.

The **SpeakUp Line** should not be used to bypass normal reporting procedures. It is only intended for situations when reporting through the normal reporting channels is likely to be inappropriate or ineffective and should be considered as a last resort.

Oral reporting shall be possible also upon request by the Complainant, by means of a physical meeting with Integrity Officer or authorised staff members.

In the case that a Photon Energy Representative is in doubt whether specific conduct concerning the Company may or may not be in violation of this provision, it shall contact the Company's legal and compliance department for consultation at compliance@photonenergy.com.

2.3.3. Scope of Reporting

The **SpeakUp Line** may be used to report incidents if there is reasonable suspicion or evidence of serious Misconduct within or relating to the Photon Energy Group. This includes, but is not limited to, serious cases related, such as:

- ▶ breaches of human rights principles,
- ▶ health and safety failures,
- ▶ breaches of the principles of Photon Energy Code of Ethics,
- ▶ breaches of Photon Energy Group's policies or procedures (e.g., anti-competitive practices, discrimination, harassment, bribery, fraud),

- ▶ criminal offences,
- ▶ failure to comply with obligations imposed by law or regulation (including incorrect finance and accounting practices), and
- ▶ breaches falling within the scope of the EU or other operating countries: public procurement; financial services, products and markets, and prevention of money laundering and terrorist financing; product safety and compliance; transport safety; protection of the environment; food and feed safety, animal health and welfare; public health; consumer protection; protection of privacy and personal data, and security of network and information systems.

2.3.4. Contain of the Report

To support a successful investigation of the notification, it is desirable from the Complainant to provide as much data as possible, including:

- ▶ the identity of the person involved in the notification,
- ▶ when, where and how the Misconduct was committed,
- ▶ evidence by which the Complainants can substantiate their claims,
- ▶ the amount of the benefit that the notifying person should have received and if applicable
- ▶ the amount or type of damage (personal, asset, environment, brand, reputation, financial etc) that could have been caused by the act.

2.4. Handling of a Report

If a manager receives a misconduct report, it is their responsibility to solve it within a pre-arranged time or to forward it to the appropriate person. The manager is also obliged to forward the report to the Integrity/Compliance Officer for evidence.

Reports received through the [SpeakUp Line](#) are sent to the Integrity Officer.

The Integrity Officer will confirm receipt of a report to a Complainant (kept anonymous unless the Complainant decides to reveal its identity) through the [SpeakUp Line](#) within seven working days. Insofar as it is appropriate and practicable, the Complainant will be kept informed of the progress of the investigation. However, for reasons of confidentiality and privacy, the Integrity Officer may be prevented from sharing specific details of the investigation or actions taken.

If a report is submitted through the [SpeakUp Line](#), but a) does not fall within the scope and purpose of this tool or b) should have been handled through standard procedures (e.g., payroll, dispute over a contract, general or service satisfaction issues), the Integrity Officer will refer the Complainant to the applicable (local) reporting procedures or contact the relevant local function to handle the report.

The Integrity Officer ensures that all relevant reported cases are investigated and dealt with in a lawful and timely manner, respecting the rights of all individuals involved. In certain instances, such cases may be referred to and handled by a local management representative and/or other relevant functions of the company, depending on the nature of the report. In these cases, the same practices regarding confidentiality with no retaliation still apply.

The Integrity Officer may decide not to investigate if:

- ▶ there is insufficient information for a fair investigation, and it is not possible to obtain further information;
- ▶ there is an indication that the report was made in bad faith.

If the reported Misconduct involves one or more members of the local management team of a Photon Energy Group company, the Integrity Officer may inform local management and will inform the member of the Photon Energy N.V. Management Board and/or the Audit Committee of the Supervisory Board.

After the investigation, prompt and appropriate corrective action will be taken when and as warranted in the judgment of the relevant management level, accounting for the relevant company functions (e.g., HR, Legal, Disciplinary Committee).

Photon Energy expects management at all levels within the Photon Energy Group to handle all reports concerning any alleged Misconduct seriously, confidentially, and in an expeditious manner, and to ensure that the Complainant is not confronted with retaliation. Management is obliged to fully cooperate with any investigation into alleged Misconduct.

2.5. Complainant Protection

The identity of all Complainants will be kept confidential to the extent that this is practicable, or the Complainant decides, and no retaliation against good-faith Complainants will be tolerated.

Submitting a report does not automatically protect Complainants who themselves participated in the reported Misconduct from disciplinary or other action related to their participation in the Misconduct. However, Photon Energy Group will take the fact that the Complainant made the report into account as a mitigating factor.

The Complainants shall qualify for protection under these Principles provided that:

- ▶ they had reasonable grounds to believe that the information on breaches reported was true at the time of reporting and that such information falls within the scope of this Policy, and
- ▶ they reported either internally or externally in accordance with these Principles.

Any form of retaliation against Complainants is prohibited, including (in particular) the following:

- ▶ demotion or withholding of promotion or suspension of training and education;
- ▶ a negative performance assessment or employment reference;
- ▶ imposition or administering of any disciplinary measure, reprimand or other penalty;
- ▶ coercion, intimidation, harassment, discrimination or unfair treatment;
- ▶ failure to convert a temporary employment contract into a permanent one, where the worker had legitimate expectations that he or she would be offered permanent employment;
- ▶ failure to renew, or early termination of, a temporary employment contract;
- ▶ harm, including to the person's reputation (particularly in social media), or financial loss, including loss of business and loss of income;
- ▶ blacklisting which may entail that the person will not, in the future, find employment in the sector or industry;
- ▶ early termination or cancellation of a contract.

When the Complainant reports suspected or actual Misconduct, they should continue to comply with all contractual or other confidentiality obligations owed to the Group. The Complainant should therefore avoid any form of external or internal publicity without first making use of internal procedures, unless external

reporting is required or otherwise authorized by applicable law. Photon Energy Group reserves its rights with regard to any breach of such contractual or other confidentiality obligations.

If a Complainant decides to report alleged Misconduct externally while an investigation by a Photon Energy Group company is ongoing, the company may decide to no longer involve the Complainant in that investigation or to stop the investigation and take any other steps it considers necessary.

2.6. Protection of the Accused

When a person is under investigation, as a result of a Misconduct report, they will be notified of this fact within a reasonable timeframe, depending on the facts and circumstances and whether there is a perceived risk of destruction of evidence, retaliation and/or obstruction of the investigation.

Any person under investigation has the right to respond to the allegations and can appeal against any adverse findings or decisions.

2.7. Confidentiality, Personal Data Protection

Confidentiality

The identity of the Complainant, if known, shall not be disclosed to anyone beyond the authorised staff members competent and authorized to receive or follow up on reports, without the explicit consent of the Complainant. This shall also apply to any other information from which the identity of the Complainant may be deduced.

The identity of the Complainant and any other information referring to the Complainant may be disclosed only where this is an obligation imposed by law (for instance in judicial proceedings), including with a view to safeguarding the rights of the person concerned.

Personal Data Protection

Any processing of personal data carried out pursuant to this Policy, including the exchange or transmission of personal data, shall be carried out in accordance with relevant data protection laws and Photon Energy Group Policies. Personal data which are manifestly not relevant for the handling of a specific report shall not be collected or, if accidentally collected, shall be deleted without undue delay.

3. Related Documents and Processes

Documents:
Work Regulations
Code of Ethics
All PEG Global Policies e.g. Anti-Bribery and Corruption Policy, Procurement Policy
Directive EU 2019/1937

4. Summarized Misconduct Reporting Procedure

If you are concerned about Misconduct, who should you talk to?

If you have a compliance concern, speak initially to your **Line Manager**. If you are uncomfortable doing so, you should contact **Compliance Officer, the Chief Legal Officer or your HR manager**.

However:

If these options are ineffective or inappropriate, you can:

Send the notification through **SpeakUp Line**. The system is operated by an external provider and provides the option to speak up in anonymity. You can report compliance concern orally by using voice recording tool, which is part of the reporting form.

Access to the URL for the Photon Energy Group **SpeakUp** Line web service can be found on the Photon Energy Intranet on <https://www.photonenergy.com/en/photon-energy-group/reporting-misconduct.html>.

SpeakUp Line User Instructions:

- ▶ The Complainant navigates to the relevant web page, leaves a message by entering a text or orally by voice recording function (in the local language or in English), and receives a unique **case number**. The external provider sends the copy of the web message to the Integrity Officer.
- ▶ Via the unique case number, the Integrity Officer will leave a reply message for the Complainant to confirm receipt of the report and, if necessary, to ask verification questions or summarize a conclusion. After the initial report, the Integrity Officer will endeavour to post a reply within a maximum of seven working days.
- ▶ The Complainant can use the case number to log in again and will be able to see the reply from the Integrity Officer. The Complainant can choose whether to answer questions immediately or at a later stage.
- ▶ You can also provide notification orally. For this purpose, you can use voice recording function, through which the Misconduct can be notified, also anonymously.
- ▶ If you wish to submit the report in person, you can arrange an appointment with Integrity Officer.

5. Final Provisions

This Policy may be modified with revisions made effective through publishing on the Photon Energy Group Intranet.