

Azelis SpeakUp! Policy



Version 2 - 2023





Azelis SpeakUp! Policy

The way we act at Azelis

Message from the CEO

With the launch of the Azelis Code of Conduct back in 2010, Azelis expressed the ambition to create a working environment, which is safe for all employees and where we act with honesty, integrity, and mutual respect.

Today, our Code of Conduct remains the cornerstone of a robust compliance program and since its launch it has been complemented with many other policies and guidelines which all serve that same purpose.

Through the introduction of this SpeakUp! Policy we want to ensure that you understand how you can report a concern under or breach of the Code of Conduct. The SpeakUp! Policy also describes how your report will be handled within our organization.

It is a stated aim of Azelis to have a culture where our employees are encouraged to speak up in a safe environment where they will not feel victimized. In this respect, we want to re-emphasize that those of you who come forward and report a concern in good faith under the Code of Conduct will never be retaliated against and all reports will be treated with confidence. In addition to the existing reporting channels, we have now set up a third-party hosted SpeakUp! Line allowing you to also report any concern in full anonymity. We hope, however, that you will use the SpeakUp! Line only as a last resort. You are therefore encouraged to first address any issue to your line manager or alternatively your local/regional HR and compliance officer as part of our open and fair culture. This SpeakUp! Line will also be available to third parties via the Azelis website.

I sincerely hope that this SpeakUp! Policy and the introduction of the SpeakUp! Line will further strengthen the right culture within Azelis and I rely on each one of you to play a vital role in this process.

Sincerely,

[signed]

Dr. Hans Joachim Müller

Chief Executive Officer, Azelis



**Innovation
through
formulation**

Contents

Message from the CEO	1
1. Scope and purpose	3
2. What is considered “Misconduct”?.....	3
3. How to report established or suspected Misconduct?	4
4. Reporting in bad faith	5
5. Investigation of Misconduct.....	5
6. Protection and rights	6
A person reporting Misconduct	6
A person under investigation of Misconduct	7
7. Internal reporting	7
8. Data protection & privacy	7
9. Conflicts with local mandatory law	7
10. Contact details	8
Publication credits	8
Responsible publisher	8



1. Scope and purpose

This SpeakUp! Policy describes how any concern under the Azelis Code of Conduct, any of its supplementary compliance policies or applicable laws or regulations as well as a confirmed or suspected breach thereof involving the Azelis group can be reported and how such report is handled within our organization.

The SpeakUp! Policy applies to all directors, officers and employees of the Azelis group, including temporary employees trainees and interns.



2. What is considered “Misconduct”?

Misconduct is an unethical, inappropriate or unlawful conduct in serious violation of Azelis’ Code of Conduct or its compliance policies, including the Anti-Bribery & Fraud Prevention Policy and the Internal Rules of Procedure (“Misconduct”).

Examples of Misconduct include, but are not limited to:

- Discrimination and harassment
- Unauthorized disclosure of confidential information
- Abuse of company resources
- Failure to report a conflict of interest
- Material breach of the Internal Rules of Procedure
- Accepting or offering gifts or hospitality in violation of the Anti-Bribery & Fraud Prevention Policy
- Facilitation payments to governmental officials
- Non-compliance with antitrust regulations

Minor issues are therefore not considered as Misconduct and can be best dealt with by addressing them directly and promptly to the individual concerned.

Concerns about the quality or delivery of products or services or a disagreement with management decisions or the company’s strategy do not qualify as Misconduct and should therefore not be reported through the procedures foreseen in this SpeakUp! Policy, unless otherwise provided under mandatory applicable laws and regulations.



3. How to report established or suspected Misconduct?

If you have knowledge of an established or suspected serious misconduct, you are invited to report an incident of Misconduct through the following standard reporting procedures.

Firstly, you are encouraged to report any Misconduct to your direct line manager, who serves as a first point of contact for any concerns surrounding unethical, inappropriate, or illegal conduct within the Azelis group.

Alternatively, you may report it directly to your local or regional Human Resources or Compliance Department, the Group HR Director or Chief Compliance Officer.

In case you feel uncomfortable using any of the aforesaid reporting channels, you may revert to the Azelis SpeakUp! line (the “SpeakUp! Line”) - which we hope to be used only as a last resort. The SpeakUp! Line is hosted off-site by an independent third party and allows for reports to be made and to communicate anonymously in your native language and directly with the Group HR Director and Chief Compliance Officer (the “Integrity Officers”). A report of Misconduct through the SpeakUp! Line can be made either via a web-based portal or telephone. You can also request for a meeting in person within a reasonable period of time following submission of your report. You can access the SpeakUp! Line [here](#). A first response by the Integrity Officers to your report will be available within one week so please remember to return to the SpeakUp! Line to consult this.

You are equally invited to make use of the SpeakUp! Line if you made your report through any of the above reporting channels and are dissatisfied with the outcome.

In order to minimize unclear and false reporting, we have decided to not investigate any anonymous reports which are received through channels other than the SpeakUp! Line.



4. Reporting in bad faith

Azelis takes the practice of reporting under this SpeakUp! Policy in bad faith very seriously. A report is considered to be made in bad faith when false accusations are made knowingly and willingly, for example, when making a false report as a mere result of a personal conflict with a colleague.

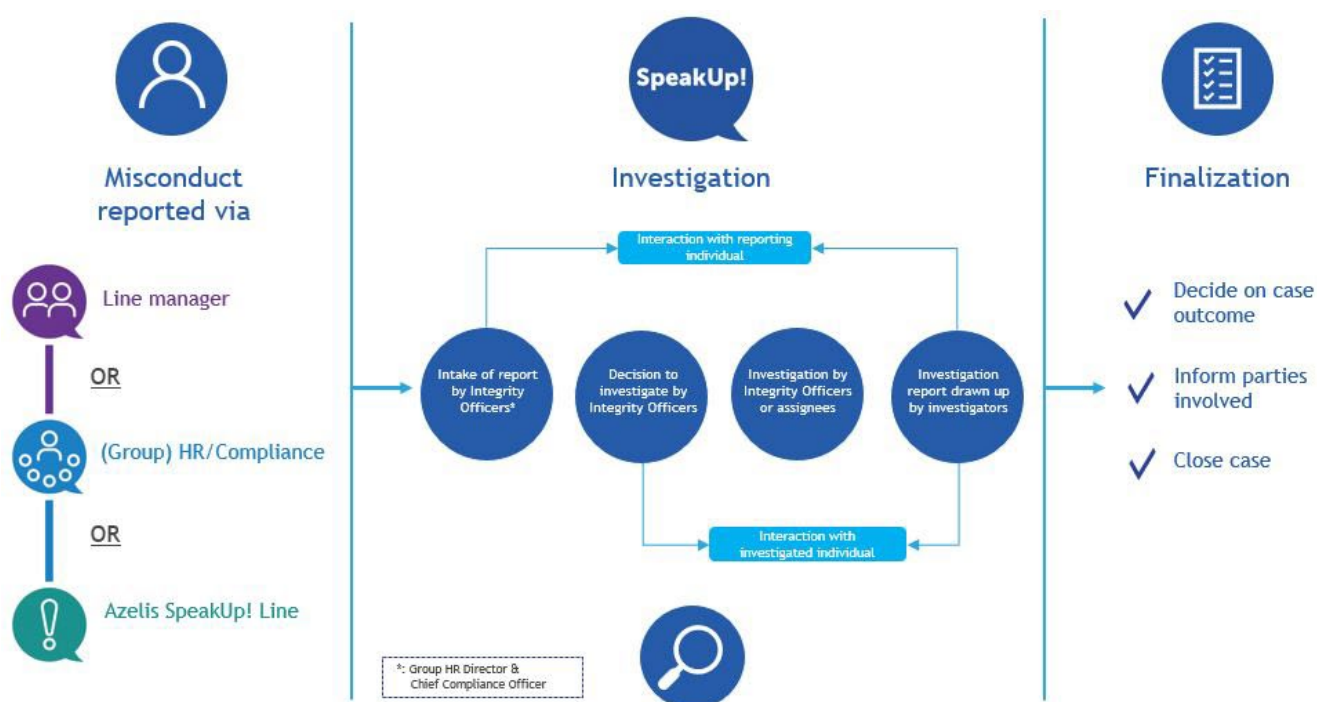
This act is considered in itself as a Misconduct and disciplinary action will be taken in line with applicable laws and regulations against anyone who reports an alleged Misconduct in bad faith.

5. Investigation of Misconduct

All reports of Misconduct must be made available to the Integrity Officers for evaluation and investigation.

Upon receipt of a report of alleged Misconduct, an acknowledgement of receipt is sent within seven days (or any shorter period imposed by applicable laws and regulations) and the Integrity Officers will evaluate and assess the information received and determine the appropriate course of action. This will, in most cases, result in the responsibility for next steps in the investigation being assigned to the most appropriate person(s) within Azelis. Such assignment may result in the involvement of different departments, including SHEQ, HR, Legal, Compliance and Internal Audit, but always on a strict need-to-know basis and avoiding any possible conflicts of interest. The Integrity Officers will ensure that all reported cases are investigated and documented appropriately.

Azelis expects management at all levels to handle all matters concerning any alleged Misconduct seriously and confidentially, and to promptly escalate them to the Integrity Officers. Management is obliged to fully co-operate with and assist whoever is appointed to investigate the Misconduct.



No later than within three months following the acknowledgement of receipt (or any shorter period imposed by applicable laws and regulations), feedback will be provided to the reporter, which will include information on measures planned or taken and the reasons for such actions.

The Integrity Officers have the right to not investigate a reported Misconduct for any of the following reasons:

- (i) There is insufficient information for an adequate investigation and no reasonable possibility exists to obtain additional information; or
- (ii) It is established that the report was made in bad faith.

In the event that your report concerns Misconduct, which involves one or both of the Integrity Officers, you should report the alleged Misconduct directly to the Group Chief Executive Officer.

6. Protection and rights

A person reporting Misconduct

Subject to the following provisions, the conditions and circumstances to be eligible for protection against retaliation shall be determined by applicable laws and regulations.

The identity of any person who reports a Misconduct will be protected and Azelis has a strict policy of protecting those who report under this SpeakUp! Policy against any form of retaliation. The identity of the person making a report will only be disclosed insofar this is allowed or required to handle the report in accordance with applicable laws and regulations. If you decide to report a Misconduct anonymously through the SpeakUp! Line, the third party that hosts the SpeakUp! Line will never disclose voice-files, IP addresses or phone numbers, unless in the specific circumstances set out hereunder.

Without prejudice to the abovementioned protection against retaliation, a person who reports a Misconduct under this SpeakUp! Policy will not, however, be granted unconditional immunity.

This protection is applicable to those persons who follow the reporting procedure under this SpeakUp! Policy.

Even when the reporting procedure has been followed correctly, there are two exceptions when protection to a person reporting a Misconduct is not granted:

- (i) In cases where it is established that a report has been made in bad faith; or
- (ii) If the report itself is a criminal offence, for example a report in which serious threats against another person's physical integrity are made or if information was obtained in an illegal manner.

In these circumstances, Azelis may decide or could even be obliged to inform and involve the competent authorities. When a Misconduct has been reported by means of the SpeakUp! Line, the voice file, IP address or phone number might be handed over to the authorities by the third-party host of the SpeakUp! Line, but never to Azelis.

In the event a person who reported a Misconduct has reason to believe that the procedure under this SpeakUp! Policy has not been complied with, is not satisfied with the follow-up or outcome of his/her report or doesn't feel sufficiently protected, he/she can file a complaint directly to the Group Chief Executive Officer.



A person under investigation of Misconduct

When a person is officially under investigation for Misconduct, Azelis will notify such person as soon as reasonably possible within maximum 15 days following the start of the investigation, unless it is prevented doing so under applicable regulations. This period can, however, be extended if there is a substantial risk of destruction of evidence or impediment to the investigation.

Once notified, a person who has been put under investigation will be provided to be heard and has the right to bring forward his/her defense. Such defense must be directed in writing to the Integrity Officers.

7. Internal reporting

The Chief Compliance Officer will provide a quarterly report to the Group Chief Executive Officer & Group Chief Financial Officer on all open cases, including the status thereof and will report annually to the Audit Committee of the Azelis group.

This report will also include information about cases that have not been investigated or that have been closed during the preceding period.

The reporter will receive regular feedback regarding the follow-up of the report, with first feedback within three months following the acknowledgement of receipt of the report (or any shorter period imposed by applicable laws and regulations).

8. Data protection & privacy

The Azelis group and its assigned officers will treat all information received under this SpeakUp! Policy in strict confidence. The privacy of any person who reported Misconduct, is suspected of Misconduct, forms part of the investigation or is mentioned in any report will be protected. Information will only be shared on a strict need-to-know basis. If the SpeakUp! Line is used, information will also be accessed by staff and/or a translator of the third-party host, again only on a strict need-to-know basis.

The implementation of the SpeakUp! Policy relies on the processing of personal data. As a consequence, data protection rules are applicable. Azelis will ensure full compliance with applicable data privacy and protection rules in accordance with Azelis' Data Protection Policy. The third-party host of the SpeakUp! Line is fully certified to operate in compliance with applicable data privacy laws, including GDPR.

9. Conflicts with local mandatory law



In the event of a conflict between this SpeakUp! Policy and (local) mandatory applicable laws and regulations, the latter shall prevail.



**Innovation
through
formulation**

10. Contact details

If you have any question concerning the interpretation or application of this SpeakUp! Policy, please contact your local or regional Human Resources or Compliance Department or the Group HR Director or Chief Compliance Officer.

For full contact details, please refer to the Functions pages on [Azelis InterAct](#).

Publication credits

Responsible publisher

Azelis Group NV
Group Communication Department
Posthofbrug 12, Box 6
2600 Antwerp
Belgium

T: +32 (0)3 613 01 20

F: +32 (0)3 613 01 21

E: communications@azelis.com

© 2023 Azelis Group NV. All rights reserved. Azelis is a registered trademark of Azelis Group NV.



Innovation
through
formulation