



IBSA Nordic ApS

- Whistleblowing Policy -

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PURPOSE

This *policy* aims to identify and regulate the process of receiving, analyzing and processing the Whistleblowing Reports – even anonymously or confidentially – carried out by anyone, according to methods aimed at protecting the confidentiality of the identity of the Whistleblower.

SCOPE OF APPLICATION

This document applies to IBSA Nordic ApS (hereinafter, also "the Company") and all its local units and enters into force from the date of approval by the Board of Directors.

RECIPIENTS

This *policy* is aimed at:

1. all employees of the Company, as well as those who are bound to the Company in another manner, including administration, apprenticeship, intermittent work, etc.;
2. consultants and self-employed workers, in general, who carry out their work for the Company;
3. volunteers and trainees, whether paid or not, who work for the Company;
4. directors, shareholders of the Company and anyone who exercises functions of administration, management, control, supervision or representation, even de facto, of the Company.

REFERENCES AND DEFINITIONS

As part of the *Whistleblowing Policy*, reference is made to the following documentation:

- IBSA Group Code of Ethics;
- IBSA Group Anti-Corruption Guidelines;
- Whistleblower-law – Lov om beskyttelse af whistleblowere – Lov nr. 1436 af 29. Juni 2021

In addition, the following definitions are intended to clarify the meaning given to certain terms used:

- **Whistleblowing report or Report:** communication, written or oral, concerning facts, acts or omissions or conduct constituting illegal acts or irregularities, carried out in violation of national or European laws, regulations, provisions of the authorities, the IBSA Group Code of Ethics, and the internal regulations of the Company and the Group.
- **Whistleblower:** anyone who becomes directly or indirectly aware of illegal conduct, irregularity or violation of company procedures and carries out the whistleblowing.
- **Reported:** the person charged for the conduct being targeted.
- **Person concerned:** a natural or legal person who is referred to in a report as a person to whom the relevant wrongdoing is attributed or with whom that person is associated.
- **Facilitator:** an individual who assists, in a confidential manner, a reporting person in the reporting process in a work-related context.
- **Group:** the IBSA group of Companies.

SUBJECT AND CONTENT OF THE REPORT

The Report may concern conduct or behavior, as well as non-compliance, omissions and irregular conduct, of a serious nature, of which the Whistleblower has become aware at the work context, or even the mere suspicion that such conduct, non-compliance etc. has been carried out in violation of national and/or European laws and regulations, or internal rules, which directly or indirectly involve IBSA Nordic ApS.

These include, but are not limited to:

1. acts of unfair competition, crimes against company assets, offenses relating to public contracts and violation of applicable regulations with respect to the Company's activities;
2. the non-compliance with the IBSA Group Code of Ethics, the Guidelines, the Policies and, in any case, the general principles of conduct that inspire the Company's actions (for example, harassment and inappropriate behavior towards the Company's staff and those who work in its name and on its behalf;

The Report must, as far as possible, be detailed and based on precise and consistent facts and, therefore, must contain the following elements:

- the personal details of the Whistleblower, in the event that the Whistleblower does not opt for being anonymous;
- a clear and complete description of the facts being reported, to the extent known;
- if known, the circumstances of time and place in which they were committed;
- if known, personal details or other elements (such as the qualification and the service in which the activity was carried out) that allow to identify the subject(s) who has/have carried out the reported facts;
- the indication of any other subjects who may be able to report on the facts being reported;
- an indication of any documents which may confirm the validity of the facts being reported;
- any other information that may be useful when assessing the facts reported.



It follows that Reports based on mere rumors, or which are otherwise unreliable, will not be taken into account. In this perspective, it is advisable that the aforementioned reports are as detailed as possible and offer the greatest number of elements, in order to allow the Company to carry out the necessary checks.

Anonymous Reports will only be taken into account, if they meet the above requirements.

Reports concerning disputes, claims or requests related to a personal interest of the Whistleblower that relate exclusively to the Whistleblower's individual employment relationships, including, but not limited to, labour disputes or friction between colleagues, are not allowed, unless such infractions are of a serious nature.

REPORTING MANAGEMENT

Taking into account that the Company intends to protect the confidentiality of the identity of the Whistleblower, in accordance with the relevant regulations, it has decided to attribute the management flow of the Whistleblowing to the whistleblower-responsible at IBSA Nordic ApS.

In particular, IBSA Nordic ApS has set up and made available a web channel dedicated, exclusively, to the transmission of whistleblowing reports, capable of ensuring that the Whistleblower's login is not tracked in any way.

The web channel can be reached at, by PC or mobile device, at the following link:

https://ibsanordicwhistleblowing.whistlelink.com

Concretely, the Whistleblower has the possibility to make the Report by filling out an online form, and at the end of the reporting a unique number is assigned to the case. The whistleblower, then, once the communication has been transmitted, receives a verification code, together with a message of being responsible of the communication itself. The aforementioned code allows the Whistleblower to access the Report and monitor the status of the same, as well as check any request for clarification. The Company will, within 7 days of submission confirm receipt of the Report and will within 3 months from confirming receipt of the Report, provide feedback.

In addition to this, the portal login page contains practical information on the correct use of the tool and the *privacy* policy.

In any case, additional channels are guaranteed and, specifically,

- a postal address to which a formal letter could be sent:

<p>IBSA Nordic ApS Kalvebod Brygge 45, 2nd floor DK-1560 Copenhagen V Att.: Whistlebloweransvarlig Mark the letter “Confidential” / “Fortroligt”</p>

Oral reporting is also permitted, at the request of the Whistleblower, through a direct meeting with the whistleblower-responsible at IBS Nordic ApS to be requested using the channels indicated above.

All reports received through channels other than the web platform must in any case be reported on the aforementioned platform by IBSA Nordic to standardize their management and ensure traceability.

EVALUATION PROCEDURE

Upon receipt of the Whistleblowing Report, the Whistleblower responsible employee (hereinafter also referred to as "the Recipients of the Report") take charge of the Whistleblowing Report for the related investigations. The Recipient of the Report will issue the Whistleblower an acknowledgment of receipt of the Report within seven days from the date of receipt.

If the conditions are met, the Recipients of the Report will start the investigation, maintaining interlocations with the Whistleblower and carrying out the necessary investigations: specifically, they verify the validity of the circumstances represented in the Report through any activity they deem appropriate, including the hearing of any other subjects who can report on the reported facts, in compliance with the principles of impartiality, confidentiality and protection of the identity of the Whistleblower, to the extent legally possible.

If the Report is submitted to a person other than the one identified and authorized for its management by the Company, the Report must be transmitted, within seven days of its receipt, to the appropriate person responsible, giving simultaneous notice of the transmission to the Whistleblower, if possible.

The Recipients of the Reports, on the basis of an assessment of the facts covered by the Report, may decide, in the event of obvious and manifest groundlessness, to close the Report without findings or recommendations for corrective actions, while in the event of calumny, willful misconduct or gross negligence of the Whistleblower, the Recipients of the Reports may transmit the information to the HR Department for disciplinary proceedings against the Whistleblower in the event that the Whistleblower is an employee of the Company.

In the event that the Report is deemed **unfounded** on the basis of the available elements, the Recipients of the Report, once the investigation has been concluded, shall formalize their findings and related recommendations in special *reports* subject to sharing with the competent functions, also for the adoption of the consequent measures, such as:

- the HR Department, for any disciplinary actions;
- the Company departments responsible for the adoption of corrective actions;
- legal advisors of the Company or legal authorities, depending on the competence and the relevant measures.

The Recipients of the Report shall, at the end of the investigation, inform the Whistleblower of the results of the investigations, by e-mail communication or through the online platform, where the information may be accessed with the verification code generated, within three months from the date of the acknowledgment of receipt of the Report. Such time limit may be extended only where there are properly justified circumstances.

The data and documents which are part of the Report are kept in accordance with the law for the time necessary to process the Report and in any case no longer than five years from the date of communication of the final outcome of the reporting procedure.

The implementation of the recommendations and corrective actions indicated is the responsibility of the individual Company functions in charge.

OTHER REPORTING CHANNELS

Without prejudice to the preference for using the internal channel, it should be noted that the Whistleblower may use the external reporting channel; The National Whistleblower Scheme, at <https://www.whistleblower.dk>).

PROTECTION OF THE WHISTLEBLOWER

Be aware: Due to limitations of Danish law, the Company may not be able to provide full protection of the Whistleblower in accordance with the Whistleblower-law.

If a Whistleblower does not feel sufficiently protected when using the Whistleblower Scheme of the Company, even if making an anonymous Report, it is recommended to make use of the National Whistleblower Scheme, <https://www.whistleblower.dk> instead.

The Company undertakes, to the extent possible by law, to keep the identity of the Whistleblower confidential, as well as any other information or element of the Report from the disclosure of which the identity of the Whistleblower can be deduced directly or indirectly. Such obligation of confidentiality shall to the extent legally possible be extended to anyone, who gains access to the identity of the Whistleblower or information or elements of the Report, including Facilitators.

Except to the extent required by law, the identity of the Whistleblower can be revealed only with the express consent of the Whistleblower.



In cases of proceedings where the disclosure of the identity of the Whistleblower is essential for the defense of the person being incriminated, as either part of legal sanctions or disciplinary sanctions, the Company, in addition to requesting the express consent of the Whistleblower, is obliged to send the Whistleblower a written communication of the reasons for such disclosure.

The Company shall, to the extent legally possible, not tolerate any prejudicial consequences towards the Whistleblower and undertakes to, as far as legally possible, protect the Whistleblower from any retaliatory or discriminatory act, even attempted or threatened, carried out as a direct or indirect consequence of the Report made. Such protection is however only available if the Whistleblower, at the time of the Report, had reasonable reason to believe that the information being reported was true and falls within the scope of whistleblowing defined by the Whistleblower-law.

Without prejudice to specific limitations of law, the protection provided in the event of retaliation shall not apply in the event of a criminal or civil ruling by a competent court, even if not final, against the Whistleblower, related to having reported false information with intent or gross negligence.

In the event of suspected discrimination or retaliation against the Whistleblower related to the Report, or abuse of the reporting tool by a Whistleblower, the Company will apply disciplinary sanctions. The adoption of discriminatory measures against the Whistleblower can be reported to the National Whistleblower Scheme.

DIFFUSION

This Policy is disseminated to the entire Company through training sessions, and publication on the <https://www.ibsanordic.com/whistleblowing.html> website and on Company bulletin boards, both digital and in the workplace.

THE SANCTIONING SYSTEM

An effective Whistleblowing system must provide for sanctions both against the Whistleblower, in the event of abuse of the reporting tools, and against the Reported when ascertaining the reported offenses and against those who violate the protection of the confidentiality of the Whistleblower.

Failure to comply with this Policy by collaborators of the Company is subject to disciplinary assessment by the Company.