



SPEAK UP

Whistle-blower Policy



*Please
come in*



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Ecotone conducts its business based on the principles of fairness, honesty, integrity and respect.

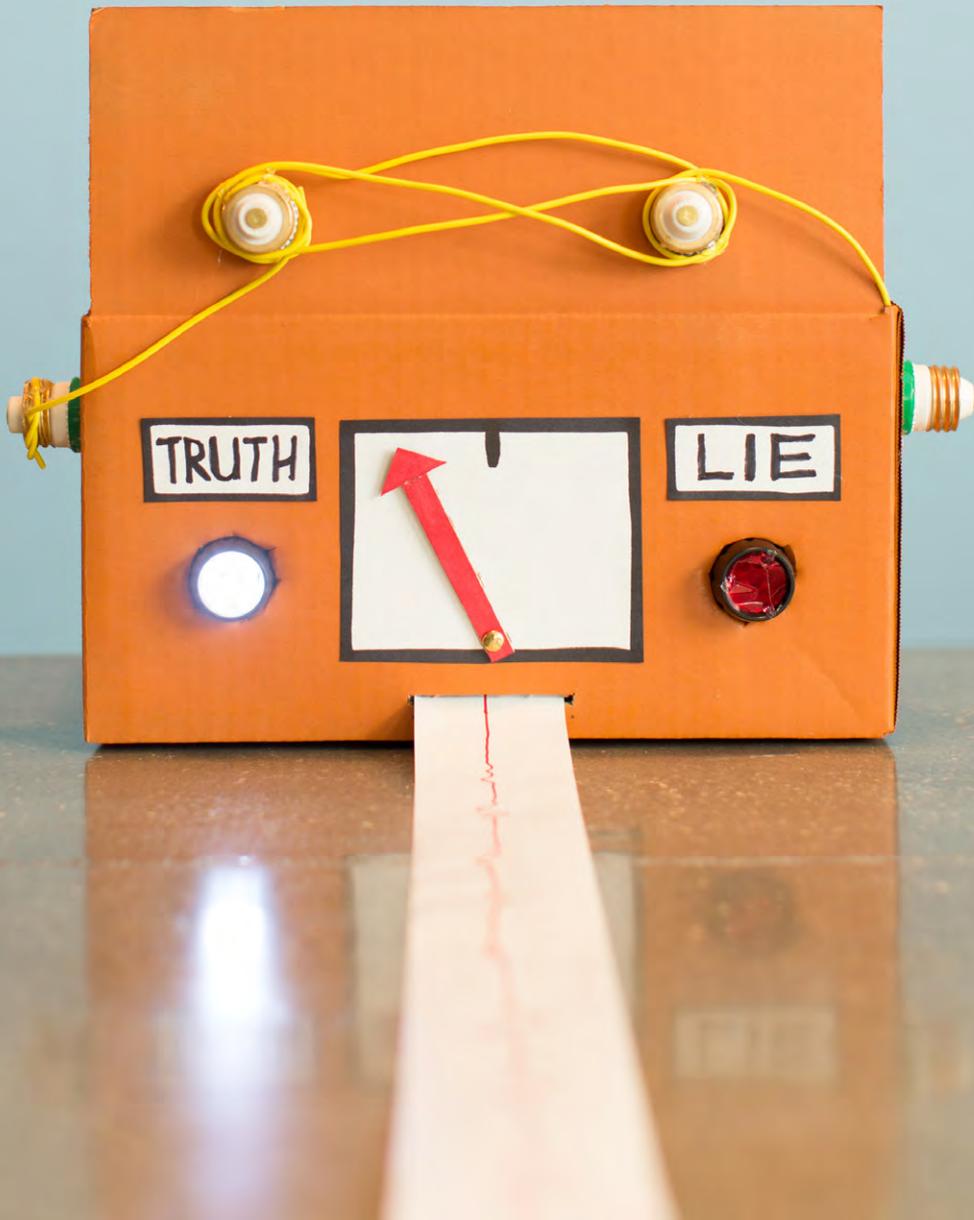
Introduction

We do business on the basis of fairness, honesty, integrity and respect. Accordingly, we want to ensure that any employee of Ecotone can speak up under this policy without the risk of retaliation and with the assurance that all reports are treated confidentially and are promptly investigated.

Ecotone is committed to ensuring that all employees follow applicable laws and regulations including our own policies and guidelines. With the policy we aim to support compliance with applicable laws, integrity in financial management, a healthier and safer work environment and effective corporate governance.

The policy applies to all employees of Ecotone and its operating companies, as well as to temporary staff and self-employed persons (such as external consultants).





When should you speak up?

An employee's report of suspected irregularities could relate to one of the following issues or conduct:

1. Corrupt, dishonest or fraudulent behaviour
 2. A (threat of) violation of the Company Code, Authority Limits or company policies
 3. A (threat of) criminal activity or violation of any applicable law or regulation
 4. A (potential) danger to the public or employees' health, safety and security or the environment
 5. Theft or fraud against Ecotone
 6. Purposeful misinformation or false statements to or by management, to internal or external auditors or to public authorities
 7. Inappropriate accounting, financial reporting practices or internal controls
 8. Mismanagement or abuse of authority
 9. Conduct that is detrimental to the interests of Ecotone
 10. Intentional suppression, destruction or manipulation of information regarding issues or conduct as described in 1-9 above;
- Your concerns should be based on reasonable grounds, arising from knowledge acquired while working for Ecotone.



How can a matter be reported?

You can report suspected irregularities in the following ways:



OPTION 1: YOUR MANAGER

You are encouraged to report matters firstly to your manager.

It is the fastest and preferred way to address a work related issue, to clear up any misunderstandings and to ensure a good and open work environment. If appropriate, your manager will involve local Human Resources to assist in a potential investigation.



OPTION 2: HUMAN RESOURCES

You can also report a matter directly to the local Human Resources department and/or the Confidential Advisor¹, particularly when:

1. You feel it is not an appropriate issue to discuss with your manager;
2. You do not feel comfortable discussing it with your manager; or
3. You have previously reported the matter and believe no action was taken.



OPTION 3: CFO/CEO/CHAIRMAN

If necessary, the employee is also free to report issues to the CFO, CEO and/or the Chairman of the Supervisory Board of Ecotone. If the issue directly concerns the functioning of the CEO and/or CFO of Ecotone, you shall report it to the Chairman of the Supervisory Board or the Confidential Advisor directly.



OPTION 4: CONFIDENTIAL REPORTING LINE /-WEBSITE

You can also dial an external, independent and confidential phone number or go to an external, independent and confidential website to report an issue or conduct. You can do this anonymously as well.

The employee may report an issue to Ecotone's external independent confidential reporting line or website, operated by People InTouch. People InTouch employees are not in any way affiliated or associated with Ecotone. The People InTouch operators of the confidential reporting line are trained and experienced specialists dedicated to dealing with these types of reports confidentially. Calls may be made at any time, 24 hours a day. If you place a call to the confidential reporting line, you leave a message in your native language. You may also leave a message (in your own language) on the confidential reporting website.

CONSULTATION OF ADVISOR

You may consult an advisor in confidence with regard to suspected irregularities. This advisor can be the Confidential Advisor but can also be another advisor who has a duty of confidentiality such as a lawyer, or a legal advisor of a trade union. In principle, this is at your own cost. You can also consult the advice department of the House of Whistleblowers. Upon your request, Ecotone is under the obligation to treat your report as confidential.

¹The Confidential Advisor is Christiaan Koster - Head of Internal Audit of Ecotone.
Contact details: confidential.advisor@ecotone.bio Tel. +31 (0)20 3122 163 / +31 6 81309239
The Confidential Advisor's back-up is Emmanuelle Varloud – Company Secretary & General Counsel.



1. Via your manager

Preferred route



2. Via Human Resources or directly via Confidential Advisor

- If not appropriate to discuss with own manager
- If previously reported to own manager but no action was taken



3. Via CEO / CFO / Chairman of the Supervisory Board (SB) of Ecotone

This route is always possible.*



4. Via People InTouch (SpeakUp telephone or website)

If you want to leave a message anonymously

Manager / HR manager who receives a report shall:

1. Report to his line manager (or his line manager's superior if appropriate)
2. Discuss report with Confidential Advisor

Confidential Advisor shall:

3. Inform Ecotone CEO and Company Secretary to discuss and decide with them on next steps
4. Communicate next steps to Manager / HR manager

Person who is to take the next steps shall:

5. Discuss report with employee who submitted it; obtain more information if necessary; make a written record of this conversation
6. Inform the person against whom an allegation is made (if identified) of the report.
7. Start the investigation
8. Report findings to the Confidential Advisor

The Confidential Advisor shall:

9. Report the findings to the CEO and Company Secretary
10. Discuss and decide on any measures to be taken to address the irregularities confirmed in the investigation, if any and who will communicate / implement them.

CEO / CFO / Chairman SB shall:

1. If appropriate, ask the Confidential Advisor (or the Company Secretary) to investigate the allegations, take the steps 1- 7 as described in the first column to the left and then report back.
2. The Confidential Advisor shall report the findings to the CFO and CEO or to the Chairman SB.
3. The CFO and CEO or the Chairman SB will discuss and decide on any measures to be taken to address the irregularities confirmed in the investigation, if any and who will communicate / implement them.
4. These measures will include who shall report back to the employee who submitted the report about the completion of the investigation or of the expected completion date. This shall be done in any case within 8 weeks after the report was made.

1. The person who wants to submit a report leaves a spoken message via the confidential telephone line or a written message via the confidential reporting website.
2. People InTouch will translate the message (if necessary) and will send it within one working day to the Confidential Advisor.
3. The Confidential Advisor will take the steps 1, 3, 4, 6, 7, 9 and 10 as described in the left column. If he requires more information from the employee who has submitted a report he will leave a message via People InTouch. This message will be given to the employee when he next dials in or logs in to the People InTouch confidential reporting line or website.

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*Confidentiality
will be
maintained
to the fullest
extent possible*



What happens once a report is made?

All reports will be investigated in order to find evidence that either substantiates or refutes the information provided. Confidentiality will be maintained to the fullest extent possible.

As soon as reasonably possible, but at least within 8 weeks, the responsible person within Ecotone will complete its investigation of the report and will inform you (if anonymous, then via the website / confidential reporting line). If the investigation can't be completed within 8 weeks, you will be informed about this too. You may also receive a request to provide further information.

Any person against whom an allegation is made, if identified, will be informed of the report as soon as practicable and will be given the opportunity to respond.

We are committed to take action and implement recommendations of any investigation in order to resolve any issues. However, if a report is found to be false, the record will reflect such a finding and any misinformation will be noted.



What happens if a report is anonymous?

Ecotone encourages everyone to report any issues or conduct directly and openly. If no other option is feasible, you can report it anonymously via the People InTouch confidential reporting line or website. Ecotone will investigate all anonymous reports; however, please realise that reporting anonymously may complicate investigations and possibly prevent appropriate action from being taken as it may be impossible to reach you for further information. Within one week a confirmation will be sent or recorded that the message has been received.



What if a false report is made intentionally?

We strongly recommend ensuring the information you report is as factually accurate, complete and unbiased as possible. Where it is clear that you are not acting in good faith or that intentionally a false report has been made, you may be subject to disciplinary measures that may include dismissal.



Will an employee be penalised for reporting a matter?

Ecotone very much appreciate anyone taking the courage to report the issues listed before. So, anyone who reports a matter in good faith or participates in an investigation of a report (and is not found to have been involved in the issue or conduct reported) will not be penalised or personally disadvantaged (e.g. by suffering harassment, discrimination, demotion, or dismissal).

An employee who believes he or she has been penalised because of a SpeakUp message or due to participation in the investigation of a report, should immediately escalate this matter through one of the methods described in this policy.

Appendix

- How to Leave a New Message
- Tips for Leaving a Message
- Frequently Asked Questions about the Phone System



How to Leave a New Message

Step 1:

Leave a new message via the SpeakUp System

You can choose to leave a message via the phone system or via the web system. Both systems work pretty much in the same way and are very simple. The web system has the advantage that you can print out your exact message and that you can upload documents. Whichever system you choose, we advise you to always write down your message beforehand; this way you are sure about the information you're about to give and that your message is comprehensive and to the point.

If you want to use the phone system, please dial the following free phone number:

Country Free phone number			
Belgium	0800 80863	The Netherlands	0800 0222931
France	0805 540030	United Kingdom	00800 4098 6544
Germany	0800 0007534	USA	1 866 2506706
Italy	800 917506		

When you make the call, have a pen ready. You will receive a six digit case number, which is randomly generated. It is very important that you write down this case number, so you can access the reaction to your message in a later stage. You can record your message after the beep. Please make sure to pronounce clearly, and ideally spell out names and locations. If you are finished, you can simply hang up.

If you want to use the web system, please go to:

www.speakupfeedback.eu/web/rtibsmff. After you have selected your language option, you will be asked to enter your access code:

Country	Access Code	Country	Access Code
Belgium	93770	The Netherlands	93810
France	93780	United Kingdom	93820
Germany	93790		
Italy	93800		

If you use the web system, you can type in or simply copy/paste your message.

When you are finished, you can press the 'send message' button. A screen with the case number and your message will appear, which you can print out.

Step 2: Return to the SpeakUp System to Access the Response

What happens next...

The moment you hang up the phone (phone system) or you send your message (web system), People InTouch starts the translation of the message into English. If it is a phone message, the recorded sound file will be transcribed (word by word) first. The recorded sound file will never be handed over to Ecotone. So your voice will not be heard by anyone from Wessanen! Once the transcription and translation is done, the exact message - both in the original language as well as in English - will be sent to the Ecotone Confidential Advisor within one working day. He or she will evaluate the message and will send a reply message to People InTouch. People InTouch will translate the message back into your language and post it on the web system. For the phone system, People InTouch will record the reply message in your language and will record it onto the phone system.

If you have used the phone system, please dial again the following free phone number:

Country	Free phone number	Country	Free phone number
Belgium	0800 80863	The Netherlands	0800 0222931
France	0805 540030	United Kingdom	00800 4098 6544
Germany	0800 0007534		
Italy	800 917506		

When using the phone system, you will be asked to **press 1** if you already have a case number. In order to hear your response, press 1 to enter your case number.

If you have used the web system, please go to:

www.speakupfeedback.eu/web/rtibsmff. After you have selected your language option, you will be asked to enter your access code again:

Country	Access Code	Country	Access Code
Belgium	93770	The Netherlands	93810
France	93780	United Kingdom	93820
Germany	93790		
Italy	93800		

When you use the web system, you can select the button **'if you already have a case number'**, to view the response.

After you read or heard your response, you can immediately post a reply message; if you need some additional time to think, you can simply hang up and call back another time. This works exactly the same when using the web system: you log out and return to the web system at a later instance. If you notice that a response has not been left for you, please be assured that the message is being reviewed and that a response will be available for you in a few working days. It is wise to check for a response regularly.

Tips for Leaving a Message

- Write down your message before leaving the message. When using the Web you can copy/paste the message, when using the Phone: simply read your message out loud.
- When you write your message, make sure you have made up your mind about remaining anonymous or not.
- When you write your message, make sure you have thought clearly about the amount and the type of information you want to include in your report.
- Give as much details as possible: names, location, number of invoice.
- If you have proof of your case in electronic form, please use the upload document facility of the SpeakUp Web system. You can even use this facility when leaving a message by Phone, using the case number you received.
- When using the phone clearly pronounce or even spell the names.
- Make sure to write down or print (Web) the case number.
- Leave your complaint on your best suitable time and place. Preferably not from the office. The system is available 24/7.
- Always call back (phone) or log in again (web) to check whether a response was left for you.

Frequently Asked Questions about the Phone System

1. How does it work?

You dial the free phone number, enter your access code and leave your message. Within one week you can call back to listen to Ecotone's response. You can reply to this response. This conversation cycle can be repeated endlessly.
(Tip: write down your message before you make the call.)

2. Is the system difficult to use?

Not at all: straightforward voice prompts guide you through the simple process.

3. Can my identity be discovered?

Firstly, you are in total control of the content of the message you leave: if you leave your contact details, People InTouch will forward it; if not, People InTouch and Ecotone will not know who you are. Furthermore, Ecotone has agreed not to seek the identity of any caller.

4. Will my voice be heard by Ecotone?

No. The SpeakUp system is operated by People InTouch, an independent company that transcribes and translates your message and sends Ecotone a typed word-for-word transcript of what you have said.
(Tip: if you still do not feel comfortable, someone else can read out your message)

5. Can Ecotone trace my call?

No. Ecotone has no access to the SpeakUp telephone system.

(Tip: if you still do not feel comfortable, use a public or non-identifiable phone number.)

6. What happens to the recording of my message?

Upon confirmation of receipt by Ecotone the recording will be erased.

7. Will confidentiality ever be broken?

The exception to the before mentioned: if the SpeakUp system receives a call threatening violence or an illegal act, it will retain the recording to hand over to the authorities upon request.

8. Who is paying for my call?

Access is via a free phone number so you can call at no cost to yourself.

9. Is there a limit on the length of message I can leave?

No. However, after seven minutes you get a notification followed by an option to continue.

10. How quickly will my message be passed on to Ecotone?

Your transcribed message will be sent to your company, in principle, within one working day.

11. Who at Ecotone receives my message?

The Confidential Advisor.

12. I want to remain anonymous but still receive a response; how can I do this?

The SpeakUp system will give you a unique case number. Please make sure to write this down carefully. This case number enables you to listen to the

response from Ecotone when you call back.

13. How quickly can I check for a response?

Ecotone has undertaken to respond within one week.

14. Can I call SpeakUp at any time?

Yes. SpeakUp is available 24 hours per day and 365 days per year.

15. Can I leave a message in my native language?

Yes, you can leave a message in your native language. Just choose the appropriate language option. Responses will be in your native language as well.

16. What if I want to leave documents?

You can log on to the secure SpeakUp Web Service using the same case number. Here you can leave your (electronic) documents.

17. What if I lose my case number?

If you have lost your case number, we ask you to call again and leave your message again for security reasons. If you write your message down before calling, this will not take up much of your time. Use the new case number for all further communication.



SPEAKUP

Whistle-blower Policy