



Policy Title: **Whistleblowing Policy**
Policy Owner: **Chief Legal Officer**
Chief Human Resources Officer
Implemented: **1 December 2020**

NEP Whistleblowing Policy

1. Policy Statement

- 1.1 NEP Group Inc (NEP) and all of its affiliates and subsidiaries (together, “NEP”) is committed to conducting its business with honesty and integrity, and it expects all respective officers, directors, employees and in-house contractors (together, “Personnel”) to maintain high standards generally and act in accordance with our Code of Ethics and Business Conduct Policy, NEP policies or any local code of conduct. However, a culture of openness and accountability is essential in order to prevent wrongdoing occurring and to address it if it does occur.
- 1.2 The aims of this policy are:
- (a) To encourage staff to report suspected wrongdoing as soon as possible, in the knowledge that their concerns will be taken seriously and investigated as appropriate, and that their confidentiality will be respected.
 - (b) To provide staff with guidance as to how to raise those concerns.
 - (c) To reassure staff that they should be able to raise genuine concerns without fear of reprisals, even if they turn out to be mistaken.
- 1.3 This policy covers all Personnel. This policy does not form part of any employee's contract of employment and we may amend it at any time.

2. Personnel responsible for the policy

- 2.1 The Chief Legal Officer and Chief Human Resources Officer have overall responsibility for this policy, and for reviewing the effectiveness of actions taken in response to concerns raised under this policy.
- 2.2 All Personnel are responsible for the success of this policy and should ensure that they use it to disclose suspected danger or wrongdoing as detailed in sections 3 and 4 below.

3. What is whistleblowing?

- 3.1 **Whistleblowing** is the disclosure of information which relates to suspected wrongdoing or dangers at work. This may include:
- (a) criminal activity;
 - (b) fraudulent activity;
 - (c) failure to comply with any legal or professional obligation or regulatory requirements;
 - (d) danger to health and safety;
 - (e) bribery or a breach of our Bribery Policy;

- (f) a breach of competition law or our Competition Law Policy;
- (g) a breach of our Code of Ethics and Business Conduct;
- (h) a breach of our Anti-Harassment, Retaliation and Discrimination Policy;
- (i) facilitating tax evasion;
- (j) a breach of our group or local policies and procedures or codes of conduct;
- (k) conduct likely to damage our reputation;
- (l) conduct that you would consider unethical;
- (m) unauthorised disclosure of confidential information;
- (n) the deliberate concealment of any of the above matters.

3.2 A **whistleblower** is a person who raises a genuine concern relating to any of the above. If you have any genuine concerns related to suspected wrongdoing or danger affecting any of our activities (a **whistleblowing concern**) you should report it under this policy.

3.3 If you are uncertain whether something is within the scope of this policy, you should seek advice from the Whistleblowing Officers Craig Betler (HR) or David Leadbetter (Legal).

4. Raising a whistleblowing concern

4.1 We hope that in many cases you will be able to raise any concerns with your line manager or local management. You may tell them in person, follow local procedures or put the matter in writing if you prefer. They may be able to agree a way of resolving your concern quickly and effectively. In some cases, they may refer the matter to the Whistleblowing Officers, Chief Legal Officer or Chief Human Resources Officer.

4.2 Where the matter is more serious, or you feel that your line manager or local management have not addressed your concern, or you prefer not to raise it with them for any reason, you should contact one of the following:

- (a) The Whistleblowing Officers, Craig Betler (HR) or David Leadbetter (Legal).
- (b) Chief Legal Officer **OR** Chief Human Resource Officer.

4.3 If you do not feel comfortable with these options or wish to remain anonymous, you may report your concerns anonymously and communicate with NEP via SpeakUp, available 24 hours a day and hosted by an independent third party. This hotline can be reached on **+1-866-2506706** (or any of the local numbers listed in annex A to this Policy) using access code '23583' or via www.speakupfeedback.eu/web/nep.

5. Confidentiality and Data Protection

- 5.1 We hope that staff will feel able to voice whistleblowing concerns openly under this policy with their line manager or local management.
- 5.2 Whistleblowers who are concerned about possible reprisals from their line manager or local management should feel confident that they may:
- (a) come forward to the Chief Legal Officer, Chief Human Resources Officer or Whistleblowing Officers under section 4.2 and appropriate measures can then be taken to preserve confidentiality.
 - (b) make an anonymous report by using SpeakUp as set out in 4.3.
- 5.3 NEP, SpeakUp and any assigned investigators will treat all information received in strict confidence. The privacy of both the messenger and the subject(s) in the reports will be protected as far as is possible if the report is made in good faith and NEP is not compelled to disclose it under law.
- 5.4 This policy relies on the processing of personal data. For more information on how NEP complies with data protection laws please refer to the NEP Data Protection Policy.

6. Investigation and outcome

- 6.1 Once you have raised a whistleblowing concern, the Whistleblowing Officers, Chief Legal Officer or Chief Human Resource Officer will carry out an initial assessment to determine the scope of any investigation.
- 6.2 In some cases, we may appoint an investigator or team of investigators including staff with relevant experience of investigations or specialist knowledge of the subject matter or local employees. The investigator(s) may make recommendations for change to enable us to minimise the risk of future wrongdoing.
- 6.3 We will aim to keep you informed of the progress of the investigation, and its likely timescale, either directly or via SpeakUp if anonymous. However, sometimes the need for confidentiality may prevent us giving you specific details of the investigation or any disciplinary action taken as a result. You should treat any information about the investigation as confidential.
- 6.4 If we conclude that a whistleblower has made false allegations maliciously, the whistleblower may be subject to disciplinary action.
- 6.5 If we consider that the matter reported under section 4.2 or 4.3 is more appropriate for a local grievance procedure, we may suggest that it is pursued by you in that way instead. We will preserve the confidentiality of your report in this circumstance.

6.6 NEP reserves the right not to investigate a matter raised under this Policy by a whistleblower.

7. External disclosures

7.1 The aim of this policy is to provide an internal mechanism for reporting, investigating and remedying any wrongdoing in the workplace. In most cases you should not find it necessary to alert anyone externally.

7.2 The law recognises that in some circumstances it may be appropriate for you to report your concerns to an external body such as a regulator. It will very rarely if ever be appropriate to alert the media. We strongly encourage you to seek advice before reporting a concern to anyone external.

7.3 Whistleblowing concerns usually relate to the conduct of our staff, but they may sometimes relate to the actions of a third party, such as a customer, supplier or service provider. We encourage you to report such concerns internally first.

8. Protection and support for whistleblowers

8.1 It is understandable that whistleblowers are sometimes worried about possible repercussions. We aim to encourage openness and will support staff who raise genuine concerns under this policy, even if they turn out to be mistaken.

8.2 Whistleblowers must not suffer any detrimental treatment as a result of raising a genuine concern. Detrimental treatment includes dismissal, disciplinary action, threats or other unfavourable treatment connected with raising a concern. If you believe that you have suffered any such treatment, you should inform the Whistleblowing Officers immediately.

8.3 You must not threaten or retaliate against whistleblowers in any way. If you are involved in such conduct you may be subject to disciplinary action.

9. Approval

Approval for initiation of this Policy has been given by:

DocuSigned by:
Brian Sullivan
1D8E478E13E7458...
11/4/2020 | 1:31 PM PST

Chief Executive Officer Date

DocuSigned by:
Dean Naccarato
FAE522F62CBC4D0...
11/5/2020 | 4:15 AM SNST

Chief Legal Officer Date

DocuSigned by:
Julie Bellani
161D237904864E2...
11/9/2020 | 3:19 AM PST

Chief Human Resources Officer Date

Annex A – Speak UP local contact details

Country	Phone Instruction	Webservice URL (general URL: www.speakupfeedback.eu/web/nep)	Access code
AUSTRALIA	1800452051	www.speakupfeedback.eu/web/nep/au	23583
BELGIUM	0800-71365	www.speakupfeedback.eu/web/nep/be	23583
CHINA	4009901434 If you are calling with provider Unicom: 108007440179 If you are calling with provider Telecom: 108004400179	www.speakupfeedback.eu/web/nep/cn	23583
DENMARK	80885638	www.speakupfeedback.eu/web/nep/dk	23583
FIJI	N/A	www.speakupfeedback.eu/web/nep/fj	23583
FINLAND	08001-13031	www.speakupfeedback.eu/web/nep/fi	23583
GERMANY	0800-1801733	www.speakupfeedback.eu/web/nep/de	23583
HONG KONG SAR, GREATER CHINA	800963161	www.speakupfeedback.eu/web/nep/hk	23583
INDIA	0008004401221	www.speakupfeedback.eu/web/nep/in	23583
IRELAND	1800-552136	www.speakupfeedback.eu/web/nep/ie	23583
ITALY	800-787639	www.speakupfeedback.eu/web/nep/it	23583
JAPAN	0120 774878	www.speakupfeedback.eu/web/nep/jp	23583
NETHERLANDS	0800-0202007	www.speakupfeedback.eu/web/nep/nl	23583
NEW ZEALAND	0800450436	www.speakupfeedback.eu/web/nep/nz	23583
NORWAY	800-18333	www.speakupfeedback.eu/web/nep/no	23583
QATAR	8000162	www.speakupfeedback.eu/web/nep/qa	23583
SINGAPORE	1800-8232206	www.speakupfeedback.eu/web/nep/sg	23583
SPAIN	900-973174	www.speakupfeedback.eu/web/nep/es	23583
SWEDEN	020-798813	www.speakupfeedback.eu/web/nep/se	23583
SWITZERLAND	0800-561422	www.speakupfeedback.eu/web/nep/ch	23583
UNITED ARAB EMIRATES	80004412727	www.speakupfeedback.eu/web/nep/ae	23583
UNITED KINGDOM	0800-1693502	www.speakupfeedback.eu/web/nep/gb	23583
UNITED STATES	1-866-2506706	www.speakupfeedback.eu/web/nep/us	23583