



Whistleblower Policy

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1 INTRODUCTION

At OMP, we are committed to the highest standards of personal and professional behavior throughout our company and in everything we do. This is crucial to our continued success and reputation as one of the leading solution providers in the supply chain planning industry.

Our OMP values & operating principles, our Code of Business Conduct and Ethics and all other OMP codes and policies continue to guide us in our daily work, wherever we may be located.

Hereto OMP encourages everyone to carry out their **professional responsibility to speak up and report, in good faith, illegal or unethical behavior by or within OMP's organization and/or business activities.**

OMP's Whistleblower Policy ("WB Policy") is an important element in detecting corrupt, illegal, or other undesirable conduct. OMP strongly encourages everyone to speak up if they suspect or witness any matters of concern.

OMP will take all reports made under this WB Policy seriously. This WB Policy describes what matters are reportable, how concerns can be reported without fear of detriment, and how OMP will support and protect the Whistleblower.

2 GENERAL PRINCIPLES

2.1 Definition of a Whistleblower

A Whistleblower is a person who comes forward in good faith within the scope of this WB Policy and the applicable whistleblowing laws to share their knowledge on any wrongdoing which they think is happening within OMP's organization and/or business activities.

2.2 Purpose

In line with OMP's Code of Business Conduct and Ethics, OMP wants to encourage and protect Whistleblowers who come forward by:

- Encouraging a culture in which Whistleblowers can raise concerns regarding suspected or actual criminal conduct, unethical conduct, or other misconduct in good faith and without having to fear any adverse consequences.
- Increasing the likelihood that OMP is alerted of these concerns so they can be addressed to help OMP become a better and safer business by preventing non-compliance with OMP's Code of Business Conduct and Ethics, OMP's Supplier Code of Conduct, and/or applicable laws and regulations, which may lead to impairment of OMP's integrity, financial loss, regulatory sanctions, and/or reputational damage.

Hence, this WB Policy is intended to:

- **Encourage** all Whistleblowers **to report in good faith** suspected or actual criminal conduct or unethical conduct by or within OMP's organization and/or business activities.

- **Encourage** everyone to initially **report their concern through existing OMP channels** (e.g., Team Manager, Executive Team Manager, CISO, Legal, or HR team). However, if a person feels unable or uncomfortable to raise their concerns through the existing channels, they are encouraged to report in good faith the concern to the OMP Whistleblower reporting channels or via the External Whistleblowing reporting channel (only within the EU).
- **Protect Whistleblowers**, who report concerns in good faith, from suffering any adverse consequences.
- Ensure **reported concerns are timely and thoroughly investigated** with the appropriate investigative expertise and resources.
- Provide **appropriate feedback**, when possible, to the Whistleblower regarding their reported concern(s).
- **Ensure confidentiality** of the Whistleblower's identity and reported concerns.

2.3 Scope

This WB Policy applies to **everyone with whom OMP has or had a direct or indirect work-based relationship**, who report in good faith any suspected or actual illegal, unethical conduct, or other misconduct.

Consequently, the following people are eligible for protection under this WB policy:

- All (former) employees including people belonging to an administrative, managerial, or supervisory body of OMP,
- Contractors,
- Suppliers,
- Trainees, job students, and volunteers,
- Job applicants,
- Customers,
- Shareholders,
- People working under the supervision and direction of contractors or suppliers of OMP, and
- Facilitators, third parties connected to the Whistleblower, and legal entities owned by the Whistleblower.

This WB Policy is applicable in **all countries where OMP operates**.

2.4 Local laws and regulations

In case (local) laws or regulations set stricter rules than those set out in this WB Policy, the stricter rules will prevail.

2.5 Waivers and deviations

Waiver of and deviations from this WB Policy are only allowed if they are:

- Possible within the scope of Directive (EU) 2019/1937;
- Required due to mandatory applicable laws and/or regulations; and
- Approved in advance by the OMP Whistleblower Committee.

3 REPORTABLE CONDUCT

3.1 Types of reportable conduct

Every **identification or suspicion, based on reasonable grounds**, of illegal or unethical conduct by or within OMP's organization and/or business activities can be reported ("reportable conduct"). This constitutes:

- A crime or misdemeanor,
- A breach of applicable laws, regulations, and/or international treaties,
- A breach of OMP's Code of Business Conduct and Ethics, or
- A breach of OMP's Supplier Code of Conduct.

3.2 Conditions for reportable conduct

Whistleblowers qualify for protection on the condition that they have reasonable grounds to believe, in light of the circumstances and the information available at the time of reporting, that the matters reported are true and provided that they use the internal or external reporting channels set out in section 4 below to make their report. If the Whistleblower Report contains false, unsubstantiated, or opportunistic allegations or is made solely for the purpose of defaming or harming others, OMP may take appropriate disciplinary and/or legal action against the reporter.

A Whistleblower is not responsible for investigating the misconduct or determining corrective measures. This task is assigned to qualified and designated Whistleblower Investigation Officers who are appointed by the Whistleblower Committee.

In practice, an allegation with no supporting information is unlikely to reach that standard. However, a Whistleblower does not need to prove their allegations. In addition, the disclosure can still qualify for protection even if it turns out to be incorrect.

3.3 Examples of reportable conduct

Examples of reportable conduct include, but are not limited to:

- Illegal conduct, such as theft, violence or threatened violence, and criminal damage against property,
- Fraud, money laundering, or misappropriation of funds,
- Bribery or corruption,
- Financial irregularities,
- Money laundering, terrorist financing, or financing clients that violate human rights,
- Market manipulation,
- Insider dealing,
- Inappropriate or unethical behavior that compromises core universal and ethical values such as integrity, respect, honesty, responsibility, and fairness (as described in the OMP Code of Business Conduct and Ethics),



- Failure to comply with, or the breach of, legal or regulatory requirements, and
- Engaging in or threatening to engage in detrimental conduct against someone who has made a disclosure or is believed or suspected to have made or be planning to make a disclosure.

3.4 Non-reportable conduct

Conduct that is not reportable under this WB policy are:

- Personal work-related grievances, and
- Concerns for which specific procedures have already been established within OMP.

A **personal work-related grievance** is a complaint of behavior that has implications personally but does not have significant implications for OMP.

Some examples:

- An interpersonal conflict between two employees, or
- A decision relating to the employment or engagement, such as a transfer, performance issue, promotion, or disciplinary action.

Personal work-related grievances do not qualify for protection under the whistleblowing laws and/or this WB Policy. These grievances must be raised with the Coach, (Executive) Team Manager, or HR.

Other **concerns for which specific procedures have been established within OMP** are, for example:

- Complaints related to ICT matters, and
- Customer complaints.

To assess whether a complaint or grievance falls under the scope of this WB Policy, the grievance or complaint concerned will be investigated on a case-by-case basis. If not in scope of this WB Policy, the complaint or grievance will be redirected to the appropriate person or communication channel.

4 WHISTLEBLOWING REPORTING

4.1 Where to report?

If someone discovers, becomes aware of, or reasonably suspects reportable conduct, they are encouraged to immediately notify OMP of the incident in question.

Before making a Whistleblower Report under this WB Policy, they are requested to first use the standard reporting channels within OMP (i.e., the immediate Team Manager, Executive Team Manager, HR, or their OMP contact person).

In case they feel uncomfortable or reluctant to make a report through the standard reporting channels, they can become a Whistleblower by making a Whistleblower Report through the Whistleblowing reporting channels set out below that enable the Whistleblower to report the misconduct confidentially and, if desired, anonymously.



4.1.1 Internal OMP Whistleblowing reporting channels

The following **internal whistleblower email address** is available to report misconduct: whistleblowing@omp.com.

The OMP Whistleblowing Protection Officer (“WPO”) confidentially follows up with the Whistleblower and ensures that their identity remains protected. The WPO transmits the Whistleblowing Report to the Whistleblowing Committee, who appoints a Whistleblower Investigation Officer(s) to further investigate the disclosure.

A Whistleblower Report can be made in writing. If the Whistleblower prefers, they can also use the abovementioned email address to request an interview for making an oral Whistleblower Report to the WPO.

The WPO assists the Whistleblower with any questions or concerns that they have about the process and this WB policy.

If a Whistleblower would like to **report anonymously**, they can use a dedicated **whistleblowing form**, which can be found via this [Whistleblowing form](#). Please note that reporting anonymously means that OMP will not be able to respond or provide feedback regarding the concern. The WPO will send the anonymous Whistleblowing Report to the Whistleblowing Committee for further investigation.

4.1.2 External reporting channel (only within the European Union)

It is strongly recommended that misconduct is first reported through the standard reporting channels or through the internal OMP Whistleblower reporting channels. Internal reporting remains the most efficient way to allow OMP to thoroughly investigate the matter and take appropriate action to address the misconduct.

Within the European Union, Whistleblowers also have the possibility to report misconduct falling within the scope of Directive (EU) 2019/1937 to a local competent authority responsible for receiving and investigating whistleblower reports (external reporting).

4.2 How to report?

4.2.1 Contents of the Whistleblower Report

As mentioned above, the Whistleblower may submit a Whistleblower Report through whistleblowing@omp.com or, in case of anonymous report, by completing the internal whistleblowing form ([Whistleblowing form](#)).

The Whistleblower Report must be sufficiently detailed so that OMP is able to investigate the issue. This means that the following information is required (as a minimum):

- Date, time, and location of the misconduct,
- Names of person(s) involved, role(s), and team(s),
- The relationship with the person(s) involved,
- The general nature of the concern (i.e., a detailed description of the events),
- How those events came to the attention of the Whistleblower,



- Possible witnesses, and
- Other information to support the Whistleblower Report that could also assist the Whistleblower Investigation Officer in verifying the facts.

5 PROTECTION OF THE WHISTLEBLOWER

OMP aims to create an environment in which Whistleblowers feel safe to report misconduct.

These protections include:

- Dual identity protection:
 - The option for the Whistleblower to remain anonymous when filing a Whistleblower Report, or
 - Protection of the identity of the Whistleblower's identity.
- Zero tolerance for retaliation and detriment against the Whistleblower, as set out below.

OMP is committed to taking all reasonable steps to protect the Whistleblower from retaliation or detriment as a result of making a Whistleblower Report under this WB Policy and the whistleblower laws.

5.1 Identity protection

The identity of a Whistleblower shall be kept **strictly confidential**.

Where a Whistleblower makes a disclosure by filing a Whistleblower Report, their identity (or any information which could identify them) will only be shared with the WPO, the WIO, and the Whistleblower Committee. The WPO will only share the Whistleblower's identity with other people when:

- The Whistleblower provides explicit and formal consent, or
- OMP is required by law.

However, the Whistleblower should be aware that consent is not needed to share (some of) the content of the Whistleblower Report if:

- The information does not include the identity of the Whistleblower,
- OMP has taken all reasonable steps to reduce the risk that the Whistleblower will be indirectly identified by the disclosed information, and
- It is reasonably necessary to investigate the issues raised in the Whistleblower Report.

The following **measures** have been taken to ensure this strict and confidential treatment:

- Notifications, Whistleblower Reports, and subsequent documentation are stored in a secure environment, only accessible to the WPO, the WIO, and the Whistleblower Committee.
- All internal and external parties involved in the internal OMP investigation and follow-up actions are subject to strict confidentiality obligations. Unauthorized disclosure of information relating to the investigations, the Whistleblower Report, or the identity of a Whistleblower will not be tolerated and will lead to disciplinary action.

Depending on the circumstances, the reported misconduct may also give rise to other measures, including civil or criminal proceedings. The identity of the Whistleblower **shall not be disclosed, with exception for:**

- Where the Whistleblower expressly and formally consents to the disclosure, or
- When disclosure is required by law.

Depending on the type of misconduct reported, it may be legally required to engage governmental authorities to conduct an official investigation. In such cases, OMP may be required to disclose the name of the Whistleblower to the governmental authorities. OMP will inform the Whistleblower when their identity has been disclosed to the governmental authorities, except where this would jeopardize the investigation or legal proceedings.

5.1.1 The Whistleblower Protection Officer

The WPO will take all necessary steps to protect the interests of the Whistleblower. The WPO acts as the contact point for communication with the Whistleblower.

5.1.2 Anonymity

A Whistleblower can choose to **remain anonymous** both when submitting a Whistleblower Report and during subsequent investigations ([Whistleblowing form](#)).

OMP takes the following **measures** to ensure the anonymity of the Whistleblower:

- The Whistleblower is not required to disclose their identity at any time, and
- The whistleblowing form guarantees that the identity of the Whistleblower is protected and that there is no way to trace their identity.

OMP makes all reasonable efforts to investigate anonymous Whistleblower Reports, but there may be limitations to what can be achieved when investigating anonymous Whistleblower Reports.

5.2 Zero tolerance for retaliation and detriment

OMP does not tolerate any form of retaliation, threat, punishment, or detrimental conduct taken by anyone against the Whistleblower, third parties connected to the Whistleblower (e.g., colleagues or relatives), or anyone who assisted the Whistleblower to file a Whistleblower Report or participated in the investigation of a Whistleblower Report.

Examples of retaliation can include, but are not limited to:

- Dismissal of an employee or alteration of an employee's position/duties to their disadvantage or negative performance feedback that is not reflective of actual performance,
- Harassment, intimidation, or bullying, and
- Threats to cause detriment.

Some examples of non-detrimental actions:

- Managing a Whistleblower's unsatisfactory work performance, if the action is in line with OMP coaching and ARDP process; and

- Administrative action that is necessary to protect the Whistleblower from detriment.

OMP takes all allegations of retaliation very seriously and will take appropriate measures against anyone who retaliates or threatens to retaliate.

If a Whistleblower believes that they are suffering retaliation or detriment, they should immediately report the concerns to the WPO by email (Whistleblowing@omp.com) or by completing another report via the whistleblowing form ([Whistleblowing form](#)) in case of an anonymous report.

5.3 False or misleading disclosures

When making a Whistleblower Report, the Whistleblower is expected to have reasonable grounds to consider the information they are disclosing as true. In case the information turns out to be incorrect, the Whistleblower will not be subject to a penalty when they acted in good faith.

However, under no circumstances can the Whistleblower file a Whistleblower Report that they know is false or misleading. A false or misleading report could have legal consequences.

5.4 Protection of non-employees of OMP

Although OMP will endeavor to support all Whistleblowers, OMP is not able to provide the same practical support to non-employees as it provides to OMP employees.

Consequently, the processes in this WB Policy will be adapted and applied to external people to the extent that it is reasonably and practically possible.

5.5 Raising concerns about whistleblowing protection within OMP

The Whistleblower is encouraged to immediately inform the WPO (via Whistleblowing@omp.com or anonymously via [Whistleblowing form](#)) in case they have concerns about:

- Being or having been subjected to retaliation or detrimental conduct or a threat thereof following their Whistleblower Report,
- Possible disclosure of their identity contrary to this Policy, and/or
- The Whistleblower Report not being dealt with in line with this WB Policy.

The WPO reports concerns to the Whistleblower Committee for consideration and appropriate action.

Alternatively, the Whistleblower can choose to raise their concerns directly to the Global Human Capital Officer and/or the CEO.

6 INTERNAL INVESTIGATION PROCESS

6.1 Acknowledgment

When a Whistleblower Report is filed through the internal Whistleblower channels, the WPO confirms the receipt of the disclosure within seven business days and transmits the Whistleblowing Report to the Whistleblowing Committee.

All Whistleblower Reports are taken seriously by OMP. They are carefully assessed by the Whistleblowing Committee to determine whether or not the conduct is reportable (as described under chapter 3 of this WB Policy) and if further investigation is required or not.

6.2 Investigation

When the Whistleblower Committee concludes that the Whistleblower Report needs to be investigated, the Whistleblowing Committee appoints **(a) Whistleblower Investigation Officer(s) ("WIO")** to investigate further.

6.2.1 Investigation principles

While the particular circumstances of each Whistleblower Report may require different investigation steps, every investigation will:

- Be conducted following a process in accordance with the principles of **confidentiality, impartiality and fairness** towards everyone involved,
- Be performed as quickly and **efficiently** as the circumstances allow,
- Confirm whether or not there is **enough evidence** to substantiate the matter(s) reported, and
- Be conducted **independently** of the person(s) concerned with the allegations.

6.2.2 Involvement of the Whistleblower during the investigation

If it is reasonably necessary for the investigation of the issues raised in the Whistleblower Report, the WIO may contact the Whistleblower (if known) to obtain **further information** and/or evidence of the misconduct. If necessary for conducting a thorough and confidential investigation, external parties (e.g., external consultants, investigation agencies, and accountancy firms) may be involved.

During every non-anonymous investigation, the WPO provides the Whistleblower with **feedback, as appropriate**, on the progress and expected timeframe of the investigation.

6.2.3 Fair treatment of the individuals mentioned in the Whistleblower Report

The investigation process outlined in this WB policy is also designed and implemented to ensure fair treatment of any individuals mentioned in the disclosure.

More precisely,

- Disclosures are handled confidentially,
- Matters reported are assessed and can be subject to further investigation,
- The principle of presumption of innocence prevails until the outcome of the investigation is determined, and
- The purpose of the investigation is to determine whether there is enough evidence to substantiate the matters reported.

6.3 Report and decision

At the end of the investigation, the WIO prepares a **summary report** describing the investigation and proposal of final decision. This report is presented to the Whistleblowing Committee.

The Whistleblower Committee will make a **final decision** on whether the misconduct is proven and determine the relevant actions.

Consequently, the WIO drafts a **final report** describing the facts and the final decision of the Whistleblower Committee:

- In the event that misconduct is proven, relevant actions are determined in view of ending the misconduct and protecting OMP and the Whistleblower, or
- In the event that the investigation reveals the evidence of misconduct is absent or insufficient, no further action is taken.

6.4 Feedback

The Whistleblower is informed by the WPO regarding the progress of the investigation, the closure of the Whistleblower Report and, if possible, the final decision taken by the Whistleblower Committee.

Depending on the severity and/or complexity of the misconduct, the time required to investigate and solve can vary, but it will not be longer than three months.

Although OMP notifies the Whistleblower once the investigation has been completed, it is possible that OMP is unable to disclose particular details or the outcome of the investigation due to privacy, business sensitivity, and/or legal reasons.

6.5 File preservation

The Whistleblower Reports submitted by Whistleblowers are kept in an internal and protected database provided for that purpose, in order to ensure their strict confidentiality.

When a Whistleblower Report is submitted orally, the WPO:

- Makes a transcript of the recording to facilitate the handling of the Whistleblower Report, and
- Draws up the minutes of all meetings.

In case of oral reporting, the Whistleblower is given the possibility to verify and correct the transcript and/or the minutes of the meeting(s) held with the WPO. After their agreement, the Whistleblower is asked to sign these to show their approval.



All data will be treated in accordance with relevant internal OMP policies, the General Data Protection Regulation (GDPR), and OMP's privacy statement (as available on <https://omp.com/privacy-statement>). Any data stored will be for no longer than is necessary.

The investigation is considered as closed:

- When the decision is to take no further action,
- When all the action points reflected in the final decision have been implemented or completed, or
- In the event that the Whistleblower Report gives rise to (legal) proceedings, upon the expiry of all time limits for the exercise of (legal) remedies.

7 MORE INFORMATION

Potential Whistleblowers can seek additional information on the operation of this WB Policy and how disclosures are handled by contacting the WPO (Whistleblowing@omp.com).

8 MONITORING AND REVIEW OF POLICY

This WB Policy is periodically reviewed, and all updates are approved by the Whistleblower Committee, as well as communicated accordingly.

APPENDIX - DEFINED TERMS

Term	Description
OMP	OM Partners NV and its affiliates
Whistleblower Committee	The WB Committee (including its members individually) are responsible for championing this WB Policy and overseeing its implementation and effectiveness. The members of the WB Committee are: the CEO, a member of the Legal Team, the Head of HR, the Head of Security Board, and a member of the Board of Directors.
Whistleblower Protection Officer (WPO)	<p>The WPO is a person who has been nominated to be the contact person of the Whistleblower and provide support and assistance where needed.</p> <p>The WPO follows up the internal whistleblower reporting channels and transmits the Whistleblower Report to the Whistleblower Committee.</p>
Whistleblower Investigation Officer (WIO)	The WIO is nominated by the Whistleblower Committee to carry out an investigation of a Whistleblower Report.
Whistleblower Report	A Whistleblower Report is a reportable conduct disclosure made by a Whistleblower that is treated in accordance with this WB policy.