

REPORTING POLICY



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Ballast Nedam

Contents

1 Introduction	3
2. Scope of the Policy	3
3. Protection	4
4. Internal Reporting Procedure	5
5. External Reporting	7

Reporting policy

1 Introduction

- 1.1 Ballast Nedam N.V. and its group companies (together referred to as: the "Group") require a high standard of business ethics and safety within their organisations. In order to realise these business standards and to enable people working for the Group to enhance these standards, this Reporting Policy (the "Policy") is being implemented.
- 1.2 More in particular, the Policy aims to provide protection to people that report a suspicion of misconduct or infringement of Union law(as defined below) within the organisation and to create a working environment in which people are comfortable bringing their concerns forward. This Policy replaces any other internal policies for reporting a suspicion of misconduct or infringement of Union Law.
- 1.3 The directive means (EU) 2019/1937 of the European Parliament and of the Council of 23 October 2019 (PbEU 2019, L 305).

2 Scope of the Policy

- 2.1 The Policy applies to any (former) staff member working for the Group globally. A (former) staff member means an employee of the Group or any other person that performs or has performed work for the Group on any other (contractual) basis. The Policy also applies to any other person who has a suspicion of misconduct or infringement of Union law in relation to the Group ("external person").¹
- 2.2 The Policy provides protection for a staff member and external person that reports, or has the intention to report, a suspicion of misconduct or infringement of Union law : the "Whistle-blower", during notification and after disclosure.
- 2.3 The suspicion should be based on reasonable grounds and the report should be made in good faith. In any event, misconduct and infringement of Union law within the meaning of this Policy include (but are not limited to):
 - (a) violation of Group internal policies or codes; or
 - (b) act or omission affecting the public interest in violation of a legal regulation, a danger to public health, a danger to the safety of persons, a danger to the environment, a danger to property functioning of the public service or an undertaking as a result of an improper act or omission, other than an infringement of Union law; or

¹ For the avoidance of doubt, the Directive also applies to the self-employed, volunteers, trainees, job applicants, contractors, directors, shareholders, suppliers and those assisting a Whistleblower (as defined below).

- (c) act or omission that is (i) unlawful and relates to Union acts (as defined in the Directive) and policy areas that fall within the material scope referred to in Article 2 of (the "Directive") or undermines the purpose or application of the rules in Union acts and policies that fall within the material scope referred to in Article 2 of the Directive. This includes other infringements in areas such as public procurement and environmental protection, as further specified in the Directive; or
- (d) a combination of one or more of the preceding categories,

provided that the protection afforded to a Reporter under the Whistleblower Protection Act and the Directive is strictly speaking not applicable regarding matters mentioned in paragraph (a), but the Group will endeavor to follow these Policy as much as possible.

3 Protection

- 3.1** A Whistle-blower that reports a suspicion of misconduct or infringement of Union law should not experience any retaliation or victimisation resulting therefrom. The Group shall take all reasonable steps to protect the Whistleblower under this Policy against any detriment or negative consequences resulting from such report.
- 3.2** The abovementioned protection also applies if the suspicion of misconduct or infringement of Union law turns out to be incorrect, unless it concerns a deliberate incorrect report. In case of a deliberate incorrect report, disciplinary action shall follow.
- 3.3** If an employee retaliates against a Whistle-blower following a report of a suspicion of misconduct, disciplinary action shall follow. Dependent on the gravity of the retaliation suitable measures shall be taken, up to and including termination of employment. Also in case the person who retaliates has another type of relationship with the Group, suitable measures shall be taken.
- 3.4** The identity of the Whistle-blower and the information on the basis of which, directly or indirectly, the identity of the Whistle-blower can be traced, may not be disclosed without the consent of the Whistle-blower. Anyone who receives confidential information in the context of a report must keep this information secret. Confidential information in any case includes the identity of the Whistle-blower, the identity of persons named in the report and business secrets. If there is a legal obligation to report, the duty of confidentiality does not apply. The Group must ensure that everyone adheres to this.
- 3.5** In the event that any legal requirement in the context of an investigation by a competent authority or legal proceedings requires disclosure of the Whistle-blowers identity, the Whistle-blower will be notified in advance, unless such information could jeopardize the related investigation or legal proceedings. With that notification, the Whistle-blower or a data subject will receive a written explanation of the reasons for disclosing the information about his identity.

4 Internal Reporting Procedure

- 4.1** Any violation of Group internal policies or codes must always be reported internally. The Group encourages that if a misconduct that affects the public interest and/or an infringement of Union law is reported internally. The Whistle-blower can also disclose the suspicion of a misconduct in which the public interest and/or infringement of Union law is at stake external, as described in Article 5 of these Policy.
- 4.2** The Whistle-blower is allowed to consult an advisor to obtain advice on how to proceed after a suspicion of misconduct or infringement of Union law has arisen. The advisor is obliged to keep all information confidential.

How to report a suspicion of misconduct

- 4.3** The report can be made both orally or in writing. The Group encourages Whistle-blowers to make the report in writing, in order to decrease the risk of misunderstandings or loss of information when the report is forwarded within the organisation.
- 4.4** The Group shall be obliged to treat the report confidentially and/or anonymously. This means that the identity of the Whistle-blower shall not be disclosed to anyone besides the person who received the report from the Whistle-blower in accordance with the procedure as set out in section 4 of this Policy.

To whom report a suspicion of misconduct

- 4.5** In first instance, the Whistle-blower should report the suspicion of misconduct or infringement of Union law to his direct line manager. The line manager is required to report the suspicion of misconduct to the Chief Compliance Officer together with details on the (proposed) action and/or (proposed) measures following investigation on the report of the suspicion of misconduct.
- 4.6** In case the Whistle-blower is an external person, the suspicion of misconduct should be reported via the compliance email: compliance@ballast-nedam.nl. If one wants to report anonymously this can be done via the Speakup system as described in section 4.8.
- 4.7** In the following cases, the Whistle-blower can report the suspicion of misconduct or infringement of Union law to the manager of his line manager, the head of the department he works in and/or to the (Chief) Compliance Officer (see intranet for contact details):
- (a) the Whistle-blower feels uncomfortable reporting to his line manager;
 - (b) the suspicion of misconduct or infringement of Union law regards the line manager of the Whistle-blower;

(c) the line manager does not take any action following the report.

In case the suspicion of misconduct relates to the highest management of the Group or if highest management of the Group does not take any action following the report, the report should be done to the Supervisory Board of Ballast Nedam N.V..

- 4.8** Notwithstanding the above, a report can always be done by using the online reporting tool on intranet (the "I report" tool) or by using the external Speakup system via internet <https://ballastnedam.speakup.report/en-GB/ballastnedam/home> or by calling the Speakup hotline on 010-7007503 and using organization code 104938.

Of Speakup Qr-code:



All reports done through this Speakup system will be followed up by the (Chief) Compliance Officer.

What steps shall be taken by the Group

- 4.9** The Group shall evaluate the information provided by the Whistleblower and try to verify the information. The evaluation shall be done, dependent on the nature of the report and the investigation, by the Compliance Department and/or the Internal Audit Department. In the interest of the investigation, the Compliance Department or the Internal Audit Department, as the case may be, may involve other specialized functions such as the Legal, Finance or IT department to assist with the investigation.
- 4.10** The Group shall start an internal investigation into the reported suspicion of misconduct or infringement of Union law if there is sufficient ground for such investigation based on the information obtained.
- 4.11** The Whistle-blower will be informed within 7 days of receipt of the report that the report has been received (unless the Whistle-blower has reported anonymously). Within 3 months after sending this confirmation of receipt, the Whistle-blower will be informed about the assessment of the report and any follow-up (for example, what follow-up steps have been taken and/or will be taken). Given the confidentiality of information likely to emerge during an investigation, the Whistle-blower will not be further informed about the findings of the investigation while the investigation is ongoing. The Whistle-blower will, however, be regularly informed of the progress of the investigation..
- 4.12** If the investigation shows that there has been a misconduct or infringement of Union law, the Group shall decide upon suitable measures. The Whistle-blower shall be informed that the investigation has been completed and whether measures have been taken.

- 4.13** The Chief Compliance Officer keeps a report and incident register and provides the Board of Management and the Supervisory Board of the Group with a quarterly update. The details of a notification in the register will be destroyed if they are no longer necessary to comply with the requirements of this Act or other requirements laid down by or pursuant to Act or Union law

5 External Reporting

- 5.1** The Whistle-blower may report a misconduct that affects the public interest and/or an infringement of Union law externally to a competent relevant authority² or if appropriate measures are not taken by the Group as a result of the internal report in accordance with Article 4 of this Directive with the exception of notifications referred to in 2.3(a).
- 5.2** A form of disclosure that is contrary to this article or otherwise contrary to the provisions of article [17e] of the Whistle-blower Protection Act may have consequences for the legal protection of the Whistle-blower in accordance with that Act.
- 5.3** To determine whether external reporting is appropriate and proportionate in a particular case, the Whistle-blower can seek advice from the Advice department of the House for Whistle-blowers: <https://www.huisvoorklokkenluiders.nl/>, address: Maliebaan 72, 3581 CV Utrecht, telephone number : 088 – 371 30 33, email address: advice@huisvoorklokluiders.nl.

² Examples are the Dutch Authority for Consumers and Markets, the Dutch Authority for the Financial Markets, the Dutch General Data Protection Authority, De Nederlandsche Bank NV, the House for Whistleblowers, the Health Care and Youth Inspectorate, the Dutch Healthcare Authority and the Authority for Nuclear Safety and Radiation Protection.



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