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Strukton
Speak Up
Procedure

Table of contents

Foreword	3
1 Introduction	5
2 No retaliation	7
3 Confidentiality and anonymity	9
4 Scope of the Speak Up Procedure	11
5 Reporting: channels and procedures	15
6 Privacy	21
7 External reporting	23
Annexes	27
Reporting procedure	28
Reporting form	31
Speak Up line	32

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Foreword

The Strukton Code of Conduct details the way we want to do business, wherever in the world we are active and regardless of the circumstances. Strukton is committed to honest and sustainable business practices and to encouraging such practices in the sector at large, while retaining its focus on functionality, quality, durability and value for money.

Our work is about more than providing our customers with the best possible products and services. We also feel an obligation to do business in a sound and proper manner. By striving towards excellence in our performance and teamwork we wish to work responsibly, respecting our customers and all stakeholders.

Strukton sets high standards for integrity and transparency. The way to maintain those standards is to remind each other when we signal any inconsistencies. That is how we help each other, and how we help Strukton.

Employees with concerns about possible violations of the Code of Conduct are encouraged to share those concerns with us. It's the only way we can continue meeting our own high standards. We understand that speaking up requires courage. Our goal is to foster a corporate culture where people can express their concerns without fear of retaliation or unfair treatment.

If you signal a situation that might be violating our Code of Conduct, the law, or our standards, or if you are uncomfortable with a situation, don't keep it to yourself. When you report suspicions of potential fraud, bribery, establishment of a cartel, intimidation or any other type of suspected wrongdoing, you enable us to act and improve the situation.

This Speak Up Procedure will detail the ways in which you can report such situations in an appropriate manner, anonymously if you so desire.

We hope you will contribute to Strukton's work climate by speaking up about any concerns, and reporting issues. We highly appreciate your cooperation.

Introduction

1

Right

Why do we want you to address issues in an appropriate manner?

Strukton promotes an open culture in which everyone contributes to improving our daily activities. A culture in which we are comfortable enough to ask questions and express concerns that relate to the Code of Conduct in any way.

If you believe a particular situation conflicts with the Code of Conduct, with the law, or with our standards; or if you feel uncomfortable with the situation, don't keep it to yourself. Raise the matter in an appropriate manner. When you express those concerns with us, you enable us to take action and improve the situation, while we still can.

Although some may feel uncertain about expressing their concerns, we ask you not to wait. If you keep a potential violation of the Code of Conduct to yourself, the situation will likely only get worse.

Who may use this Speak Up Procedure?

All employees and other stakeholders with a business interest in improving Strukton's operations (including suppliers, contractors, temporary agency workers and posted workers) are encouraged to speak up about any concerns. Improving Strukton's organisation is the most important priority in reporting, and it is also important to us that we uphold our aspirations for responsible business in accordance with the Strukton standards and Code of Conduct.

No retaliation

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How do we prevent any negative consequences for you?

Strukton will not allow any negative consequences to ensue after you express your concerns in good faith, or after you (the reporting party) formally request that we investigate a suspected violation of the Code of Conduct (Speaking Up). The definition of acting ‘in good faith’ is given in the next paragraph. If you believe you have been subject to negative consequences, or believe someone is treating you unfairly, inform us. You can either follow the same procedure you did to speak up in the first place, or directly approach a Compliance Officer or the external Speak Up line. In case you are indeed subject to negative consequences of speaking up, the relevant Integrity Committee¹ will ask the management involved to take disciplinary measures against the persons at fault.

A situation may occur where you want to speak up about a potential violation of our Code of Conduct, where you are involved in the violation. Strukton will take into account the fact that you have raised the matter yourself, when handling such a report and when deciding on any disciplinary measures. It counts as extenuating circumstances.

Acting in good faith or in bad faith

Expressing concern in good faith will not result in negative consequences. In this context, acting ‘in good faith’ means a person in comparable circumstances can reasonably believe or suspect a violation of the Code of Conduct, and that it would be reasonable to express those concerns or speaking up formally. If further investigation indicates that no violation has taken place, no action will be taken against you, unless you have raised the matter in bad faith.

Speaking up ‘in bad faith’ means knowingly reporting something untrue, or using the Speak Up Procedure to settle scores on a personal level, or using it to gain personal advantage for yourself. Strukton does not tolerate speaking up in bad faith.

Acting in bad faith will lead to disciplinary consequences against you. When applicable, you may have to pay compensation.

¹ See chapter 5 for information on the Integrity Committee.

Confidentiality and anonymity

3



How do we protect your identity?

All Reports are treated confidentially. You can help us protect your identity by acting with discretion and not sharing your concerns further. If you are speaking up in person, the recipient will know your identity. The recipient is not allowed to disclose your identity to others without your permission. However, two exceptions apply:

- If Strukton is required by law or regulation to disclose the reported information as well as your identity;
- If you are speaking up in bad faith.

In both scenarios, if possible, you will be informed beforehand that your identity will be disclosed to others.

In some situations, keeping your identity secret may hamper investigation into a suspected violation of the Code of Conduct. It may be impossible for Strukton to enforce the appropriate measures. In such situations we will ask you for permission to disclose your identity. If you agree to this, your identity will only be disclosed to the persons who need the information so they can correctly perform the investigation. All persons involved in handling the report are obliged to keep secret everything they learn in the context of the situation, and this confidentiality obligation continues to exist both while they are working at Strukton and after.

Scope of the Speak Up Procedure

4

WORLDWIDE

What issues can be reported?

Employees and other stakeholders are encouraged to discuss their concerns with their own manager first and foremost, or to speak up when suspecting a violation of the Code of Conduct, the law, or Strukton's standards. This Speak Up Procedure is not intended to handle complaints relating to employment conditions, HR assessments and similar issues.

What issues must be reported?

Some issues carry such grave risks that they must not be ignored. This is the case when:

- Someone's health or safety is endangered;
- There appears to be a violation of the law that carries a prison sentence, or that could lead to Strukton being sentenced to pay significant fines (such as for fraud, theft, bribery or anti-competitive behaviour such as establishment of a cartel).

As soon as suspicion of such an issue arises, you must immediately speak up about it. Issues relating to health, safety and security (such as unsafe situations or behaviour) that pose a serious danger to you or your colleagues should always be reported through the quickest available channel, following the regular management structure and procedures. In other words: your manager, supervisor or safety coordinator. This Speak Up Procedure only applies on this type of issues if you believe the matter is not being adequately handled through the regular structure.

What if you don't have all the facts?

We ask that you express your concerns or speak up, even if you do not have all the facts. Keep in mind the purpose of improving Strukton and adhering to our Code of Conduct. Do not start investigating by yourself. It's better to leave that to the experienced investigators who are appointed by the Integrity Committee.

What if all you need is advice or assistance?

A situation might arise where you are unsure whether a particular issue does or does not conflict with the Code of Conduct. You may want advice or assistance, or you may be experiencing a dilemma you wish to raise with someone. In such cases we recommend discussing the matter confidentially with your own manager or supervisor. If for any reason you do not want to raise the matter with your manager (for instance if the manager is involved in the situation) you alternatively have the option of speaking with the Compliance Officer or a Compliance Coordinator. Within Strukton, these people are the most thoroughly informed of our Code of Conduct, laws and regulations, and the steps that can or must be taken.

Speaking up about your concerns can be difficult when it's about undesirable behaviour on the work floor (see the topics listed in chapter 2 of the Code of Conduct). For such situations, Strukton has appointed Trusted Persons. These colleagues can advise you on possible further steps to take, and assist you in determining the appropriate method for speaking up (see Annex I). As described above, these people are not allowed to disclose your identity to others without your permission.

Speaking up:
channels and
procedures

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Who do you contact if you want to speak up?

We hope your work environment makes you feel secure enough to share your concerns with your own manager or supervisor (or your supervisor's manager) first and foremost. This method is recommended because it is the quickest way to clear up misunderstandings and to create an open atmosphere at work. The manager may be able to solve the problem quickly. That's why it's preferable you express your concerns or speak up to:

- your own manager or supervisor (or your supervisor's manager)

In case you do not feel free to share your concerns (or speak up) with these persons, if going to them directly is not an option, or you are unsatisfied with the outcome, you can choose to approach one of the following internal channels:

- a Compliance Coordinator; or
- a Compliance Officer

If you wish to speak up about a potential violation of the Code of Conduct by members of the Group Board, you can go directly to the Compliance Officer Group or another member of Strukton NV's Group Board. This also applies if you suspect that a member of the Integrity Committee is involved in a violation. If you want to speak up about undesirable behaviour as described in chapter 2 of the Code of Conduct, you can discuss the matter with a Trusted Person. The Trusted Person will clarify whether the existing Undesirable Behaviour Procedure applies or the Speak Up Procedure should be used instead. The Trusted Person may consult with a Compliance employee for this decision.

If you're having difficulties or feel uncomfortable approaching any of the people listed above (for instance due to fear of retaliation), you can send an anonymous email to:

- StruktonAllRight@strukton.com

If you are uncomfortable using any of the channels listed above, you can contact:

- The independent external Speak Up line, which is available seven days a week, 24 hours a day. The Speak Up line is operated by a third party, enabling you to speak up fully confidentially or even anonymously without revealing your identity, unless you choose to do so. The Speak Up line can be reached over the phone and on the internet.

How do you speak up and what should you expect?

You can speak up about a suspected or confirmed violation of the Code of Conduct in person, in writing, over the phone or by email.

To speak up using the external Speak Up line, go to the Strukton All Right intranet page to access your country specific contact details.

When speaking up, supply all relevant or useful information you have (without starting an investigation yourself; leave that to experienced investigators). More information enables the recipient to assess the report quickly. Examples of relevant information are: a description of what you've seen, heard or experienced; relevant background information; the reason why you are concerned; and the names, dates and location of the incident. This information is only disclosed within or outside Strukton if necessary to handle the report adequately.

When speaking up, you may use the form in Appendix II of this Speak Up Procedure, although you may choose any other format as well.

If your identity and contact details are known, you will receive an acknowledgement after having spoken up. If you use the external alert line, the external party will send a report to the Compliance Officer. If the suspected violation was reported to the Trusted Person and if you did not give permission for your identity to be disclosed, all further communication intended for you is sent to the Trusted Person instead, who will immediately pass it on to you.

Strukton cannot guarantee that the outcome of speaking up will meet your expectations or wishes. However, Strukton does devote a great deal of effort to handling such reports in a fair and correct manner.

What happens after you speak up?

Reports get handled by the Integrity Committee. Each of the five operating companies have an Integrity Committee, which consists of at least one Management member (also chairman of the Integrity Committee) and at least one other manager from the relevant subsidiary, and the Group Compliance Officer. The relevant subsidiary's Compliance Officer acts as the committee's secretary.

- The Integrity Committee checks every report and determines per case:
 - Whether the report involves a reasonable suspicion of a violation of our Code of Conduct and/or related policies.
 - Whether another procedure applies (such as annual HR assessments, local safety procedures etc.).

If reasonably possible – and provided your identity and contact details are known – you will then be informed whether the matter will be investigated further or whether another procedure is applicable.

- Reports eligible for further investigation are handled under the Integrity Committee's supervision. The Integrity Committee can delegate this task. The Integrity Committee (or a person appointed by them) can appoint one or several investigators. They will choose people who are independent, unbiased and definitely not involved in the suspected violation, nor may they be subordinates to anyone suspected of being involved in the suspected violation. The investigators are authorised to have other people take temporary measures (for example to secure physical or electronic evidence). Employees are obligated to cooperate with the investigation and they must provide the investigator with any requested information and documentation in a timely manner. As the person who spoke up, you are given the opportunity to speak to the investigators. The investigators may also interview other people.

- If your identity and contact details are known, and if such is reasonably possible, the relevant Compliance Officer will inform you about the investigation's status within eight weeks from the date you spoke up. If eight weeks is not a feasible timeframe, the Compliance Officer will give you a new date so you know when to expect an update. Note: updates only entail information about the progress; no details about the investigation or the persons under investigation will be provided, nor will you receive information about any sanctions or measures applied.

- If your report refers to one or several specific people, over the course of the investigation these persons will be informed by the relevant Compliance Officer that they are suspected of a violation of the Code of Conduct. Strukton asks those suspected of being involved to comment on the facts provided in the report. During a later stage of the investigation, they are also asked to respond to the investigation's outcome. Even if your identity is known, those suspected of being involved are not informed of your identity without your prior permission.

- The Integrity Committee ruling over the case is provided with the investigation's outcome. If the Integrity Committee concludes that the report was partially or fully justified (for instance if the Code of Conduct or a related policy has indeed been violated) the Committee will decide on appropriate measures. They may take disciplinary measures against those involved or organisational measures (for example relating to processes and procedures) to avoid a recurrence. The Integrity Committee provides binding instructions to the appropriate management level to carry out the measures, and monitors whether those instructions are carried out.

- If your identity and contact details are known, and if such is appropriate, you will be informed on whether a violation indeed did take place, and if so, that the Integrity Committee has made a decision. Further details cannot be provided due to the privacy, reputation and legal position of the persons involved in the report.

Taking all this into account, if you as the reporting party believe that your report has not been handled professionally or if you believe that the procedure was not followed correctly, do inform the Integrity Committee or the Compliance Officer Group straight away. Their contact details can be found on the intranet.

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In which ways do we use your personal data?

Strukton devotes a great deal of effort to safeguarding the privacy of all people involved in an investigation, in accordance with the privacy policy with the relevant Subsidiary and the legislation that applies. Personal data acquired during the course of the investigation may only be used for the purposes as detailed in this document. This data is only passed on to those persons who need it to carry out their task. However, two exceptions apply:

- If Strukton is required by law or regulation to disclose the information.
- If you are speaking up in bad faith.

In both scenarios, personal data may only be disclosed if it is necessary to comply with relevant law or regulations, or in order to take appropriate measures if the reporting was done in bad faith.

Strukton provides annual reports about this procedure. The topics include the number of reports as well as an indication of the nature of these reports. The Compliance Officer Group sends this report on to the Central Works Council, and it is discussed during a consultation meeting of the Central Works Council with the Management.

External reporting

7



Should you ever express concerns externally?

We insist on asking you to speak up about any suspicions by using the channels detailed in this Speak Up Procedure, even if you suspect serious violation. In case of serious violation, local law may allow you to directly approach external parties (such as the police, a government body or a third party. This does not include the Speak Up line¹ as detailed in chapter 5 of this procedure). However, we strongly urge you to speak up internally first, as described in this document, or to discuss your plans with the Compliance Officer Group or the Integrity Committee. If you do choose to approach external parties to speak up, note that you are still subject to the privacy rules and policies such as the Social Media Guidelines.

Only consider approaching an external party if:

- You have considered your options carefully;
- Following the steps detailed in this Speak Up Procedure would not be in the best interests of Strukton and its stakeholders;
- No alternative option with less negative consequences is available;
- You cannot reasonably be expected to report internally first;
- Urgent public interest or legal obligations compel you to do so.

¹ Using the external Speak Up line is not considered a way to externally express your concerns. Any reports coming in through the Speak Up line are handled by Strukton internally.

At every stage, please make sure:

- You are doing everything within your power to limit any potential negative consequences for Strukton, Strukton's stakeholders and those involved
- The third party you wish to approach is actually able to take the appropriate action in response to the suspected violation of our Code of Conduct

If you need additional information, you can use the following options:

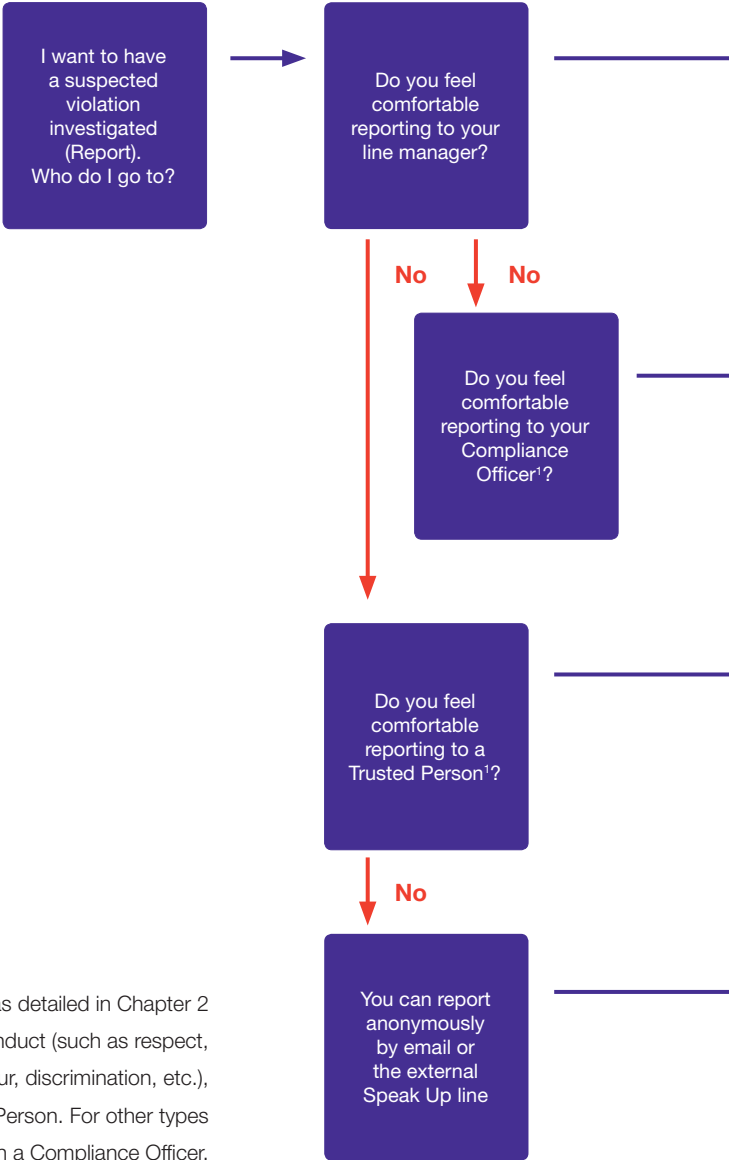
- Go to your direct manager, the (local) Strukton Compliance Coordinator, your subsidiary's Compliance Officer and/or a Trusted Person (in case of undesirable behaviour as detailed in chapter 2 of the Code of Conduct); Use Strukton Intranet.

Appendices

Reporting Procedure I

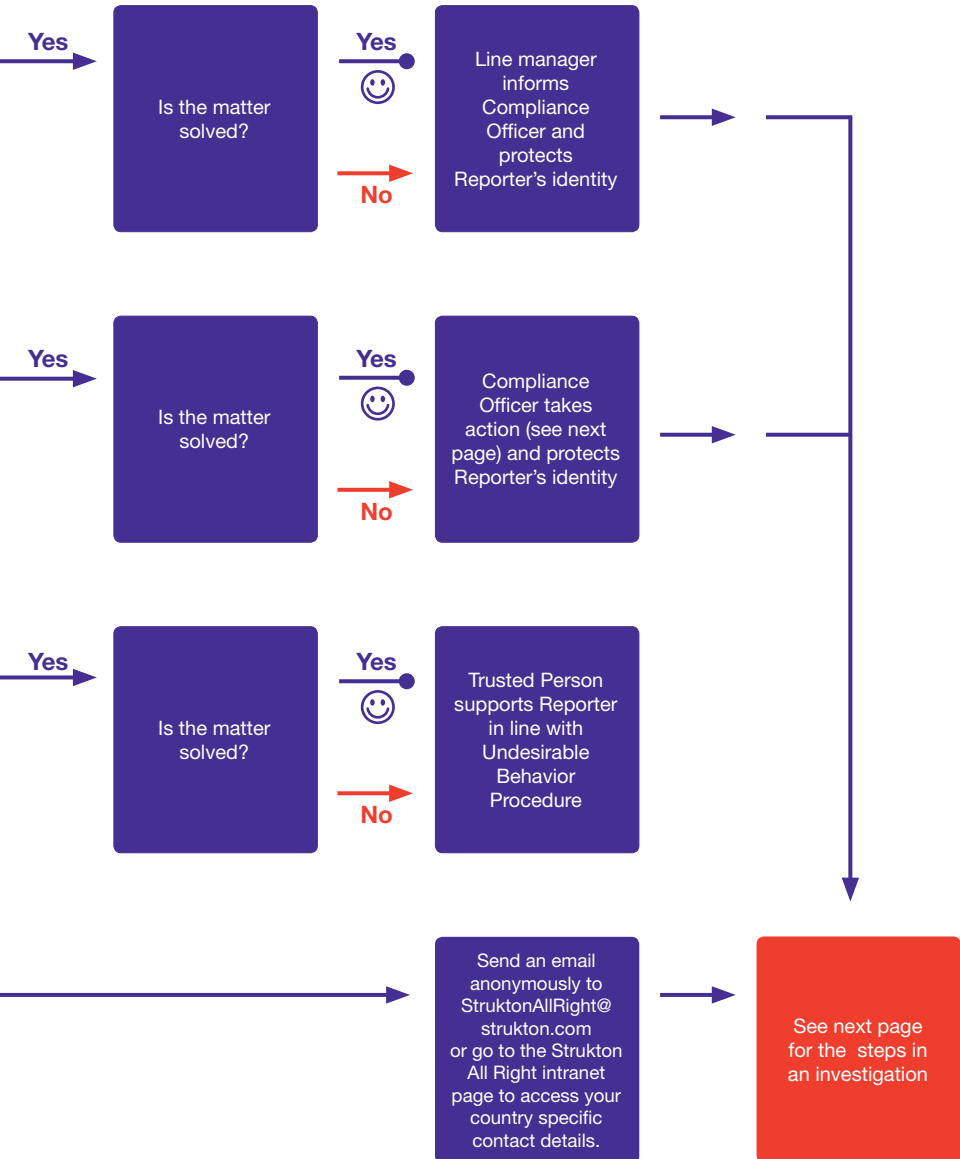


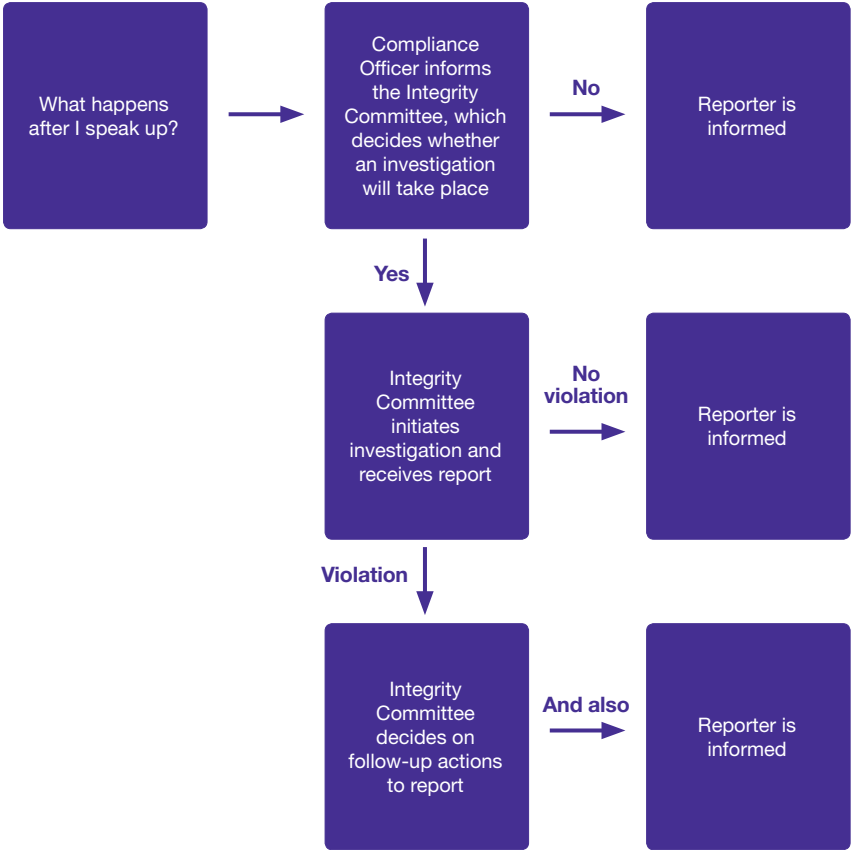
Reporting procedure



¹For issues as detailed in Chapter 2 of the Code of Conduct (such as respect, undesirable behaviour, discrimination, etc.), approach a Trusted Person. For other types of topics, approach a Compliance Officer.

If all you want is to get information or advice, or to express a concern or raise a dilemma, approach your line manager!





Appendix II • Reporting form



Appendix III • Speak Up line

To speak up using the external Speak Up line, go to the Strukton All Right intranet page to access your country specific contact details.

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