

# Tokio Marine Europe S.A.

## Whistleblowing Procedure

Version 0.1

November 2023

## Contents

<b>1. Document Control .....</b>	<b>4</b>
1.1 Revision History .....	4
1.2 Review List .....	4
1.3 Approval.....	4
<b>2. Introduction.....</b>	<b>5</b>
2.1 Purpose.....	5
2.2 Ownership and Review.....	5
<b>3. Guidance on Whistleblowing concerns.....</b>	<b>5</b>
3.1 How to identify a Whistleblowing concern.....	5
3.2 Guidance for the Whistleblower, the Line Manager, TME Head of Legal & Compliance, the TME Whistleblower Champion, and the local Whistleblower Officer.....	5
<b>4. How to report a Whistleblowing concern .....</b>	<b>6</b>
4.1 Communication methods.....	6
4.2 Anonymity and Confidentiality .....	7
4.3 Internal Reporting .....	7
4.4 External Reporting .....	7
4.5 Public disclosure .....	8
<b>5. What happens after a Whistleblowing concern is reported?.....</b>	<b>8</b>
5.1 Acknowledgement and Notification Procedure .....	8
5.2 Initial Assessment.....	8
5.3 Investigation .....	9
5.3.1 Conflict of Interests.....	9
5.3.2 Management of Investigations.....	9
5.4 Conclusion of the Investigation .....	10
5.5 Escalation .....	10
5.6 Data Protection.....	10
5.7 Record keeping .....	11
5.8 Management Information .....	11
<b>6. Training.....</b>	<b>11</b>
<b>Appendix 1: External Reporting – TME Branches .....</b>	<b>12</b>
<b>Appendix 2: Internal Reporting – Local Whistleblowers Officers - TME Branches .....</b>	<b>17</b>
<b>Appendix 3: Internal Reporting – Other contacts.....</b>	<b>18</b>

<b>Appendix 4: TME France.....</b>	<b>19</b>
<b>Appendix 5: TME Denmark .....</b>	<b>21</b>
<b>Appendix 6: TME Germany .....</b>	<b>23</b>
<b>Appendix 7: TME Ireland.....</b>	<b>25</b>
<b>Appendix 8: TME Italy .....</b>	<b>28</b>
<b>Appendix 9: TME The Netherlands .....</b>	<b>31</b>
<b>Appendix 10: TME Spain.....</b>	<b>33</b>

## 1. Document Control

### 1.1 Revision History

Version	Description / Reason for Change	Name	Date
0.1	Initial Document	Sandy Mavrommati	September 2023

### 1.2 Review List

Version	Name	Date
0.1	Edoardo Asquini, Internal Audit	November 2023

### 1.3 Approval

Role	Date	Version
Head of Legal & Compliance	November 2023	0.1

## 2. Introduction

### 2.1 Purpose

The purpose of this document is to set out Tokio Marine Europe S.A.'s (TME) procedures to whistleblowing, as referenced in the TME Whistleblowing Policy.

In particular, the aim is to articulate the arrangements for reporting whistleblowing concerns via available reporting channels and to explain the investigation procedures, along with outlining the roles and responsibilities.

The TME Whistleblowing Policy applies to all TME operations and by extension these Procedures.

### 2.2 Ownership and Review

This Procedure, as complementary to the Policy, is owned by TME Legal & Compliance and operational responsibility for Whistleblowing is delegated to the TME Internal Audit.

TME has appointed a Whistleblowing Champion, who has the responsibility for ensuring and overseeing the integrity, independence and effectiveness of our policies and procedures on whistleblowing. Our appointed Whistleblowing Champion is Peter Engelberg, who is a Non-Executive Director. Peter can be contacted at [pengelberg@tmhcc.com](mailto:pengelberg@tmhcc.com).

The Procedure shall be reviewed when material changes occur, either in relation to the Policy or to internal processes.

## 3. Guidance on Whistleblowing concerns

### 3.1 How to identify a Whistleblowing concern

A whistleblowing concern may be difficult to be identified and it shall be distinguished from other instances, such as a personal grievance. Whistleblowing is the raising of a concern in relation to a wrongdoing, which affects others. If you are in doubt, please reach out for guidance to your Line Manager, the TME Head of Internal Audit, the TME Head of Legal & Compliance, the Whistleblower Champion, or the contact person available for these purposes in your jurisdiction ("Local Whistleblower Officers" - see appendixes 1 to 8 of the policy)..

### 3.2 Guidance for the Whistleblower, the Line Manager, TME Head of Legal & Compliance, the TME Whistleblower Champion, and the local Whistleblower Officer

- **For the Whistleblower**

When raising your concern, you should

- be clear about whether you wish to maintain your anonymity;
- provide clear, detailed information about your concern in a factual manner (who your concern relates to or involves, what is the issue, how long it has been an issue, how the issue has arisen, etc.).

- **For the Line Manager, the TME Head of Internal Audit, the TME Head of Legal & Compliance, the TME Whistleblower Champion and local Whistleblower Officers**

Upon receipt of a concern, you should



- First ascertain whether it is a genuine whistleblowing concern (as opposed to grievance);
- if a whistleblowing concern, then send an acknowledgment letter within 5 working days from receipt of the concern; and
- finally, notify the TME Head of Internal Audit (if the latter is not the recipient of the concern), as soon as possible, sending along all relevant details that you have been made aware of.

Please note that if the Whistleblower has already made clear that they wish to remain anonymous, that appropriate measures not to disclose their identity shall be taken.

It is important to be aware that whistleblowers shall not be victimised and if you become aware or suspect that they have been subject to retaliation or detriment, you must contact TME Human Resources.

## 4. How to report a Whistleblowing concern

### 4.1 Communication methods

A Whistleblowing concern may be raised by any reasonable method of communication, such as:

- **By email**

If an employee wishes to raise their concern by email, this should be done either by sending an email directly to the email address of the Line Manager or to the TME Head of Internal Audit or to the TME Head of Legal & Compliance, or the Whistleblowers' Champion, or the local Whistleblower Officer. If anonymity is to be maintained, then the employee may consider sending the email from an email address where the identity cannot be revealed. For the contact details, please refer to Appendix 2 and 3.

- **By post (internal or external)**

If an employee wishes to raise their concern by mail, a sealed envelope can be sent addressing the person to receive it as per the preference of the Whistleblower (i.e., to the attention of TME Head of Internal Audit, etc.). This is the most preferred method for an employee to maintain its anonymity. For the contact details, please refer to Appendix 2 and 3.

- **By telephone**

If an employee wishes to raise their concern by phone, they can either call from their office or personal phone directly to the number of their Line Manager or the TME Head of Internal Audit, or the TME Head of Legal & Compliance, or the Whistleblowers' Champion. Alternatively, if anonymity is to be maintained, then the employee may call from a meeting room or a different phone number from where the caller identity is not concealed. For the contact details, please refer to Appendix 2 and 3.

As explained above, certain methods of communication may however be subject to practical limitations in respect of anonymity, when this is sought by the Whistleblower, so the latter must carefully consider all available options. Also, local particularities may apply, so the Whistleblower is encouraged to consult the details per TME branch provided in the Appendices 1-10.

## 4.2 Anonymity and Confidentiality

TME will take all steps possible to protect the confidentiality and anonymity of any persons, who raise a Whistleblowing concern. Where it is not possible for TME or the relevant regulatory authorities to conduct an effective investigation without compromising this, TME will not disclose the identity and/or any confidential information without first discussing the matter with the individual and the appropriate regulatory authority.

We recognise that, despite the protections in place, you may want to raise your concerns anonymously. However, we strongly recommend that you include your name and contact details in any concerns you report because whilst investigating a concern, TME may require you to provide further information and your on-going co-operation after you have raised a concern is important to ensure a proper investigation. If a matter is raised anonymously, it may not be possible to investigate as comprehensively if TME is not able to return to you for more detailed information. Additionally, it will not be possible for us to report to you the results of any investigation.

### **The difference between reporting anonymously and confidentially:**

**Anonymous reporting** means the individual does not divulge their name or any identifying information. TME shall respect the anonymity of the Whistleblower.

**Confidential reporting** means the individual may divulge their name and/or identifying information, but this information is provided in confidence, and shared with only relevant persons TME permits to investigate and manage whistleblowing reports. The identity of the Whistleblower, any other information from which the identity of the reporting person may be directly or indirectly deduced, and any third parties involved in the report shall not be disclosed, except if compelled by law.

If an anonymous concern is received:

- the seriousness of the facts mentioned should be established and the factual elements should be sufficiently detailed; and
- the processing of this report should be carried out with special precautions, such as a prior examination by the first addressee of the appropriateness of its circulation within the whistleblowing system.

## 4.3 Internal Reporting

If a TME employee reasonably believes they have discovered wrongdoing, they can report to:

- Their Line Manager
- The TME Head of Internal Audit
- The TME Head of Legal & Compliance
- The Whistleblower's Champion, who is also a Non-Executive Director and member of the Audit Committee
- Local Whistleblower Officers

TME employees are encouraged to raise concerns internally as soon as possible. For contact details, please refer to Appendix 2 and 3.

## 4.4 External Reporting

TME encourages all employees to first make an internal report. In any situation where the individual feels uncomfortable notifying any of the individuals above,

they can make an external report to an external body (e.g., a regulator). Independent and autonomous external reporting channels for the reception and processing of concerns have been set up by the supervisory authorities for the insurance sector in all jurisdictions.

Whilst we would encourage you to first report your Whistleblowing concern using the internal reporting procedures, you may choose to report it directly to an external body without having first reported or disclosed it to TME.

Appendix 1 lists all agencies and/or any other appropriate judicial or regulatory authority that disclosures may be made depending on your location.

#### 4.5 Public disclosure

Although persons wishing to report concerns are encouraged to give preference to reporting through internal reporting channels before reporting through external reporting channels, there is also possibility for public disclosure. Such public disclosure should only be considered as a last resort where it is clearly impossible to do otherwise.

As per applicable law, public disclosure is strictly regulated in that a person who makes a public disclosure is entitled to protection if one of the following conditions is met:

1. the person has first made an internal and external report, or has made an external report directly but no appropriate action has been taken in response to the report within the time provided by the Law;
2. the person has reasonable grounds to believe that: (i) the breach may represent an imminent or obvious danger to the public interest, such as where there is an emergency situation or a risk of irreversible harm; or (ii) in case of an external report, there is a risk of retaliation or there is little likelihood that the breach will actually be remedied, due to the particular circumstances of the case, such as where evidence may be concealed or destroyed or where an authority may be in collusion with the perpetrator of the breach or involved in the breach.

## 5. What happens after a Whistleblowing concern is reported?

### 5.1 Acknowledgement and Notification Procedure

Whistleblowing reports made *internally* to the Line Manager, the TME Head of Internal Audit, the TME Head of Legal & Compliance, the Whistleblower Champion or the local Whistleblower Officer must be acknowledged in writing **within 5 working days** from the day the concern was received and then the concern must be referred to the TME Head of Internal Audit, as soon as possible (if the TME Head of Internal Audit is not the original recipient). The TME Head of Internal Audit in turn will contact the Whistleblower clearly noting that he or she will be given feedback on the follow up of the report within **three months** from receipt of his or her report. The TME Head of Internal Audit shall in parallel notify the TME CEO of the incident reported.

Where a report is made to an *external* agency, it will act in accordance with its institutional procedures.

### 5.2 Initial Assessment

TME Internal Audit, upon receiving the report, shall assess the information provided in the initial report and determine whether an investigation is appropriate



and, if so, what form it should take. However, some concerns may be resolved without the need for an investigation.

TME Internal Audit prior to informing the Whistleblower of the outcome of the initial assessment shall communicate this outcome to the TME CEO.

### 5.3 Investigation

If an investigation is deemed necessary, the matter will be investigated in a professional and thorough manner using the most appropriate means and resources.

TME will manage most investigations internally but may appoint an external investigator if deemed appropriate. In such cases, the same principles over confidentiality and anonymity apply and the TME Internal Audit will assess the outcome of the investigation and determine next steps.

#### 5.3.1 Conflict of Interests

Should it become apparent that there is a potential conflict of interest between the investigator and the Whistleblower, the matter shall be dealt by another person.

#### 5.3.2 Management of Investigations

The investigation will include the following steps. However, to be noted that in cases where the Whistleblower wishes to maintain its anonymity, where this is permitted as per applicable law, then certain actions may not be possible.

- arranging individual interviews with relevant witnesses or individuals and inform them of their right to be accompanied at the meeting by a legal advisor or a colleague;
- establishing the facts/obtain statements/collect documentary evidence;
- conducting the investigation in an independent, objective and thorough manner;
- maintaining detailed records of the investigation process;
- concluding the investigation as soon as practicable and to prepare a written report regarding the investigation;
- communicating a holding response or a final decision to both the individual who raised the initial report and the individual about whom the allegation was made within 3 months from first receipt;
- a decision on whether the alleged wrongdoing took place and the recommended disciplinary measures to be taken by TME.

The individual who raised the whistleblowing report will be:

- provided with the opportunity to attend a meeting to discuss the report and matter;
- informed of their right to be accompanied at any interview by a legal advisor or work colleague;
- given a summary report following the meeting and if the individual agrees with it, he or she will be asked to sign it; and

- informed, in so far as the duty of confidentiality allows, of the progress of any investigation, the decisions taken and the outcome of any investigation.

The person against whom the whistleblowing report is raised will be:

- notified as soon as is considered appropriate and usually within **15 working days (not later than 1 month)** after receipt of the whistleblowing concern, the individual(s) about whom the report has been made. The notification will include:
  - the existence of the accusation and the facts he or she is accused of;
  - the data processed in connection with the report;
  - a confirmation that TME is responsible for the information obtained through the report and for the investigation process, including the origin of the data;
  - the existence of a data file containing the referenced data and how to exercise his or her rights of access, rectification, erasure, objection, and restriction related to such data file; and
  - the investigation procedure that will be followed.
- provided with the opportunity to respond in person and in writing to the allegations made, to receive and consider any relevant evidence and to provide the investigation with any evidence they may have that supports their statement;
- informed of their right to be accompanied at any interview by a legal advisor or work colleague;
- given a summary report following the meeting and if the individual agrees with it, he or she will be asked to sign it.

#### 5.4 Conclusion of the Investigation

TME Internal Audit shall inform the whistleblower of the outcome of the investigation. Prior to such formal communication, the TME Head of Internal Audit shall communicate such conclusion to the TME CEO.

#### 5.5 Escalation

It is foreseen that depending on the outcome of the investigation, the conclusions may be escalated to the TME Audit Committee and/or to any other relevant regulatory bodies.

If the conclusion of the investigation is that the Whistleblower made a false allegation or has in any other way deliberately abuse internal whistleblowing procedures, the matter shall be escalated to TME Human Resources.

#### 5.6 Data Protection

Processing of personal data under this Policy must be handled in accordance with the General Data Protection Regulation (Regulation (EU) 2016/679, hereinafter “GDPR”).

Any personal data communicated under this Policy will be processed and maintained under TME’s applicable data security measure. If necessary, due to the specifics of the information provided during an investigation TME may implement additional data security measures.



There may be several legal basis, for processing personal data in the context of whistleblowing:

- The processing is necessary for compliance with a legal obligation;
- It may be a “legitimate interest” of TME and the TME employees, who raise a whistleblowing concern for a range of activities associated with whistleblowing;
- The nature of some whistleblowing reports may involve the processing of “special categories of personal data” within the meaning of GDPR, which shall entail additional precautions, including confirmation that the processing is legal.

Any person, who is the subject of a whistleblowing concern may exercise his or her rights of access, rectification, opposition, and deletion regarding his or her personal data obtained and processed by TME under this Policy, upon request in writing to the individual(s) in charge of the investigation. However, TME may restrict the exercise of such rights in view of the circumstances of the case and to ensure the rights and freedoms of others involved in the investigation process.

TME employees can lodge a complaint before their local Data Protection Authority (“DPA”) if they think their data protection rights have been infringed.

By raising a whistleblowing concern in accordance with this Policy you agree to abide by the terms of this Policy and consent to the processing and transfer of your personal data as set out above.

## 5.7 Record keeping

A central record of all reports raised, and the actions taken are held securely and confidentially by the TME Head of Internal Audit.

CAA as the supervisory authority of TME shall have access to the records upon request.

## 5.8 Management Information

The TME Head of Internal Audit will prepare an annual Whistleblowing report, including a summary of the number, status and outcomes of whistleblowing concerns raised during the year, which will be made in a form, which does not endanger the confidentiality of any party involved. Such report will be submitted to the TME Audit Committee.

## 6. Training

As part of the TME training plan, training on and awareness of this Policy on all employees and new joiners will be provided by the TME Legal & Compliance.

## Appendix 1: External Reporting – TME Branches

### Belgium

FSMA – Financial Services and Markets Authority

Online form: <https://www.fsma.be/en/faq/whistleblowers-point-contact>

Telephone: 02/220 56 66, Monday, Tuesday, Thursday, and Friday between 9:00-12:00, answering service outside of those hours. The telephone calls are not recorded.

In person: an appointment can be made via the electronic application / telephone line.

Post: FSMA, Enforcement Department, attn. Michaël André, Investigations Officer, Confidential - LAK2392, Congressstraat/rue du Congrès 12, 1000 Brussels.

More information is available: [https://www.fsma.be/en/faq/whistleblowers-point-contact#\\_ftn1](https://www.fsma.be/en/faq/whistleblowers-point-contact#_ftn1)

Aside from FSMA, the other existing external reporting authorities are:

- a. [the Federal Ombudsman](#) (for all complaints excepts those for which the two following dedicated bodies are competent);
- b. [the Federal Agency of Nuclear Control](#) (for reports concerning the security or safety of nuclear plants);
- c. [the National State Security Services](#) (for reports concerning terrorism and spying); and
- d. [the National Data Protection Authority](#) (for reports concerning privacy and personal data protection laws).

In addition, [the Federal Institute in charge of protecting and promoting Human Rights](#) has been appointed as central information point on whistleblowing, and can provide support to (potential) whistleblowers.

### Denmark

DFSA – The Financial Supervisory Authority

Online form: <https://www.finanstilsynet.dk/Whistleblower>

Telephone: 33 55 82 82 Monday to Thursday at. 9 am-4 pm or Friday, noon. 9-15. Conversations are not recorded.

In person: an appointment can be arranged at Finanstilsynet, Århusgade 110, 2100 Copenhagen Ø.

More information is available: <https://www.finanstilsynet.dk/Whistleblower/Info-om-whistleblower-ordningen>

### France

AMF – The French Financial Markets Authority

E-mail: [lanceurdalerte@amf-france.org](mailto:lanceurdalerte@amf-france.org)

Whistleblowing website: [www.amf-france.org/en/whistleblower](http://www.amf-france.org/en/whistleblower)

Telephone: +33 (0)1 53 45 64 44, Monday to Friday 9h – 12h and 14h – 17h

Post\*: AMF Direction des affaires juridiques, 17 place de la Bourse, 75082 Paris Cedex 02.

ACPR – The French Prudential Supervisory and Resolution Authority

E-mail: [2780-SIGNALLEMENTS-UT@acpr.banque-france.fr](mailto:2780-SIGNALLEMENTS-UT@acpr.banque-france.fr)

Whistleblowing website: [www.acpr.banque-france.fr/contrôler/signaler-lacpr-un-manquement-ou-une-infraction](http://www.acpr.banque-france.fr/contrôler/signaler-lacpr-un-manquement-ou-une-infraction).

Post\*: ACPR Secrétariat général de l'Autorité de contrôle prudentiel et de résolution, Direction des affaires juridiques, SAIDP - Signalements, 4 Place de Budapest - CS 92459, 75436 PARIS CEDEX 09

\*Post in an envelope marked «Confidential»

CNIL – The French National Commission for Computing and Freedom

Telephone: +33 (0)1 53 73 22 22, Monday to Friday from 10h – 12h and 14h – 16h

Défenseur des droits – The French Defender of Rights:

Telephone: +33 (0)9 69 39 00 00, Monday to Friday 9h – 18h

Post\*\* : Défenseur des Droits Libre réponse 71120 75342 PARIS CEDEX 07

\*\*The report must be sent by post, in writing and in a double envelope. All the elements of the report should be placed in a closed envelope – the “inner envelope” – which should be placed in a second envelope the “outer envelope” – addressed to the Defender of Rights. The “inner envelope” should ONLY bear the following words: « REPORT OF AN ALERT » (date of sending”).

Guidance online is available: <https://www.defenseurdesdroits.fr/sites/default/files/atoms/files/guide-lanalert-num-09.12.19.pdf>

Any other appropriate judicial or regulatory authority or to an institution or body of the EU specifically designated to collect reports on violation of the EU law.

In case of doubt as to which authority is competent to receive report, please send it to the French Defender of Rights, who will then refer it to the competent authority.

## Germany

BaFin - Federal Financial Supervisory Authority

Online form\*: <https://www.bkms-system.net/bkwebanon/report/clientInfo?cin=2BaF6&language=eng>

E-mail: [hinweisgeberstelle@bafin.de](mailto:hinweisgeberstelle@bafin.de)

Telephone: +49 (0) 22841082355. 9.00 a.m. to 3.00 p.m. Monday to Thursday and 9.00 a.m. to 1.00 p.m. on Fridays.

Post: Bundesanstalt für Finanzdienstleistungsaufsicht, Hinweisgeberstelle Graurheindorfer Straße 10853117 Bonn, Germany.

More information is available:

[https://www.bafin.de/EN/Aufsicht/Uebergreifend/Hinweisgeberstelle/hinweisgeberstelle\\_node\\_en.html](https://www.bafin.de/EN/Aufsicht/Uebergreifend/Hinweisgeberstelle/hinweisgeberstelle_node_en.html)

\*Anonymous reports can be made through the whistleblowing portal, which does not track details and is certified as untraceable

## Ireland

CBI - Central Bank of Ireland

Protected Disclosures Desk

E-mail: [confidential@centralbank.ie](mailto:confidential@centralbank.ie)

Telephone: 1890 130014: Calls are answered Monday to Friday 9.30am - 5.00pm

Post: Protected Disclosures Desk, Central Bank of Ireland, PO Box 11517, Spencer Dock, Dublin 1, D01 W920.

Garda Ombudsman

Office of the Protected Disclosures Commissioner

E-mail: [info@gsoc.ie](mailto:info@gsoc.ie)

Telephone: 1890 600 800

Post: 150 Upper Abbey Street, Dublin 1, D01 FT73, IE

An employee may make a protected disclosure also to any other relevant Commissioner, the relevant institutions, bodies, offices or agencies of European Union. External disclosures may also be made in the course of obtaining legal advice from a barrister, solicitor, trade union official or official of an excepted bod.

## Italy

IVASS

E-mail: [vigilanzacondottamercato@pec.ivass.it](mailto:vigilanzacondottamercato@pec.ivass.it)

Telephone: +39 06 421331

Post: Istituto per la Vigilanza sulle Assicurazioni, via del Quirinale 21, 00187 Roma  
National Labour Inspectorate (region of Lombardia)

E-mail: [ILL.Milano@ispettorato.gov.it](mailto:ILL.Milano@ispettorato.gov.it);

Telephone: 02667973 - Fax: 026694516/6696582

Post: Ispettorato Nazionale del Lavoro, Via Mauro Macchi, 9 – 20124

More information is available: <https://www.ispettorato.gov.it/it-it/il-ministero/Uffici-periferici-e-territoriali/milano/Pagine/default.aspx>

## Luxembourg

Commissariat aux Assurances (CAA)

On line form: the [Whistleblowing](#) form must be sent by e-mail to the following address: [whistleblowing@caa.lu](mailto:whistleblowing@caa.lu).

Telephone\*: 226911-1 during office hours before submitting a written statement.

\*The CAA will not record alerts sent by telephone.

## The Netherlands

The Dutch Whistleblowers Authority

E-mail: [advies@huisvoorklokkenluiders.nl](mailto:advies@huisvoorklokkenluiders.nl)

Telephone: 088-1331030 or 0800-9015, on working days between 10:00-12:00 hrs. and between 13:00-16:00 hrs

Post: Het Huis voor Klokkenluiders, Postbus 10088, 3505 AB Utrecht

More information is available: <https://www.huisvoorklokkenluiders.nl/ik-vermoed-een-misstand>

The Authority for Consumers and Markets

E-mail: [acm-post@acm.nl](mailto:acm-post@acm.nl)

Telephone: 070-7222000, #6, from Monday to Thursday between 09:30 – 12:30 hrs and between 13:30-16:30 hrs

Post: Autoriteit Consument & Markt, postbus 16326, 2500 BH Den Haag

More information is available: <https://www.acm.nl/nl/contact/bescherming-als-klokkenluiders>

The Authority for the Financial Markets

E-mail: [meldingenformulier@afm.nl](mailto:meldingenformulier@afm.nl)

Telephone: 0800-6800680, on working days between 10:00 – 13:00 hrs

Post: Autoriteit Financiële Markten, t.a.v. Signalenteam, postbus 11723, 1001 GS Amsterdam

More information is available: <https://www.afm.nl/nl-nl/sector/themas/melden-misstanden-en-incidenten/bescherming-klokkenluiders>

The Data Protection Authority

E-mail: [info@autoriteitpersoonsgegevens.nl](mailto:info@autoriteitpersoonsgegevens.nl)

Telephone: 088-1805250, from Monday to Thursday between 10:00 – 12:00 hrs

Post: Autoriteit Persoonsgegevens, Postbus 93375, 2506 AJ Den Haag

More information is available: <https://www.autoriteitpersoonsgegevens.nl/een-tip-of-klacht-indienen-bij-de-ap>

The Central Bank of the Netherlands

E-mail: [meldpuntmisstanden@dnb.nl](mailto:meldpuntmisstanden@dnb.nl)

Telephone: 0800-0201068, on working days between 09:00 – 15:30 hrs

Post: De Nederlandsche Bank, t.a.v. Meldpunt Misstanden, postbus 98, 1000 AB Amsterdam  
More information is available: [https://www.dnb.nl/contact/bezwaar-klacht-of-misstand-melden-melden-misstanden-financiele-instellingen/](https://www.dnb.nl/contact/bezwaar-klacht-of-misstand-melden/melden-misstanden-financiele-instellingen/)

The Health and Youth Inspectorate

E-mail: [meldpunt@igi.nl](mailto:meldpunt@igi.nl) or <https://mijn.igi.nl/index.html>

Telephone: 0800-0201068, on working days between 09:00 – 17:00 hrs

Post: Inspectie Gezondheidszorg en Jeugd, postbus 2518, 6401 DA Heerlen

More information is available: <https://www.igi.nl/onderwerpen/melden-over-uw-werkgever-klokkenluidersregeling>

The Dutch Healthcare Authority

E-mail: [klokkenluider@nza.nl](mailto:klokkenluider@nza.nl)

Telephone: 088-7708770, on working days between 09:00 – 13:00 hrs

Post: Nederlandse Zorgautoriteit, postbus 3017, 3502 GA Utrecht

More information is available: <https://www.nza.nl/contact/ons-meldpunt/meldpunt-misstanden-bij-zorgverzekeraars-of-zorgaanbieders>

The Authority for Nuclear Safety and Radiation Protection

E-mail: [PostbusKlokkenluider@anvs.nl](mailto:PostbusKlokkenluider@anvs.nl)

Telephone: 088-4890500 on working days between 09:00 – 17:00 hrs

Post: Autoriteit Nucleaire Veiligheid en Stralingsbescherming, postbus 16001, 2500 BA Den Haag

More information is available: <https://www.autoriteitnvs.nl/onderwerpen/overtreding-misstand-melden>

Other competent authorities as may later be designated by ministerial public decree on the basis of the Dutch WB Act. If the violation concerns a crime or administrative offence, external reports can always be submitted through the external reporting channels of the Public Prosecution Office or the criminal police bodies, for criminal offences, and the competent administrative authorities or the police and supervisory authorities, for administrative offences.

## Norway

Norwegian Financial Services Authority - NFSA

Email: [post@finanstilsynet.no](mailto:post@finanstilsynet.no)

Whistleblowing portal available here: <https://finanstilsynet.whistleblownetwork.net/FrontPages/Default.aspx>

Telephone: +47 22 93 97 00

Post: Finanstilsynet, Revierstredet 3 Postboks 1187 Sentrum, 0107 Oslo

More information is available (Norwegian language only): <https://www.finanstilsynet.no/om-finanstilsynet/varsling-til-finanstilsynet/>

Labour Inspection Authority

Telephone: + 47 73 19 97 00

Email: [svartjenesten@arbeidstilsynet.no](mailto:svartjenesten@arbeidstilsynet.no)

## Spain

**The Independent Whistleblower Protection Authority** ("Autoridad Independiente de Protección del Informante, A.A.I."), which is pending to be created.

More information is available (in Spanish): <https://www.defensa.gob.es/ministerio/canal-interno/>

AEPD - The Data Protection Authority ("Agencia Española de Protección de Datos")

Telephone: + 34 900 293 183

Online portal: <https://sedeagpd.gob.es/sede-electronica-web/vistas/formBrechaSeguridad/procedimientoBrechaSeguridad.jsf>

Post: Calle Jorge Juan,6. 28001, Madrid

Spanish Competition Authority (CNMC) and regional competition authorities

Telephone: + 34 914 329 600

Online portal: <https://edi.cnmc.es/buzones-anonimos/sica>

Post: Calle Barquillo 5, 28004, Madrid.

Also, the autonomous communities of Cataluña, Valencia, Islas Baleares, Navarra, Asturias and Andalucía have partially addressed the issue of whistleblower protection, focused on the creation of offices to prevent and investigate cases of fraudulent use or destination of public funds, illicit exploitation arising from actions involving conflicts of interest or the use of privileged information, or in general conduct contrary to integrity (i.e., they have limited this legislation to the public sector, in some cases prior to Directive 2019/1937). This means that any person may report acts of fraud or corruption that affect general interests or the management of public funds in each region:

- [Anti-Fraud Office of Catalonia](#) (Oficina Antifraude de Cataluña).
- [Valencian Anti-Fraud Agency](#) (Agencia Valenciana Antifraude).
- [Office for Preventing and Combating Corruption in the Balearic Islands](#) (Oficina de Prevención y Lucha contra la Corrupción en las Illes Balears).
- [Office of Good Practices and Anti-Corruption of Navarre](#) (Oficina de Buenas Prácticas y Anticorrupción de Navarra).
- [Andalusian Office against Fraud and Corruption](#) (Oficina Andaluza contra el Fraude y la Corrupción).
- [Good Governance and Anti-Corruption Office of Asturias](#) (Oficina de Buen Gobierno y Lucha contra la Corrupción de Asturias).

## United Kingdom

Prudential Regulatory Authority (PRA)

Telephone: +44 (0)203 461 8703 (during office hours)

Email: prawhistleblowing@bankofengland.co.uk

Post: Confidential Reporting (Whistleblowing), PRA, 20 Moorgate, London, EC2R 6DA

Financial Conduct Authority (FCA)

Telephone: +44 (0)207 066 9200 (during office hours)

Email: whistle@fca.org.uk

Post: Intelligence Department (Ref PIDA), Financial Conduct Authority, 12 Endeavour Square, London, E20 1JN



## Appendix 2: Internal Reporting – Local Whistleblowers Officers - TME Branches

TME has appointed the following local Whistleblowing Officers

Branch	Local Whistleblower Officer
Belgium	<ul style="list-style-type: none"> <li>Function(s): Whistleblowing Champion</li> <li>Email: <a href="mailto:pengelberg@tmhcc.com">pengelberg@tmhcc.com</a></li> <li>Postal address: 123 Main Street</li> <li>London EC3N 1RE, United Kingdom</li> </ul>
France	<ul style="list-style-type: none"> <li>Function(s): Responsable Juridique et sécurité de l'Information</li> <li>Email: <a href="mailto:CMolinierReynaud@tmhcc.com">CMolinierReynaud@tmhcc.com</a></li> <li>Telephone number(s): +33 1 53 29 34 59</li> <li>Postal address: 36 Rue de Châteaudun, 75009 Paris, France</li> </ul>
Denmark	<ul style="list-style-type: none"> <li>Function(s): Whistleblowing Champion</li> <li>Email: <a href="mailto:pengelberg@tmhcc.com">pengelberg@tmhcc.com</a></li> <li>Postal address: 123 Main Street</li> <li>London EC3N 1RE, United Kingdom</li> </ul>
Germany	<ul style="list-style-type: none"> <li>Function(s): HR Manager Germany-Denmark</li> <li>Email: <a href="mailto:fbal@tmhcc.com">fbal@tmhcc.com</a></li> <li>Telephone number(s): +49 152 5524 3134</li> <li>Postal address: Berliner Allee 26, Dusseldorf NW 40212, Germany</li> </ul>
Ireland	<ul style="list-style-type: none"> <li>Function(s): Whistleblowing Champion</li> <li>Email: <a href="mailto:pengelberg@tmhcc.com">pengelberg@tmhcc.com</a></li> <li>Postal address: 123 Main Street</li> <li>London EC3N 1RE, United Kingdom</li> </ul>
Italy	<ul style="list-style-type: none"> <li>Function(s): Compliance and Legal Officer- Spain &amp; Italy</li> <li>Email: <a href="mailto:JCUOGHI@tmhcc.com">JCUOGHI@tmhcc.com</a></li> <li>Telephone number(s): +34 667 706 748</li> <li>Postal address: Torre Diagonal Mar, Josep Pla nº 2, 08019 Barcelona, España</li> </ul>
Netherlands	<ul style="list-style-type: none"> <li>Function(s): Whistleblowing Champion</li> <li>Email: <a href="mailto:pengelberg@tmhcc.com">pengelberg@tmhcc.com</a></li> <li>Postal address: 123 Main Street</li> <li>London EC3N 1RE, United Kingdom</li> </ul>
Spain	<ul style="list-style-type: none"> <li>Function(s): Legal Counsel Spain</li> <li>Email: <a href="mailto:cmagnard@tmhcc.com">cmagnard@tmhcc.com</a></li> <li>Telephone number(s): +34 618 327 498</li> <li>Postal address: Torre Diagonal Mar, Josep Pla nº 2, 08019 Barcelona, España</li> </ul>
Luxembourg	<ul style="list-style-type: none"> <li>Function(s): TME Head of Internal Audit</li> <li>Email: <a href="mailto:easquini@tmhcc.com">easquini@tmhcc.com</a></li> <li>Telephone number(s): +352 621 615 883</li> <li>Postal address: 26, avenue de la Liberté,</li> <li>L-1930, Luxembourg</li> </ul>

## Appendix 3: Internal Reporting – Other contacts

---

TME Whistleblowing Champion	<p>Name: Peter Engelberg          Email: <a href="mailto:pengelberg@tmhcc.com">pengelberg@tmhcc.com</a>          Postal address: 123 Main Street          London EC3N 1RE, United Kingdom</p>
TME Head of Internal Audit	<p>Name: Edoardo Asquini          Email: <a href="mailto:edasquini@tmhcc.com">edasquini@tmhcc.com</a>          Phone: <a href="tel:+352621615883">+352 621 615 883</a>          Postal address: 26, avenue de la Liberté,          L-1930, Luxembourg</p>
TME Head of Legal & Compliance	<p>Name: Sandy Mavrommati          Email: <a href="mailto:smavrommati@tmhcc.com">smavrommati@tmhcc.com</a>          Phone: <a href="tel:+352621421721">+352 621 421 721</a>          Postal address: 26, avenue de la Liberté,          L-1930, Luxembourg</p>

## Appendix 4: TME France

### Application to TME

In accordance with the applicable law, TME will (i) inform and consult the staff representatives (“Social and Economic Committee”, “CSE”), and (ii) inform employees individually when setting up alert systems where required.

### Data protection

Below are the specific requirements, which are applicable in France as per the guidelines provided by the French Data Protection Authority (“CNIL”) on the subject of whistleblowing:

“GDPR” means Regulation (EU) 2016/679 of 27 April 2016 on the protection of natural persons with regard to the processing of personal data and on the free movement of such data.

“French Data Protection Act” means Law Nr 78-17 of 6 January 1978 (“French Data Protection Act”)

#### 1. Local Whistleblower officer (point of contact)

TME France has additionally designated a local person to manage the internal information system and the contact details of that person are listed above in Appendix 2: Internal Reporting – TME Branches.

#### 2. Collection of personal data

- TME will only collect or store personal data that is strictly relevant and necessary for the purposes of reviewing the content of report and deciding whether and what further actions should be taken,
- If TME is required to process sensitive data (such as but not limited to data relating to health, ethnic or racial origin, political opinions, religious beliefs, trade union membership, sex life or sexual orientation) or data relating to criminal convictions or offenses, such data will be given particular protection and will be processed in accordance with the specific requirements provided by GDPR and French Data Protection Act.

#### 3. Receipt of a report and follow-up

- An acknowledgment of receipt will be sent to the reporting person via internal channels, which will contain:
  - The date and hour of the receipt;
  - The information provided by the individual, and where applicable, of the documents which were attached to the report.
- If the event TME France has taken a decision further to a report, the reporting person will be kept informed.

Details provided by the Decree of 3 October 2022 n°2022-1284

#### 4. Communication with the whistleblower:

Information on the receipt of the whistleblowing must be communicated to him/her in writing within seven working days of receipt. The author of the whistleblowing must also be informed in writing within a reasonable period of time not exceeding three months from the acknowledgement of receipt of the report or, in the absence of such acknowledgement, three months from the expiry of a period of seven working days following the report, of the measures envisaged or taken to assess the accuracy of the allegations and, where appropriate, to remedy the subject of the report, as well as the reasons for such measures and of the closure of the file.

In addition, the whistleblower may also be asked, at the same time as the alert, except in cases where the alert is anonymous, to transmit any element likely to justify his or her standing to act. In order to analyse the admissibility of the alert and to assess the accuracy of the allegations made, any additional information may also be requested.

If necessary, the author of the alert must also be informed of the reasons why TME France considers that the alert is not admissible and of the follow-up that will be given to it

#### 5. Oral alert

All alerts made orally must be recorded in accordance with the following recommendations:

- 1) when collected, with the consent of the person making the report, on a recorded telephone line or other recorded voice mail system, either by recording the conversation on a durable and retrievable medium or by transcribing it in full,
- 2) when collected on an unrecorded telephone line or other unrecorded voice mail system, by making an accurate written transcript of the conversation,
- 3) where it is taken in the context of a video conference or physical meeting, by making, with the consent of the person making it, either a recording of the conversation on a durable and retrievable medium or an accurate written transcript of the conversation

It should be noted that recordings, transcripts and minutes may only be kept for as long as is strictly necessary and proportionate for the processing of the alert and for the protection of their authors, the persons they refer to and the third parties they mention.

#### 6. Clarification on confidentiality

The integrity and confidentiality of the information gathered in an alert must also be guaranteed to any third party mentioned in it.

#### 7. Transmission of an alert without delay to the competent authorities

All whistleblowing concerns must immediately forwarded it to the competent bodies.

#### 8. Consultation of the social dialogue bodies dissemination of the Procedure containing the new details

Consultation of the social dialogue bodies before the dissemination of the Procedure containing the new details is required. After consultation with the Comité Social et Economique (CSE), TME France is therefore required to integrate the above-mentioned specifications into the present policy. A new dissemination of the Whistle Blowing Procedure will then be required by any means ensuring sufficient publicity, in particular by notification, posting or publication, if necessary on its website or by electronic means, in conditions allowing it to be permanently accessible to potential users

## Appendix 5: TME Denmark

### Application to TME

All employees with TME can report suspected serious violations of law and other serious matters within TME without the risk of reprisals, whether the suspicion relates to employees, the management, board members or customers and business partners.

### Data protection

#### 1. Legal basis

TME will only process personal data in accordance with applicable relevant legislation, including the General Data Protection Regulation (EU) 2016/679 (hereinafter "GDPR"), the (Danish) Data Protection Act and the (Danish) Whistleblower Protection Act.

The overall purpose of TME's processing is the legitimate interest of the company in administering a Whistleblower Scheme for the purposes of identifying and investigating reported affairs and for the establishment, exercise, or defence of legal claims. (Legal basis is the Whistleblower Protection Act Section 22 / GDPR art. 6(1) (f), art. 9(2) (f) and the Data Protection Act § 8).

#### 2. Registration

- Reports received by TME will be stored in accordance with the strict duty of confidentiality, which applies to TME Internal Audit team that for the purposes of the Danish law acts as the TME's whistleblower unit, consisting of the TME Head of Internal Audit and associated team (the "Whistleblower Unit")
- Oral reports should be documented by recording or an accurate summary transcript of the meeting.

According to section 22 of the Whistleblower Protection Act, the Whistleblower Unit is under strict duty of confidentiality in relation to any information contained in a report.

Reports will only be kept for as long as necessary and proportionate to meet the requirements of the Whistleblower Protection Act, or if there is a legitimate reason for continued storage, for example, if required by other legislation, or if there is reason to believe that the report may be strengthened by later received reports.

### Procedure requirements

#### 1. Local Whistleblower officer (point of contact)

TME Denmark has additionally designated a local person to manage the internal information system and the contact details of that person are listed above in Appendix 2: Internal Reporting – TME Branches.

#### 2. Which violations are covered?

The whistleblower scheme may only be used by employees of TME to report certain offences of EU legislation or serious offences of law and other serious matters or suspicions thereof, which are covered by the Danish Whistleblower Protection Act (in Danish: *lov om beskyttelse af whistleblowere*), including matters such as:

- i. Criminal offences, including misuse of funds, theft, fraud, embezzlement, bribery, forgery etc.,
- ii. Other serious or repeated violation of other legislation, including legislation aimed at ensuring public health, safety in the transport sector or the protection of nature and the environment,
- iii. Serious irregularities concerning accounting, internal accounting controls and auditing, as well as suspected corruption,
- iv. Sexual harassment, i.e. any unwanted verbal, non-verbal or physical conduct with sexual undertones with the purpose or effect of violating the dignity of another person,
- v. Serious personal conflicts in the workplace, including for example violence or sexual assault, as well as serious harassment based on race, political or religious affiliation, etc., or



- vi. Violation of EU legislation as stated in the directive of the EU Parliament and EU Council on protection of persons who report breaches of Union law, e.g., the rules on consumer protection, competition law, public procurement law, protection of the environment and protection of privacy and personal data.

Less serious misconduct, however, cannot be reported, such as cases of non-cooperation, incompetence, absence, violations of internal guidelines of a less serious nature, including rules on sick leave, alcohol, (clothing) attire, private use of office supplies, etc., and information on other staff-related conflicts at the workplace.

### 3. Rights of the whistleblower and the reported person

The **whistleblower** cannot incur liability for revealing confidential information if the whistleblower has reasonable grounds to believe (i.e., are in good faith about) that the information in a report or a disclosure is necessary to reveal a violation.

A whistleblower must not be subjected to retaliation, including threats of or attempts at retaliation, because the whistleblower has made a report or disclosure. Furthermore, the whistleblower must not be prevented or attempted to be prevented from making a report.

The **reported person** can be both the person who the whistleblower's report or disclosure is about, or a physical or legal person associated with the affected person (for example, a spouse).

The reported person's identity is protected in connection with the case handling, and the reported person has access to an effective defense, including, among other things, by TME's registering of reports.

## Appendix 6: TME Germany

### Application to TME

In accordance with the applicable law, TME will (i) inform and consult the staff representatives (“Works Council”, “WC”), and (ii) inform employees individually when setting up alert systems where required.

### Data protection

#### 1. Collection and processing of personal data

“GDPR” means Regulation (EU) 2016/679 of 27 April 2016 on the protection of natural persons with regard to the processing of personal data and on the free movement of such data.

“BDSG” means German Data Protection Act of 1 January 1978.

- TME will only collect or store personal data that is strictly relevant and necessary for the purposes of reviewing the content of report and deciding whether and what further actions should be taken,
- If TME is required to process sensitive data throughout the whistleblowing process (such as but not limited to data relating to health, ethnic or racial origin, political opinions, religious beliefs, trade union membership, sex life or sexual orientation) or data relating to criminal convictions or offenses, such data will be given particular protection and will be processed in accordance with the specific requirements provided by GDPR and BDSG.

Details provided by the Whistleblower Protection Act (“HinSchG”) of 30 June 2023.

### Procedure requirements

#### 1. Local Whistleblower officer (point of contact)

TME Germany has additionally designated a local person to manage the internal information system and the contact details of that person are listed above in Appendix 2: Internal Reporting – TME Branches.

#### 2. Communication with the whistleblower:

Information on the receipt of the whistleblowing must be communicated to him/her in writing within seven working days of receipt. The author of the whistleblowing must be provided with feedback within a reasonable period of time not exceeding three months from the acknowledgement of receipt of the report or, in the absence of such acknowledgement, three months from the expiry of a period of seven working days following the report. The feedback shall include notification of any follow-up action planned and already taken, as well as the reasons for such action. Feedback shall be provided to the person making the report only to the extent that it does not affect internal enquiries or investigations and does not prejudice the rights of the persons who are the subject of a report or who are named in the report.

In addition, the whistleblower may also be asked, at the same time as the alert, except in cases where the alert is anonymous, to transmit any element likely to prove his or her alert any further. The whistleblower may, but does not have to follow this request. To analyse the admissibility of the alert and to assess the accuracy of the allegations made, any additional information may also be requested.

#### 3. Oral alert

All alerts made orally must be recorded in accordance with the following recommendations:

- In the case of telephone reports or reports by means of another form of voice transmission, a permanently retrievable audio recording of the conversation or its complete and accurate transcript (verbatim record) may only be made with the consent of the person making the report. In the absence of such consent, the report shall be documented by a summary of its content (content protocol) to be prepared by the person responsible for processing the report,
- If the report is made in the context of a physical meeting or video and audio transmission, a complete and accurate record of the meeting may be made and kept with the consent of the person making the report. The recording may be made by creating an audio recording of the conversation in a permanently



retrievable form or by a verbatim record of the meeting created by the person responsible for processing the report,

- The whistleblowing person shall be given the opportunity to review the record, correct it if necessary and confirm it by his or her signature or in electronic form. If an audio recording is used to make a record, it shall be deleted as soon as the record is completed.

#### 4. Clarification on confidentiality

Reporting offices shall maintain the confidentiality of the identity of the following persons:

- the whistleblowing person making the report, provided that the information reported relates to infringements falling within the scope of this German Whistleblower Protection Act or the person making the report had reasonable grounds to believe that this was the case at the time the report was made,
- the persons who are the subject of a report; and
- the other persons as named in the report.

The identity of the aforementioned persons may only become known to the persons responsible for receiving reports or taking follow-up action and to the persons assisting them in the performance of these tasks.

Please note that sec. 9 of the HinSchG provides for several exceptions of the aforementioned confidentiality obligation, e.g. disclosure of the identity of the reporter is permissible in criminal proceedings at the request of the prosecuting authorities, in administrative proceedings by order of the authorities or on the basis of a court decision.

#### 5. Consultation of the works council

Informing the works council prior to the dissemination of the procedure containing the new information is required. The works council may have a right of co-determination in the introduction of a procedure for reporting and dealing with violations that goes beyond the requirements of the HinSchG and the introduction of compliance guidelines for the detailed design and control of an internal reporting procedure. The design of an internal whistleblowing system with the use of technical equipment that is objectively suitable for monitoring the performance and conduct of employees may also be subject to co-determination by the works council.

#### 6. Record keeping of the whistleblowing reports

The persons responsible for receiving reports in a reporting office shall document all incoming reports in a permanently retrievable manner in compliance with the confidentiality requirement of the German Whistleblower Protection Act.

It should be noted that the documentation shall be deleted three years after the procedure has been completed. Documentation may be kept longer to meet requirements under this Act or other legislation for as long as necessary and proportionate.



## Appendix 7: TME Ireland

### Data protection

The management of the reporting channel shall comply with applicable European and national data protection regulations.

### Procedure requirements

#### 1. Local Whistleblower officer (point of contact)

TME Ireland has additionally designated a local person to manage the internal information system and the contact details of that person are listed above in Appendix 2: Internal Reporting – TME Branches.

#### 2. Which violations are covered?

Any of the following matters, in relation to the workplace, is considered a 'Whistleblowing concern' under Irish law:

- an offence has been committed or is being or is likely to be committed;
- a person has failed, is failing or is likely to fail to comply with any legal obligation other than an obligation arising under the reporting person's contract of employment or contract of services;
- a miscarriage of justice has occurred, is occurring or is likely to occur;
- the health and safety of an individual has been, is or is likely to be endangered;
- the environment has been, is or is likely to be damaged;
- an unlawful or improper use of funds or resources of a public body or other public money has occurred or is likely to occur;
- a breach of an act of the European Union, which concerns one or more of the areas of:
  - public procurement;
  - financial services;
  - product safety and compliance;
  - transport safety;
  - protection of the environment;
  - radiation protection and nuclear safety;
  - food and feed safety and animal health and welfare;
  - public health;
  - consumer protection;
  - protection of privacy and personal data; and
  - security of network and information systems.
- oppression, discrimination, gross negligence or gross mismanagement by or on behalf of a public body
- that a breach has occurred is occurring or is likely to occur; or
- that information tending to show any matter falling within any of the preceding paragraphs has been, or is being or is likely to be concealed or destroyed or an attempt has been, is being or is likely to be made to conceal or destroy such information.

The following matters are not considered to be a 'Whistleblowing Concern':

- a matter which the Whistleblower is required to detect or investigate as part of their role and does not consist of or involve an act or omission on the part of the TME;

- information in respect of which a claim to legal professional privilege could be maintained in legal proceedings if it is made by a person to whom the information was disclosed in the course of obtaining legal advice;
- a matter relating to the Whistleblower's individual terms and conditions of employment or appointment such as a grievance or complaint relating to their individual circumstances and it does not consist of or involve any act or omission on the part of TME; or
- matters relating to interpersonal grievances exclusively affecting the Whistleblower.

A 'Whistleblowing Concern' can include a Whistleblowing Concern that occurred, occurs or would occur in Ireland or anywhere else in the world.

### 3. Receipt of a report and follow-up

Any determination by the Line Manager, the TME Internal Audit, the TME Head of Legal & Compliance, the TME Whistleblower Champion or the local Whistleblower Officer as to whether there is a genuine whistleblowing concern must be based on prima facie evidence.

Anonymous whistleblowing reports are not required to be accepted and followed-up as a matter of Irish law. However, an individual who anonymously reports and is subsequently identified is entitled to the same protections against penalisation as a worker who does not seek anonymity. Where TME accepts an anonymous whistleblowing report, the complaint should be dealt with in a similar manner to reports which are not made anonymously, allowing for the necessary modifications.

### 4. Communication with the whistleblower

Employees can request feedback on the investigation at intervals of every 3 months until the investigation procedure has completed.

### 5. Oral alert

In addition to the reporting channels set out in section 4.1, any employee can request a physical meeting with the Line Manager, the TME Head of Internal Audit, the TME Head of Legal & Compliance, the Whistleblowers' Champion, or the local Whistleblower Officer.

### 6. Clarification on confidentiality

A reporting employee will not be in advance notified that their identity will be disclosed in the event that such notification would jeopardise:

- the effective investigation of the relevant wrongdoing concerned,
- the prevention of serious risk to the security of the State, public health, public safety or the environment, or
- the prevention of crime or the prosecution of a criminal offence.

### 7. Transmission of an alert to the competent authorities

The external bodies that an employee may make a protected disclosure to include the Central Bank of Ireland, the Office of the Protected Disclosures Commissioner, any other relevant Commissioner, the relevant institutions, bodies, offices or agencies of European Union. External disclosures may also be made in the course of obtaining legal advice from a barrister, solicitor, trade union official or official of an excepted bod.

An employee will be permitted to make a disclosure to the Central Bank in good faith where they have reasonable grounds for believing that the disclosure will show one or more of the following:

- that an offence under any provision of financial services legislation may have been or may be being committed;
- that a prescribed contravention may have been or may be being committed;
- that any other provision of financial services legislation may have been or may be being contravened;
- that evidence of any matter which comes within paragraph (a), (b) or (c) has been, is being or is likely to be deliberately concealed or destroyed, and such a disclosure will be treated as a protected disclosure by TME. TME will ensure that the employee is protected from penalisation as a result of such disclosure.

### 8. Rights of the whistleblower and the reported person

A Whistleblower who report a Whistleblowing Concern shall not be subject to penalisation, retaliation, discrimination or other types of unfair treatment arising from the reporting of any such concern.

TME will take all reasonable steps to ensure that the Whistleblower suffers no disadvantage or detriment because of his/her infringement disclosure made in good faith and based on genuine concerns. Disadvantage, penalisation or detriment are defined in Irish law, and may include:



- a. Dismissal proceedings initiated as a result of disclosure;
- b. Any actions arise for damages under defamation law; or
- c. Any right of action in tort where a Whistleblower or a member of his/her family experiences coercion, intimidation, harassment or discrimination at the hands of a third party.

Any other Whistleblower seeking to victimise a fellow Whistleblower for his/her disclosure will face disciplinary action for so doing. Any Reporting Person found to be making such malicious allegations, or allegations they know to be false, may be subject to disciplinary procedures, which may result in dismissal of the Whistleblower.

**9. Record keeping of the whistleblowing reports**

Where an employee requests a physical meeting, TME may document the meeting by minutes or an audio recording. Where the meeting is recorded by minutes, TME will offer the reporting person (where they have disclosed their identity) the opportunity to check, verify and agree the minutes of the meeting by signing them. Reports will be retained for no longer than is necessary and proportionate to comply with Irish law.

## Appendix 8: TME Italy

### Application to TME

In accordance with the applicable law, before any channel of reporting is activated TME will: (i) consult with the competent Trade Unions in compliance with the regulatory framework; and (ii) inform employees pursuant to Regulation (EU) 2016/679 of 27 April 2016.

Below are the specific requirements, which are applicable in Italy pursuant to legislative decree no. 24/2023.

### Data protection

“GDPR” means Regulation (EU) 2016/679 of 27 April 2016 on the protection of natural persons with regard to the processing of personal data and on the free movement of such data.

“Italian Privacy Code” means legislative decree no. 196/2003.

#### 1. Collection of personal data

- TME will only collect or store personal data that is strictly relevant and necessary for the purposes of reviewing the content of report and deciding whether and what further actions should be taken. Any unnecessary personal data accidentally collected will be immediately cancelled. Reports and related documentation are kept for as long as necessary to process the report and in any case no longer than five years from the date of communication of the final outcome of the reporting procedure.
- The exercise of the right of access to personal data as well as the other rights provided for by the applicable legislation may be subject to exclusion or limitation only in the cases provided for by the applicable legislation in force from time to time (currently the Italian Privacy Code).
- If TME is required to process sensitive data (such as but not limited to data relating to health, ethnic or racial origin, political opinions, religious beliefs, trade union membership, sex life or sexual orientation) or data relating to criminal convictions or offenses, such data will be given specific protection and will be processed in accordance with the specific requirements provided by GDPR.

### Procedure requirements

#### 1. Which violations are covered?

Any action or omission damaging public interests or the integrity of TME’s management or administration may be submitted before the Whistleblowing Champion. To that extent, any wrongful behavior leading to breach of administrative, civil or criminal provisions applicable in Italy may be reported.

Any breach or violation of EU provisions as well as any behavior allegedly breaching the EU financial interests or EU competition regulatory framework may be reported as well.

#### 2. Language

As a precondition to the effective application and enforcement of the procedure, it is essential to allow full comprehension of its content to the relevant addressees. Therefore, should any of the employees not be an English speaker, the procedure shall be translated in Italian. Any action relating to the procedure shall be referred to in Italian. The use of the English language is however admissible if it is commonly and generally used within the workplace, provided that a whistleblower is entitled to require that the Italian language be used.

#### 3. Local Whistleblower Officer (point of contact)

TME Italy has additionally designated a local person to manage the internal information system and the contact details of that person are listed above in Appendix 2: Internal Reporting – TME Branches. Given the language requirements set out above, the local Whistleblowing Officer shall be able to understand any notification reported in Italian. Indeed, the relevant Whistleblowing Officer may receive whistleblowing notifications verbally, without there being any advance request. Please note that the local Whistleblowing Officer may either be an internal department of the company or, alternatively, an external consultant specifically entrusted thereto.

#### 4. Communication with the whistleblower

The point of contact must communicate to the whistleblower the outcome of the investigation following his/her reporting.

#### 5. Posting

As a precondition to its enforcement, the procedure shall be displayed in a place accessible to all the employees. By so doing, the procedure shall have a disciplinary effect to all its addressees.

#### 6. Notification content

Notification shall include specific and detailed circumstances. On this point, the following should be mentioned by the whistleblower, if possible:

- i. Whistleblower's identity and relevant functions – please note that notification may as well be anonymous;
- ii. date and place of the relevant event;
- iii. detailed description of the circumstances (including how the whistleblower was made aware of any such circumstances);
- iv. name and role of the individuals involved;
- v. data on any other individual that could testify about the relevant event;
- vi. reference to any documents that could prove the alleged circumstances;
- vii. additional information that may lead to confirm the relevant event.

The delivery procedures set out within this procedure (post, email, phone line, oral alert) shall be complied with by the whistleblower. In any case, notifications shall be submitted in good faith without expressing offensive contents or any moral judgement ultimately aimed at insulting the alleged author of any violation.

#### 7. Disciplinary implications

Any form of retaliation against the whistleblower or against any another protected person (facilitators, witnesses) is prohibited. Any act taken in breach of this prohibition is null and void.

To the purpose of this procedure, any conduct, act or omission - even if just attempted or threatened - committed due to the whistleblowing or the reporting made and which causes or may cause, directly or indirectly, an unfair damage is considered a retaliation. By way of example, the following acts are retaliatory if adopted with the aim above:

- dismissal, suspension or equivalent measures;
- demotion or omitted-promotion;
- change of duties transfer, reduction of salary, change of working hours;
- suspension of training or any restriction on access to it;
- negative merit notes or references;
- the adoption of disciplinary measures or any other sanction, including fines;
- coercion, intimidation, harassment or ostracism;
- discrimination or otherwise unfavourable treatment;
- failure to convert a fixed-term employment contract into an employment contract of indefinite duration, where the employee had a legitimate expectation of such conversion;
- the non-renewal or early termination of a fixed-term employment contract;
- damage, including to a person's reputation, in particular on social media, or economic or financial loss, including loss of economic opportunities and loss of income;
- improper listing on the basis of a formal or informal sectoral or industry agreement, which may result in the person being unable to find employment in the sector or industry in the future;
- the early termination or cancellation of a contract for the supply of goods or services;
- the cancellation of leaves or permit;
- the request to undergo psychiatric or medical examinations.

Without prejudice to any further form of liability provided for by law, any breach of the procedure shall constitute a significant breach of contractual obligations and a disciplinary offence, and as such it is subject - depending on the seriousness of the facts - to the application of the sanctions provided for by the disciplinary code in force



in the company (e.g., (i) verbal warning; (ii) written warning; (iii) fines; (iv) suspension from work and pay up; and (v) dismissal) (please consider that items (iii), (iv) and (v) may vary depending on the collective bargaining agreement (CBA) applied by the company to its employees), the violation or non-application of the provisions of this policy and, in particular, by way of example:

- i. the violation or non-application of the measures for the protection of the whistleblower, including the obligation of confidentiality regarding the identity of the latter, the commission of acts of retaliation;
- ii. the intentional or grossly negligent unfounded whistleblowing; and
- iii. conduct or omission aimed at obstructing the whistleblowing and/or the subsequent activity.

Please note that in relation to Section 5 of the Policy, in relation to the Management of investigation, Item 5.3.2, 5.4 and 5.5. shall not apply to those allegations which may have disciplinary implications and which will be managed in compliance with the disciplinary procedure rules set forth by applicable law and CBA. In case of conflict between any provision of this policy and any provision of the applicable CBA and law, the latter shall prevail.

## Appendix 9: TME The Netherlands

### Application to TME

Following the implementation of the EU Whistleblowing Directive 2019/1937 (“**WBD**”) into Dutch law by way of the Dutch Whistleblower Protection Act (Wet Klokkenluidersbescherming – “**Dutch WB Act**”), each entity with 50 or more employees must have an internal reporting facility. The threshold of 50 employees does not apply to a company that falls within the scope of Parts I.B and II of the Annex to the WBD. The internal reporting channel should be available to employees but can also be applied to other persons that conduct or have conducted work-related activities for the relevant company.

This local whistleblowing policy (“**Local WB Policy**”) is applicable only to TME NL company including any of their employees, officers, directors, contractors, vendors, other third parties acting on behalf of TME NL company.

Article VI of the Dutch WB Act amends the Works Council Act to include approval requirements for whistleblowing procedures. The Dutch WB Act updated Article 27(1)(m) of the Works Council Act; the effect of which is that any proposal to adopt, amend or repeal a procedure for dealing with the reporting of a suspicion of wrongdoing (as referred to in Article 2 of the Dutch WB Act) must be approved by the works council.

If an undertaking does not have a works council or employee representative body because it is not subject to a legal requirement to have one, the approval of more than half of the undertaking’s employees is required to adopt a local WB policy. This follows from Article 2(7) Dutch WB Act.

This Local WB Policy is supplementary to the Policy which applies for all companies in the TME Group. Regarding any inconsistencies between the Policy and this Local WB Policy, the provisions of this Local WB Policy shall prevail.

### Data protection

European and national data protection rules are applicable to the Policy.

### Procedure requirements

#### 1. Local Whistleblower officer (point of contact)

TME Netherlands has additionally designated a local person to manage the internal information system and the contact details of that person are listed above in Appendix 2: Internal Reporting – TME Branches.

#### 2. Which violations are covered?

In addition to topics covered by the main policy, Article 1 of the Dutch WB Act provides that reports can be made for the following breaches:

- a. a breach of EU Community law either violating or undermining the purpose or application of any topic within the material scope of Article 2 WBD; or
- b. an act or omission which is in the public interest and involves:
  - i. a (risk of) violation of a statutory regulations or internal company rules containing a concrete obligation and having been established by the company pursuant to a statutory regulation; or
  - ii. any danger to public health, to the safety of persons, to the environment, or to the proper functioning of a public service body or a company as a result of improper conduct or failure to act; or
  - iii. the public interest is at stake in any case if the breach does not merely affect personal interests and there is either a pattern or structural character, or the breach is serious or extensive.

#### 3. Communication with the whistleblower

Information on the receipt of the whistleblowing report must be communicated to whistleblower in writing within seven working days of receipt by the internal whistleblowing officer of TME NL company. The whistleblower

must be informed in a clear and accessible manner in writing within a reasonable period of time not exceeding three months from the acknowledgement of receipt of the report or, in the absence of such acknowledgement, three months from the expiry of a period of seven working days following the report, of the measures envisaged or taken to assess the accuracy of the allegations and, where appropriate, to remedy the subject of the report, as well as the reasons for such measures and of the closure of the file. If necessary, the whistleblower must also be informed of the reasons why TME NL considers that the whistleblowing report is not admissible and of the follow-up that will be given to it.

#### 4. Ways of submitting a report

- **In writing** - addressed to the designated whistleblowing officer of TME NL company by email or by post at the company address; the latter can also be done anonymously;
- **Orally** - via telephone, by leaving a voice message or by requesting a meeting with the designated whistleblowing officer within seven days of the submission of the request.

All reports made orally must be recorded in accordance with the following recommendations:

- a) when collected, with the consent of the person making the report, on a recorded telephone line or other recorded voice mail system, either by recording the conversation on a durable and retrievable medium or by transcribing it in full,
- b) when collected on an unrecorded telephone line or other unrecorded voice mail system, by making an accurate written transcript of the conversation,
- c) where it is taken in the context of a video conference or physical meeting, by making, with the consent of the person making it, either a recording of the conversation on a durable and retrievable medium or an accurate written transcript of the conversation

It should be noted that recordings, transcripts, and minutes may only be kept for as long as is strictly necessary and proportionate for the processing of the whistleblowing report and for the protection of their authors, the persons they refer to and the third parties they mention. The details of a report in the register shall be destroyed if they are no longer necessary to meet the requirements of the Dutch WB Act or other requirements laid down by or pursuant to law or Union law. Further requirements may be set by ministerial regulation regarding the register and the data included in it.

As mentioned in the main policy, reports may be submitted in writing and/or verbally, either anonymously or with the disclosure of the identification of the whistleblower, and the protection of an anonymous whistleblower who is subsequently identified is also guaranteed.

#### 5. Clarification on confidentiality

The integrity and confidentiality of the information gathered in an alert must also be guaranteed to any third party mentioned in it.

#### 6. Record keeping of the whistleblowing reports

TME NL company will keep a record of the whistleblower reports received for at least five years and, regardless of such period, during any pending judicial or administrative proceedings relating to the reports.



## Appendix 10: TME Spain

### Application to TME

Following implementation of the EU Whistleblowing Directive into the Spanish Whistleblower Law (Law 2/2023, of 20 February, on the protection of whistleblowers), each entity with 50 employees or more must have an internal reporting facility. The threshold of 50 employees does not apply to a company that falls within scope of Parts I.B and II of the Annex to the Spanish Whistleblowing Law.

The internal reporting channel should be available to employees but can also be applied to other persons that conduct or have conducted work-related activities for the relevant company. According to Article 3 of Spanish Whistleblowing Law, whistleblowing reports may be submitted by:

- a) Employees, former employees, volunteers, trainees, or candidates; or
- b) Self-employed collaborators or independent contractors; or
- c) Shareholders, participants, or persons belonging to the administrative, management or supervisory bodies of the TME Spanish entity, including non-executive members; or
- d) Any person working for or under the supervision and direction of contractors, subcontractors, and suppliers of the TME Spanish entity.

In accordance with the applicable law, TME will (i) inform and consult the staff representatives (“Work Council”), and (ii) inform employees individually when setting up alert systems where required.

### Data protection

“GDPR” and Spanish Data Protection Act (Organic Law 3/2018, of December 5, on Personal Data Protection and guarantee of digital rights) will be applicable in Spain on the subject of whistleblowing.

#### 1. Collection of personal data

- When personal data is obtained directly from the Whistleblower or interested parties, they will be provided with the relevant information referred to in Articles 13 of GDPR and 11 of the Spanish Data Protection Act.
- Personal data relating to the information received through the available whistleblowing channels shall be kept only for the time necessary to comply with the provisions of the Spanish whistleblowing law, and for a maximum period of 10 years.
- Any unnecessary personal data for the investigation of the reported conducts and personal data referring to conducts that are not included in the scope of application of the Spanish Whistleblowing Law will be immediately cancelled.
- Access to the personal data contained in the internal reporting system shall be limited, within the scope of its competences and functions, exclusively to:
  - a) The person responsible for system and whoever directly manages it.
  - b) The person in charge of human resources or the duly designated competent body, only when disciplinary measures may be taken against an employee.
  - c) The person in charge of the legal services of the TME Spanish entity, if legal measures should be taken in relation to the facts described in the report.
  - d) The persons in charge of the data processing.
  - e) The data protection officer.
- The system will guarantee the confidentiality of the identity of the informant and of any other person mentioned in the report, and of the actions carried out in the management and processing of the same, as well as data protection, preventing access by unauthorized personnel.

The person responsible for the reporting system will be bound by guarantees of respect for independence of the process, confidentiality, data protection and secrecy of communications.

Should any whistleblowing report be received through any other channel not mentioned in the Policy, the recipient will immediately inform the person responsible and will keep absolute confidentiality about such report and the information contained therein.

## Procedure requirements

### 1. Local Whistleblower officer (point of contact)

The TME Spanish entity is required to designate a person to manage the internal information system who, pursuant to Art. 8 of the Spanish Whistleblowing Law, must be appointed by the administrative or management body of the company. The contact details of that person are listed above in Appendix 2: Internal Reporting – TME Branches

### 2. Which violations are covered?

Art. 2 of the Spanish Whistleblowing Law provides that reports can be made for the following breaches:

- Any acts or omissions that may constitute infringements of European Union law provided that:
  - They fall within the scope of application of the acts of the European Union listed in the Annex to Directive (EU) 2019/1937 of 23 October;
  - They affect the financial interests of the European Union ex Art. 325 TFEU; or
  - Affect the internal market, as provided for in Article 26(2) TFEU.
- Actions or omissions that may constitute a criminal offence or a serious or very serious administrative infringement. In any case, this shall include all criminal or serious or very serious administrative offences that involve financial loss for the Treasury and for the Social Security.

Communications or information that fall outside the material scope of the Spanish Whistleblowing Law shall remain outside the application of protection measures covered by the law.

### 3. Communication with the whistleblower

Information on the receipt of the whistleblowing must be communicated to him/her in writing within seven working days of receipt. The author of the whistleblowing must also be informed in writing within a reasonable period of time not exceeding three months from the acknowledgement of receipt of the report or, in the absence of such acknowledgement, three months from the expiry of a period of seven working days following the report, of the measures envisaged or taken to assess the accuracy of the allegations and, where appropriate, to remedy the subject of the report, as well as the reasons for such measures and of the closure of the file. For cases that present a special complexity, this deadline may be extended for three additional months.

### 4. Oral alert

Whistleblowers can file reports in writing but also orally via telephone at the number + 34 618 327 498, by leaving a voice message at or by requesting a meeting with the designated Local Whistleblower Officer within 7 days of the submission of the request.

When whistleblowers opt to submit oral communications through the whistleblower channel, these will be documented in one of the following ways, subject to the informant's consent:

- i. by a recording of the conversation in a secure, durable and accessible format; or
- ii. by means of a complete and accurate transcript.

Whistleblowers shall have the opportunity to review the minutes and request amendments, if necessary.

### 5. Clarification on confidentiality

The integrity and confidentiality of the information gathered in an alert must also be guaranteed to any third party mentioned in it.

### 6. Transmission of an alert without delay to the competent authorities

All whistleblowing concerns must immediately forwarded it to the competent bodies:

- i. where the facts could be indicative of a criminal offence, the information shall be forwarded to the Public Prosecutor's Office without undue delay; and,
- ii. where the facts affect the financial interests of the European Union, such information shall be forwarded to the European Public Prosecutor's Office

### 7. Consultation of the staff representatives in Spain

According to Art. 5 of the Spanish Whistleblowing Law, the administrative or governing body of the TME Spanish entity is responsible for the implementation of the internal information system, after consultation with the legal representatives of the employees, and shall be responsible for the processing of personal data in accordance with the provisions personal data protection regulations.

#### 8. Rights of the whistleblower and the reported person

The Spanish whistleblowing Law provides a non-exhaustive list of examples of negative impact against which whistleblowers shall be protected, which are already included in the Policy. However, any negative impact against the person providing information is prohibited for at least two (2) years, although exceptionally and with justification, the period of protection may be extended, after hearing the persons or bodies that could be affected.

Art. 3 of the Spanish Whistleblower Law also extends the scope of application of the protection measures to:

- the legal representatives of the workers in the exercise of their functions of advising and supporting the informant.
- natural persons who, within the framework of the organization in which the informant provides services, assist the informant in the process;
- natural persons who are related to the reporting person and who may suffer retaliation, such as co-workers or relatives of the reporting person; and
- legal persons, for whom he/she works or with whom he/she has any other relationship in an employment context or in which he/she has a significant shareholding. For these purposes, an interest in the capital or voting rights attaching to shares or participations is deemed to be significant when, by virtue of its proportion, it enables the person who holds it to have the capacity to influence the legal person in which he/she has an interest.

According to Arts. 9.2 f) and 39 of the Spanish Whistleblowing Law, all persons identified in the reports as responsible for the alleged breach will preserve their right to be informed of the actions or omissions attributed to them, based on the presumption of innocence and to the respect of their honor the rights of defense, including the right to be heard at any time and the right to access their file.

#### 9. Record keeping of the whistleblowing reports

The TME Spanish entity will keep a record of every written or oral reports received. This information will not be public and TME only shall allow access to its content, total or partially, in the context of a judicial proceeding a competent authority.

#### 10. Publication

In accordance with Art. 25 of the Spanish Whistleblowing Law, the information about the internal reporting system and the external reporting mechanism available in Spain must appear in TME's website, in a separate and easily identifiable section.