

**GUIDELINES FOR EMPLOYEES REGARDING THE WHISTLEBLOWER ARRANGEMENT**

**AT**

**FERROSAN MEDICAL DEVICES A/S**

From 24-02-2021

## **FERROSAN MEDICAL DEVICES A/S**

### **Guidelines for Employees, management, board and others regarding the Whistleblower Arrangement at Ferrosan Medical Devices A/S**

These guidelines describe the purpose of Ferrosan Medical Devices A/S (hereafter "**FeMD**") having a whistleblower arrangement (hereafter the "**Arrangement**"), how the Arrangement works, who can use the Arrangement, and what must be reported through the Arrangement.

#### **1 PURPOSE**

The Arrangement aims at ensuring that employees of FeMD - quickly and confidentially through a special and independent channel - can report violations or offences committed by employees or former employees at FeMD, members of the board or members of the management, auditors, attorneys, suppliers and others with association to FeMD for an independent unit to assess what action is needed.

The Arrangement is established as part of FeMD' compliance policy.

#### **2 WHO CAN USE THE ARRANGEMENT?**

The Arrangement can be used by employees of FeMD and former employees, members of the board and members of the management, auditors, attorneys, suppliers, customers, partners and others with association to FeMD.

#### **3 WHAT IS TO BE REPORTED THROUGH THE ARRANGEMENT?**

Serious offence includes among other things:

- Financial crimes and violations of existing accounting rules
- Bribery
- Fraud
- Forgery
- Corruption
- Theft
- Breach of industrial safety
- Sexual harassment, systematic bullying and violence
- Cases where employees essentially uses system access to gather information of employees or others without a work-related need
- Violation of existing laws, regulation or other rules applying to the activity of FeMD
- Violation of internal regulation provided that one or more of the matters below have been met:
  - o The deviation can lead to severe returning security risks, or
  - o the deviation can lead to severe financial risks, or
  - o the deviation can lead to regulatory intervention, or
  - o the deviation can lead to severe remark at the audit, or
  - o the deviation can lead to severe damage on relations with employees or external partners of FeMD.

Offences which cannot be reported via the Arrangement must be reported through the normal communication channels. It can be minor offences such as collegial difficulties, violation of the internal guidelines of FeMD regarding smoking, e-mails, internet, alcohol etc. and affairs which must be handled according to the rules and guidelines established by FeMD regarding for instance complaints about behaviour and incompetence of employees. A report via the Arrangement can be made both when the employee has knowledge of matters and when the employee has suspicion of matters. It must be underlined that the Arrangement is a voluntarily alternative to the normal communication channels.

To the extent the employee has knowledge or suspicion of serious offences, the employee is asked to state the following:

- A description of the matter,
- who is involved,
- whether others are aware of the suspicion regarding the matter,
- whether the management is aware of the matter,
- whether there are documents which supports the matter,
- whether and where additional information regarding the matter can be found,
- how long the matter has been going on, and
- whether the employee making the report is familiar with attempts to conceal the offence.

Due to the further examination of the report including for FeMD to uncover the offence, it is important for the employee making the report to illustrate the offence in the best way possible. It is not possible to examine a report if the report is unspecified or if it only contains very widely accusation without any clarification.

Unfounded reports are not to be undergoing further examination.

#### **4 WHOM SHOULD BE REPORTED TO?**

The reporting takes place through the Plesner Whistleblower Arrangement, which can be found on FeMD' intranet and website.

FeMD encourages the employee to state his/her name in connection with a notification, so that FeMD can ask clarifying questions and subsequently be able to inform about the further progress of the investigation.

However, it is possible to make an anonymous report. In order to ensure full anonymity, the employee must submit the report from a public computer, e.g. from a public library or similar.

The report is received by three attorneys at Plesner for the danish company and Wardynski for the polish company, who among other things conduct a legal power assessment of who can process the report at FeMD. The notification is then sent to the relevant contact person at FeMD, cf. the business process of FeMD.

All parties involved, including FeMD, Plesner, and Wardynski process all notifications confidentially.

#### **5 PROTECTION OF THE EMPLOYEE**

If an employee in good faith files a report through the Arrangement, which later turns out to be unfounded, it will not have any negative consequences for the employee. If an employee deliberately indicates a false report via the Arrangement, the reported person will be informed of the identity of the reporter if the identity is stated in the report. It will be assessed whether the false report results in legal actions, including criminal-law actions. If the reporter is employed at FeMD it can result in employment law consequences, including a dismissal of the employee.

As a rule, the identity of the employee making the report will not be disclosed to the person to whom the report relates. However, the identity will be disclosed if it turns out that a deliberately false report has been filed or if FeMD has a legal obligation to do so. However, pursuant to Article 15 of the GDPR, the data subject has the right to access, unless the request can be exempted from the data subject's request pursuant to Section 22 of the Danish Act on Data Protection.

The identity may also be disclosed in the event of any subsequent litigation regarding the reported conditions.

#### **6 INFORMATION TO THE REPORTED PERSON**

A person reported through the Arrangement will be informed as soon as possible after a preliminary investigation has been carried out and all relevant evidence has been secured. The person will, among other things, receive information on:

- the identity of the person/group responsible for investigating the report;
- the matters to which the report relates; and
- who has seen the report

Reference is also made to the [**Privacy Policy for Whistleblower Arrangement**], in which you can read more about the processing of personal data and the rights of data subjects.

## **7 DATA SECURITY AND DATA STORAGE**

FeMD processes all information that is notified through the Arrangement, including information about persons who are reported through the Arrangement, in accordance with the legislation in force at any given time.

All reports will be stored securely, and only relevant persons will be able to access the information.

Reports that appear to be unfounded are closed immediately. A report that falls outside the category of offences that must be reported through the Arrangement (see paragraph 3) will immediately be forwarded FeMD' human resources department and closed within the Arrangement.

If a report is made to the police or another authority, FeMD will end the processing in the Arrangement immediately upon completion of the case with the relevant authorities.

Reports are deleted from the Arrangement 45 days after FeMD has completed the processing.

If - based on the information collected - an employment penalty is applied to the reported person, or if there are other reasons why it is fair and necessary to keep the information about the person in question, the information in the case of an employee will, generally, be kept in the employee's personnel file for up to five years after the employee's resignation. Storage of the report is in accordance with FeMD' data retention policy.

## **8 QUESTIONS**

If you have any questions regarding these guidelines, please contact Corporate General Counsel