

Procedure for dealing with suspicions of unacceptable conduct

(‘Whistle-blowers procedure’)



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Section 1 Definitions

Article 1

The following definitions shall apply to this procedure:

- **the employee:** person working for the Company and its subsidiaries, whether in permanent employment or otherwise;
- **the Company:** Stork B.V..
- **the chairman of the Board of Management:** the chairman of the Board of Management of the Company;
- **the chairman of the Supervisory Board:** the chairman of the Supervisory Board of the Company;
- **direct superior:** the person responsible for directly supervising the employee;
- **confidant:** person appointed by the Board of Management to act in this role for the Company and its subsidiaries;
- **suspicion of unacceptable conduct:** a suspicion based on reasonable grounds relating to the Company, and in particular to:
 - a. (the threat of) an unlawful act;
 - b. (the threat of) a breach of applicable law or regulations;
 - c. (the threat of) deliberately misinforming public bodies;
 - d. a breach of codes of conduct applicable within the Company;
 - or
 - e. (the threat of) deliberate concealment, destruction or manipulation of information about the above acts.

Section 2 Procedure

Article 2

- 2.1 Except in case of an exception as referred to in Article 4 paragraph 2, the employee shall report a suspicion of unacceptable conduct internally to his direct superior, or if he or she does not wish to report such conduct to his or her direct superior, to the confidant. A report may also be made to the confidant in addition to that made to the direct superior.
- 2.2 The direct superior or confidant shall if requested to do so record the report in writing, stating the date on which it was received, and shall ask the employee to sign the report for agreement, giving a copy to the employee. The direct superior or confidant shall ensure that the chairman of the Board of Management is notified without delay of a reported suspicion of unacceptable conduct and of the date on which the report was received, and that the chairman of the Board of Management receives a copy of the report.
- 2.3 The chairman of the Board of Management shall send a confirmation of receipt to the employee who has reported a suspicion of unacceptable conduct. Reference shall be made in the confirmation of receipt to the original report. This shall also apply if the employee reported the suspicion to the confidant, and not to the direct superior.
- 2.4 The Board of Management shall start an investigation immediately after receiving the report.
- 2.5 The employee who has reported a suspicion of unacceptable conduct and the person to whom the suspicion of unacceptable conduct has been reported shall treat the report confidentially. No information shall be provided to third parties either within or outside the Company and its subsidiaries without the permission of the chairman of the Board of Management. If any information is provided the name of the employee shall not be revealed, and the information shall be provided in such a form as to ensure that the anonymity of the employee is as far as possible protected.

Article 3

- 3.1 Not later than eight weeks after the internal report, the employee shall be notified in writing by the chairman of the Board of Management of the conclusion reached by the Board of Management with regard to the reported suspicion of unacceptable conduct. The measures to be taken as a result of the report shall also be included in the notification.
- 3.2 If the Board of Management is unable to reach a conclusion within eight weeks, the employee shall be notified by the chairman of the Board of Management of this fact, and of the date by which he can expect to be notified of the conclusion.
- 3.3 The chairman of the Board of Management shall also notify the confidant of the conclusion reached by the Board of Management.

Section 3 Report to the chairman of the Supervisory Board

Article 4

- 4.1 The employee may report the suspicion of unacceptable conduct to the chairman of the Supervisory Board if:
 - a. he does not agree with the conclusion as referred to in Article 3;
 - b. he has not been notified of any conclusion within the required period as referred to in paragraphs 1 and 2 of Article 3;
 - c. the period as referred to in Article 3 paragraph 2 is unreasonably long, taking into account all the relevant circumstances, and the employee has submitted a protest to the chairman of the Board of Management but the latter has not responded with a shorter, reasonable, period;
 - d. the suspicion of unacceptable conduct relates to an executive director of the Company or to the confidant;
 - e. an exceptional situation as referred to in the following paragraph is applicable.
- 4.2 An exceptional situation as referred to in the previous paragraph item (e.) shall be considered to apply if there is:
 - a. situation in which the employee has reasonable grounds to fear retribution as a result of an internal report;
 - b. an earlier internal report made in accordance with the procedure of what is essentially the same unacceptable conduct, and which has not resulted in the ending of that unacceptable conduct.
- 4.3 The chairman of the Supervisory Board shall if requested to do so record the report in writing, stating the date on which it was received, and shall ask the employee to sign the report for agreement, giving a copy to the employee.
- 4.4 The chairman of the Supervisory Board shall send a confirmation of receipt to the employee who has reported a suspicion of unacceptable conduct. If the employee has already reported the suspicion of unacceptable conduct at an earlier date, reference shall be made in the confirmation of receipt to the original report.
- 4.5 An investigation into the suspicion of unacceptable conduct shall be started immediately.
- 4.6 The employee who has reported a suspicion of unacceptable conduct and the person to whom the suspicion of unacceptable conduct has been reported shall treat the report confidentially. No information shall be provided to third parties either within or outside the Company and its subsidiaries without the permission of the chairman of the Supervisory Board. If any information is provided the name of the employee shall not be revealed, and the information shall be provided in such a form as to ensure that the anonymity of the employee is as far as possible protected.

Article 5

- 5.1 Not later than eight weeks after the internal report, the employee shall be notified in writing by or on behalf of the chairman of the Supervisory Board of a detailed conclusion with regard to the reported suspicion of unacceptable conduct. The measures to be taken as a result of the report shall also be included in the notification.
- 5.2 If a conclusion cannot be reached within eight weeks, the employee shall be notified by or on behalf of the chairman of the Supervisory Board of this fact, and of the date by which he can expect to be notified of the conclusion.

Section 4 Legal protection

Article 6

An employee who in good faith reports a suspicion of unacceptable conduct in accordance with the provisions as laid down in this procedure shall in no way suffer any adverse consequences in relation to his position as a result of the reporting of that suspicion.

Section 5 Date of applicability

Article 7

This procedure is effective as of 2 November 2004.