

## **WHISTLEBLOWING POLICY (Fluxys Group)**

### **1. Introduction**

Fluxys Group (hereinafter referred to as “*Fluxys*”) encourages a culture of openness that allows everyone to express any concerns about unlawful or unethical behaviour.

To this end, Fluxys has put in place different reporting channels, such as the Fluxys Head of the Corporate Legal Team, the Fluxys Ethics & Compliance Manager, the internal or external prevention advisor, where relevant. Furthermore, you can always contact your line manager (or Fluxys responsible) or the local HR representative, as well as informally share your concerns with whoever you trust or feel comfortable with. Finally, you can always opt to consult your representatives or trade unions.

**This Policy describes the procedural rules for a formal whistleblowing (in addition to the above channels) and ensures the confidentiality and protection of you as a whistleblower.**

Fluxys reserves the right, at any time, to add provisions to this Policy or to adapt it to possible changes in local legislation. If any provision of these rules were or should become invalid, this would not prevent the other rules from remaining in force.

### **2. Preliminary considerations**

This Policy does not affect your above-mentioned rights to share your concerns with whoever you trust or feel comfortable with but opens an additional and official communication path to report breaches as further defined below.

The whistleblowing policies which are effective in the Affiliates (hereinafter referred to as “*Local policies*”) can complement this Policy with more stringent rules where relevant and applicable.

In case of conflict between legal standards and this Policy, the more stringent standards apply.

### **3. Who can report a problem or concern?**

Any (current, future or ex-) employee, manager, shareholder or director of a Fluxys Group company (including temporary staff, agency workers and trainees), self-employed consultants (service providers, contractors and sub-contractors) as well as their employees, working for and with the Fluxys Group, with relevant information on unethical or unlawful activities can report this (hereinafter referred to as “you” or the “Whistleblower”).

### **4. What kind of information can be reported?**

This Policy does not cover all types of wrongdoing which may occur.

Subject to the provisions below on work-related matters and company policies, you can use the reporting system under this Policy to report violations of European Union law, and, where applicable, of national law (depending on the exact scope of the transposing national law).

These breaches include, but are not limited to, violations of laws in the following areas:

- Public procurement – this includes the award of concessions and the award of contracts in the fields of energy or transports
- Product safety and compliance
- Transport safety
- Protection of the environment – this includes criminal offences against the protection of the environment, rules on pollution or on the protection of biodiversity
- Protection of privacy and personal data, and security of network and information systems (GDPR)
- Breaches affecting the EU’s financial interests – this includes fraud, bribery or corruption
- Breaches relating to the (EU) internal market – this includes competition law or corporate tax law

For the avoidance of doubt, this Policy does not apply to the following cases:

- a) **personal work-related concerns** such as concerns or dissatisfaction with wages, shifts or workplace circumstances, inter-personal issues, psychosocial risks (including but not limited to harassment, violence, etc.) or performance evaluations;
- b) breaches of any **Fluxys Group company policy** (including the principles of the Group Ethical Code).

Cases a) and b) must be reported through the regular internal channels, e.g. your line manager, the person of confidence at the Fluxys Head of Corporate Legal Team, the prevention advisor, the Fluxys Ethics & Compliance Manager, etc.

If you are in doubt as to whether the disclosure you intend to make falls within the scope of this Policy, please contact the Head of Fluxys Head of Corporate Legal Team or the Group General Counsel (see contact details on (Group) Intranet).

## 5. How to report?

5.1 Based on reasonable suspicion of misconduct or unethical behaviour as listed above (section 4), you can report it under this Policy. Although you do not have to prove your allegations, they are more likely to be considered reasonable if you can back them up with some objective supporting information, such as emails, file notes or receipts.

You must act in good faith and must have reasonable grounds to believe the information disclosed consists in a (potential) violation of applicable legislation related to the topics listed above.

The report shall detail the alleged facts of which you are personally aware, and the report should be sufficiently detailed and documented to allow an adequate investigation. Reporting with the sole purpose of harming others, or which is only based on rumours or insinuations shall not be admissible.

5.2 In general, when you wish to report a problem or concern in accordance with this Policy, you shall:

- contact, orally or in writing, the Fluxys Head of Corporate Legal Team, the Group General Counsel, or, where applicable, any responsible as designated according to the Local policies (“*Local Responsible*”); and/or

- send an e-mail to [whistleblowing@fluxys.com](mailto:whistleblowing@fluxys.com). Only the Fluxys Head of Corporate Legal Team and the Group General Counsel have access to this mailbox.

5.3 The use of internal reporting channels before reporting through external reporting channels is encouraged. If you would have reasons to report externally, information regarding the procedures for reporting externally to competent authorities and, where relevant, to institutions, bodies offices or agencies of the European Union, can be found through the relevant website(s) which will be communicated and updated on the Fluxys websites.

## **6. How shall your report be processed?**

6.1 Upon receipt of a report which falls within the scope of this Policy, the Fluxys Head of Corporate Legal Team, the Group General Counsel and/or the Local Responsible (referred to as the “Investigator”) shall maintain the confidentiality of:

- ✓ your identity,
- ✓ the identity of the persons mentioned in your report (“*Affected persons*”),
- ✓ the identity of the Facilitators, being the persons you have involved in your reporting,

including any other information from which such identity can be directly or indirectly deduced.

6.2 Your identity may only be disclosed with your express and free consent or when a disclosure is required by a special legislation in the context of investigations by national authorities or in the context of judicial proceedings. In the latter case, we will inform you before any disclosure is made, unless it would jeopardise the investigations or judicial proceedings concerned.

6.3 The Investigator shall

- a. acknowledge receipt of your report within 7 days of receipt;
- b. upon your request, invite you for a meeting within a reasonable timeframe (except in case of an anonymous reporting);
- c. inform you whether your report is admissible and falls within the scope of this Policy, and, if applicable, to whom it will be transmitted for further investigation.

6.4 If the Investigator is affected by the facts reported in the report or has a conflict of interest, he/she shall be excluded from further proceedings. The matter shall be referred to the Fluxys Human Resources Director or, where applicable, the Affiliates Managing Director. You will be kept informed in all cases.

6.5 Once your report has been declared admissible, an investigation into the alleged facts shall be conducted by the Investigator receiving the report.

Within a period of three (3) months as of the date of acknowledgment of the receipt of the report, you will be informed about the proceedings of the investigation and be given the opportunity to provide feedback.

For the purposes of conducting the investigation, the Investigator may request assistance of internal or external bodies or persons (Audit, Legal, Ethics & Compliance, external counsel, consultants, etc.), subject to those bodies or persons being bound by the above-mentioned confidentiality obligations through a written document. If a criminal offence has occurred, police and judicial authorities may be

involved as well. If the investigation is done by a Local responsible, the Fluxys Head of Corporate Legal Team and the Group General Counsel will be regularly informed of any action taken.

6.6 In case of an oral report the Investigator has the right to record the report in the form of minutes of the conversation. You will be given the opportunity to verify, correct and approve such minutes.

Furthermore, during the investigation, the Investigator has the right to record each oral conversation/meeting in one of the following forms:

- making a recording of the conversation/meeting in a durable and retrievable form;
- by drafting precise minutes of the conversation/meeting.

6.7 Personal data, which are manifestly not relevant for the handling of a specific report shall not be collected or, if accidentally collected, shall be deleted without undue delay.

6.8 The Investigator shall prepare a written report on the final results of the investigation. This report will be transmitted to:

- ✓ you
- ✓ where not involved as Investigator, the Fluxys Head of Corporate Legal Team and the Group General Counsel
- ✓ where relevant, the Affiliates Managing Director
- ✓ where relevant, the Fluxys Human Resources Director
- ✓ where relevant, the CEO of Fluxys

6.8 The Affected person(s) will be informed as quickly as possible that they are the subject of a report (for the avoidance of doubt, without disclosing the identity of the Whistleblower). This notification will be delayed or limited when there is a risk that the Affected person(s) obstruct the investigations and/or the collection of evidence, or that the identity of the Whistleblower be disclosed.

The information to be provided will specify the identity of the Investigator, the facts which have been reported to the extent appropriate, the recipients of the report, and information concerning the Affected person(s)' rights relating to the processing of their personal data under the GDPR. For the avoidance of doubt, such rights do not include the right to know the identity of the Whistleblower.

## **7. How will you be protected?**

You and the Facilitator will benefit from the following measures:

- **Non-disclosure:** the procedure will ensure as much as possible that your identity will not be disclosed and that due to the investigation no link can be made to you. The Investigators are bound by strict confidentiality.
- **Non-retaliation:** unless you acted in bad faith, you may not be discharged, suspended, threatened, harassed, intimidated or retaliated against for making a disclosure in good faith or assisting in the handling or investigation of a disclosure under this Policy. Complaints of retaliation against a Whistleblower are taken very seriously. All such complaints will be reviewed promptly and, where appropriate, investigated.
- In addition to this Policy, **local legislation** may give you further protection in accordance with the applicable scope of application and rules.

## **8. How shall the data be protected?**

In the handling of your report, we will comply with any applicable law on the protection of personal data.

The name, job title, contact details and company number (if any) of the Whistleblower and the reported person shall be stored until the offence reported has been prescribed.

If the report is not followed by any disciplinary or legal proceedings, all other personal data relating to the reported concern shall be deleted promptly after the completion of the investigation, unless there is a legal obligation to retain such information. If a disciplinary or legal proceedings are initiated, the personal data relating to the reported concern shall be kept until the conclusion of these proceedings and the period allowed for any appeal, in accordance with national legal and regulatory requirements.

In any event, all documents related to your report (report, minutes of meeting, investigation files, ...) shall be registered and archived by the Fluxys Head of Corporate Legal Team on a dedicated and protected file in accordance with data protection rules. If the Fluxys Head of Corporate Legal Team is affected by the facts reported in the report or has a conflict of interest, the documents shall be registered and archived by the Group General Counsel. These documents will be kept until the end of the contractual relationship between the Whistleblower and Fluxys.

At any time you and the Affected persons can exercise any of the rights granted under the General Data Protection Regulation (or GDPR), including the rights of access, rectification and erasure of your personal data within the legal limits. More information can be found on the Fluxys' Group Intranet, see [Data management guidelines](#).