



# Enza Zaden Speak Up! Procedure

ENZA ZADEN



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# Speak Up! Procedure

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# Foreword

Working at Enza Zaden means we work according to certain principles. Our reputation and with it our future depends on the behavior of each Enza Zaden employee, wherever they are in the world. How we behave and the values we share determine our corporate culture. We work as a team based on trust, respecting each other as unique individuals. We believe in the importance of an open and safe corporate culture.

We therefore work in accordance with the Enza Zaden Business Ethics Code. This code of conduct sets out how we deal with each other and doing business with integrity, respectfully and transparently.

If you encounter behavior that is at odds with this, make yourself heard and express your concern and follow the instructions in the accompanying Speak Up! procedure. We understand that in some cases it takes courage to make your voice heard. That's why we want a corporate culture without fear of punishment or unfair treatment when you express concerns like these. Help maintain the reputation of Enza Zaden. For now and in the future. Speak Up!

## **The Enza Zaden Board of Directors**

Jaap Mazereeuw

Hein Bemelmans

Allison Thomas

Andreas Sewing

Dirk Neelis

# Speak Up! procedure: Why, Who, What, When and How?

## WHY this Speak Up! procedure?

We want to do business in a fair and honest way. That requires an open corporate culture. A culture in which we all feel comfortable to ask questions and express concerns related to our Business Ethics Code.

We need your help to act and to improve the situation before it is too late. So express your concerns about behaviour that is not in line with our Business Ethics Code. If you stay silent, the situation will definitely not improve. On the contrary: that can actually make the situation worse.

You're not on your own, you can share your concerns and ask questions at any time.

Please note: When immediate dangers such as fire are involved, use the emergency procedures in place.

## WHO can use this Speak Up! procedure?

The Speak Up! procedure is an internal procedure for all employees, managers, temporary staff, trainees and agency staff who have concerns about behaviour that is not in line with the Business Ethics Code. External parties such as former employees, job applicants, subcontractors, suppliers and all other parties with whom Enza Zaden collaborates can express their concerns via the Speak Up! procedure. If an external party submits a report, that person agrees with the substance of this Speak Up! procedure and, as such, our Business Ethics Code.

## WHAT kinds of concerns can you express?

If you think a matter is not entirely in line with our Business Ethics Code, let us know. You can find the Business Ethics Code at EnzaPlaza, under 'Our Company'.

External parties can find the Business Ethics Code at [www.enzazaden.com](http://www.enzazaden.com).

If you have a question or a problem with regard to working conditions or an appraisal, this Speak Up! procedure is not applicable. For these matters, you can contact your HR Manager. Social media guidelines and the Computer, Internet and E-mail Rules fall also outside the scope of this regulation.

You are obligated to report the following situations within Enza Zaden immediately:

- When health or safety are in danger
- Serious criminal offences, for which you or someone else could go to jail or matters that, based on a reasonable assessment, could result in serious financial or reputational harm to Enza Zaden.

## WHAT if you have doubts?

If you are not sure whether certain behaviour is allowed or if you want to use the Speak Up! procedure, ask for advice from the Business Ethics Officer or a confidential adviser (see Paragraphs 17-19 below for contact details). Their door is always open to you. We do not make a written report of requests for advice.

## Speak Up: WHEN and HOW?

Usually, the fastest and best way is to discuss your concern with your supervisor. In many cases, this can lead to a quick solution. If it does not or if you don't want to go down this route, you can approach the Business Ethics Officer, the confidential adviser, or call the reporting line. In this case, follow the steps listed in the accompanying infographic about the Speak Up! procedure.

# What happens after you have made a report?

## We first check whether your report falls under the Business Ethics Code.

The confidential adviser or Business Ethics Officer will confirm receipt of your report in writing within seven days.

If you contacted the external Speak Up! reporting line, you will receive a unique dossier number. You can use this number to check the status of your report and/or to provide additional information. The service is managed by an independent party. You make the report in your own language. And you can also remain anonymous if you want to. Your report is then sent to our Business Ethics Officer.

Your confidential adviser or our Business Ethics Officer screens every report and decides whether:

- there is indeed a reasonable suspicion of a violation of our Business Ethics Code;
- or whether a different procedure applies (see Paragraph 3).

If the report is received via a confidential adviser, he or she will contact the Business Ethics Officer, who will be responsible for the further coordination of the report. The confidential adviser is not authorized to decide independently whether a report falls within the scope of the Business Ethics Code.

Within three weeks after receipt of your report, the Integrity Committee (see Paragraph 13) decides whether it should be investigated further. We will inform you about this decision.

## If your report falls under our Business Ethics Code, a further investigation will follow

The Business Ethics Officer investigates reports that qualify for further investigation. The Integrity Committee supervises this process (see Paragraph 13).

## Informing the persons involved

If you have made a report about a particular person, they will normally be informed about the suspected infringement as soon as possible. An exception may be made if it is anticipated that this will seriously impede the investigation and will consequently obstruct the enforcement of the rights of Enza Zaden as part of any judicial procedure. If the person involved cannot be immediately or fully informed, they will be informed (or informed more fully) as soon as the investigation permits.

If necessary, people involved may be interviewed in order to give their views of facts which will be included in the final report.

## You receive a status update of the investigation

Within eight weeks of the date that your report is received, you will receive a written update. If this is not possible, you will be informed about a new date on which you will receive a status update.

## Your report is deemed to be well-founded: we take measures

The Integrity Committee receives the results of the investigation and decides on the matter reported. If your report is judged to be completely or partially justified, the Integrity Committee issues a binding recommendation to the management in question about the measures to be taken. These may be disciplinary measures against particular individuals and/or organizational measures to prevent a similar incident from happening again.

The Integrity Committee also monitors the implementation of these measures. Deviation from this binding recommendation is only permitted with the permission of the Board of Directors of Enza Zaden Beheer B.V. This binding recommendation can be deviated from only for compelling reasons. This recommendation will be presented to the Integrity Committee in writing, along with reasons for the recommendation. Deviation from a binding recommendation concerning a member of the Board of Directors requires the permission of the Supervisory Board of Enza Zaden Beheer B.V.

## You are informed about the decision

You will be informed about the decision of the Integrity Committee. In connection with the privacy and legal position of the individual/individuals who were involved in your report, in many cases no details can be given.

## What if you do not agree with the decision?

If, after careful consideration, you feel that:

- a. your concern has not been professionally handled; or
  - b. an investigation has not been conducted properly,
- you should inform the Business Ethics Officer. This can help us to improve this Speak Up! procedure.

## Integrity Committee

The Integrity Committee is chaired by our CFO (a member of our Board of Directors). The committee further consists of (i) the Business Ethics Officer; (ii) the Global Manager Finance Control, Tax, Risk & Audit and (iii) the HR Vice-President. The Board of Directors can appoint one or more supplementary members or replace members of the Integrity Committee. The committee can also set up one or more subcommittees to which it assigns particular tasks. The Business Ethics Officer acts as the secretary of the Integrity Committee.

The roles and tasks of the Integrity Committee are to:

- monitor the enforcement of the Business Ethics Code and this Speak Up! procedure;
- investigate possible violations of the Business Ethics Code or instruct them to be investigated and take immediate corrective measures;
- reach a judgement about the case reported and make a binding recommendation about the measures to be taken;
- periodically discuss decisions taken under this Speak Up! procedure;
- follow trends and developments regarding “business conventions and ethics” in general; and
- monitor the implementation of decisions by the Board of Directors, the Supervisory Board, the management of the operating company in question or the Integrity Committee with regard to the Business Ethics Code and this Speak Up! procedure.

The Integrity Committee further has the tasks and competencies set out in this Speak Up! procedure. The Board of Directors can assign additional tasks and competencies to the Integrity Committee.

Following consultation with the Integrity Committee, the Business Ethics Officer can appoint one or more investigators. They have the authority to instruct others to take temporary measures if this is necessary, for example to ensure that physical evidence or digital information is secured. All employees are required to cooperate fully and immediately with an investigation and to answer all questions fully and honestly. In the interests of the investigation, employees may not speak to anyone about the investigation, not even their own manager.

On an annual basis:

- the confidential advisers and the Business Ethics Officer report to the Integrity Committee about the implementation of their tasks and duties;
- the Business Ethics Officer presents an analysis of all reports received and about the implementation of his or her tasks and duties to the Board of Directors and the Audit Committee of the Supervisory Board;
- the activities of the Integrity Committee are evaluated with the Board of Directors and the Audit Committee of the Supervisory Board.

If a member of the Integrity Committee is personally involved in a report, the matter is handed over to the Board of Directors by the Integrity Committee for further handling and investigation. In this case, the procedures set out in this Speak Up! procedure apply as much as possible. Members of the Integrity Committee are obliged to immediately report any personal involvement in a report.

If a member of the Board of Directors is personally involved in report, the above applies except that the report will be handled and investigated by the Audit Committee of the Supervisory Board. The Audit Committee will make a recommendation to the Supervisory Board. Based on that, the Supervisory Board will make a binding recommendation which must be followed.

# How do we protect you?

## No negative consequences

Enza Zaden will not tolerate any negative consequences if you express your concerns in good faith. There will be no retribution and all reasonable costs will be reimbursed. This will be for the Integrity Committee to judge.

If you nevertheless have the feeling that you are being punished or unfairly treated, let us know via your manager, the confidential adviser, the Business Ethics Officer, or the external Speak Up! reporting line. In such cases, the local management will be instructed by the Integrity Committee to ensure that disciplinary measures are taken against the offender(s).

What does “in good faith” mean? It means that you have sincerely expressed your concern about a particular abuse and that someone else in the same circumstances would reasonably also believe or suspect that our Business Ethics Code is not being complied with. Even if no violation is discovered after an investigation, no action will be taken against you if you have expressed your concern in good faith.

The opposite is reporting “in bad faith”. In that case, you know that you are reporting dishonestly, or you are misusing the procedure because you have personal grievances, or for personal gain. Enza Zaden will not allow reporting in bad faith. If you nevertheless do so, we can take disciplinary measures, for example dismissal or the payment of compensation as permitted.

## We protect your identity

We handle all reports confidentially. Your name is only known to the person who you report your concern to and to the investigators appointed. You can help yourself protect your own identity by being discreet and by limiting the number of people with whom you share your concerns.

If you report in person, the person who receives your report will know your identity. If you want to remain completely anonymous, contact the external Speak Up! reporting line. Anonymity is possible in countries in which this is legally permitted. Sometimes this depends on the nature of your report.

Your confidential adviser and our Business Ethics Officer may not reveal your identity to others without your permission, except to the appointed investigator(s). The only exceptions are if:

- this is required by law; or
- you have made a report in bad faith; or
- there is an important public interest at stake. In that case, we will inform you accordingly.

In some cases, keeping your identity secret can obstruct the investigations. It may even prevent us from taking appropriate action. In such cases, we will ask your permission to reveal your identity. This will only be done with your consent.

## Privacy is assured

Enza Zaden processes personal data in accordance with privacy rules enshrined in law. The personal data we obtain from the Speak Up! procedure are used solely for the purposes explained in this document. These data are only shared with those who need to know them, in order to comply with the law or if an important public interest is at stake.

Enza Zaden is responsible for processing personal data in the context of this Speak Up! procedure. The external supplier of the external Speak Up! reporting line may only process personal data in accordance with the instructions of Enza Zaden. A person whose personal data are processed under this Speak Up! procedure can, at any moment and in accordance with the privacy rules, request a complete written summary of the details available about them from Enza Zaden. An exception is if this would seriously impede the investigation and thereby also the enforcement of rights within the framework of the statutory procedures.

If data are found to be incorrect or not relevant, the person in question can request their correction or deletion. Replies to a request for access to or correction or deletion of data will be provided without delay and at least within four weeks. If the request is refused, this will be communicated in writing, stating reasons.

# Contact details and further information

## Confidential adviser

There is at least one designated person whom only employees can approach to discuss their concerns with regard to our Business Ethics Code. A confidential adviser may not be dismissed as punishment for their role in dealing with a specific concern. If you need help finding a confidential adviser, please contact HR.

You will find the contact details of the confidential advisors at EnzaPlaza.

## Business Ethics Officer

**Aniek Verhaar**

E-mail: [speakup@enzazaden.nl](mailto:speakup@enzazaden.nl)

## External Speak Up! line

For each country, there is a local telephone number available to leave your Speak Up! message. You'll find this telephone number as well as the link to the online SpeakUp Line on EnzaPlaza.

# Report to a third party

If you speak up, we will handle your concern with complete professionalism. If, after evaluation and careful consideration, you believe that the procedure followed or the decisions taken by the Integrity Committee are not in the best interests of Enza Zaden or its stakeholders, you can consider reporting your concerns to an external party. External disclosure may also be appropriate in the case of a serious and urgent public interest or if required by the law. The instrument of external reporting must be proportionate to the matter in question and there must not be any option available which is potentially less damaging. The person reporting must keep the potential negative consequences for Enza Zaden and its stakeholders and the persons involved to minimum. The third party to whom a person is considering disclosing information must be in a position to take effective action against the alleged violation.

Before disclosing information to a third party, we encourage you to inform the confidential adviser or the Business Ethics Officer or the external Speak Up! reporting line or the Integrity Committee about the report you plan to make to a third party.

There is nothing in this Speak Up! procedure to prevent you from reporting possible violations of laws or rules to the authorities. No prior permission is required for this. Nevertheless, we strongly encourage you to express your concerns by means of this Speak Up! procedure and we promise you that we will handle them professionally and with due care.

## **Changes to this Speak Up! procedure, unforeseen circumstances and conflicts with mandatory legislative provisions**

This Speak Up! procedure was approved by the Board of Directors of Enza Zaden Beheer B.V. on 18 October 2017, entered into force on 1 April 2018 and was further amended on 31 August 2022 and July 17, 2024. The Works Councils have given their consent where required.

This Speak Up! procedure may be amended and supplemented by means of a decision of the Board of Directors of Enza Zaden Beheer B.V. The Board of Directors is authorized to take decisions in circumstances that this Speak Up! procedure does not provide for. If the provisions of this Speak Up! procedure are or come into conflict with mandatory legislative provisions, the latter shall take precedence.

