

# Whistleblower Policy SOLID FX

Adopted by the Management Board on 29<sup>th</sup> of September 2016

## Definitions

### Abuse

A fact or circumstance, or reasonable suspicion of it on reasonable grounds, relating to the Company or any of its Employees where a social or commercial interest is at issue, which includes, but is not limited to the following, whether actual or threatened:

- a criminal offence;
- a breach of applicable laws, regulations or internal policies;
- a breach of internal rules actual or threatened deliberate misinforming of third parties (such as  
as
- supervisory authorities, operators of a regulated market or multilateral trading facility,  
counterparty);
- a danger to public health, security or the environment;
- a breach of security measures;
- an improper use or misuse of company assets; or
- a deliberate concealment, destruction or manipulation of information on the above facts or circumstances or otherwise.

### Compliance Officer:

The person appointed as such by the Company and charged with the supervision and control of compliance with applicable laws, regulations and internal policies.

### Employee

Each person who works within or provides services throughout the Company's group, including boardmembers, supervisory board members, employees and officers and, where applicable, third parties such as agents, advisers, consultants, work-experience students, temps and other third parties designated as such by the Company. Reference to the masculine includes a reference to the feminine and neuter and vice versa and reference to the singular includes a reference to the plural and vice versa.

### Trusted Person:

The person appointed to the position of Global Head of Legal & Compliance or Global Head of Recruitment & Human Resources.

### Whistleblower

An Employee who reports an Abuse in accordance with the procedures as set out in this Whistleblower Policy.

## **Introduction and scope**

1. This Whistleblower Policy is established pursuant to best practice provision II.1.7 of the Dutch Corporate Governance Code.
2. Solid Trading B.V. (the “Company”) encourages an open culture within its organization and expects its Employees to comply with applicable laws, regulations and internal policies. Each Employee is responsible for ensuring an honest and ethical conduct of business within the Company. He is free to raise issues and has the responsibility to report misconduct and incidents or reasonable suspicion of it. Circumstances may arise that cause the Employee to feel insecure or unsafe to the extent that it may not want to use the usual reporting lines. The Company provides the Employee with a safe way of reporting misconduct within its organization by formulating protective measures in this Whistleblower Policy.
3. This Whistleblower Policy applies to each Employee and covers topics such as fraud, market abuse, corruption, internal money laundering, theft, bribery and any other structural misconduct that threatens the integrity and proper business conduct of the Company.
4. Complaints for which specific procedures have been established, for example certain types of employment law matters or personal grievances of an employee, such as sexual harassment, are excluded from the scope of this policy and can be found in the staff manual and the compliance manual of the Company.
5. In jurisdictions where (local) laws or regulations set stricter rules than those set out in this Whistleblower Policy, such stricter rules shall prevail.
6. This Whistleblower Policy provides a step by step guide of the Company’s whistleblowing process. It also aims to reassure Employees that misconduct will be treated with the highest level of confidentiality.

## **Report of abuse or reasonable suspicion of it and measures**

1. An Employee that wishes to report an Abuse should report same to the Trusted Person. Following the report of an Abuse, the Trusted Person will assess whether the Whistleblower Policy or any other procedures are applicable.
2. In the event that the Trusted Person deems the Whistleblower Policy applicable, he or she shall inform the Compliance Officer accordingly. The Compliance Officer shall draft a report and subsequently send the report to the Board of Directors, no later than the third working day after he has been informed by the Trusted Person.
3. The Board of Directors shall consider the measures required to be taken to manage the risks arising from the Abuse and to prevent repetition. He shall then take such measures and notify the Compliance Officer accordingly.
4. The Compliance Officer shall report to the Trusted Person in which manner the issue has

been addressed and the measures that will be taken. The Compliance Officer subsequently makes a report setting out the manner in which the issue will be prevented in the future.

5. The Compliance Officer or, in the event of an incident involving his person, the Board of Directors, shall record a reported Abuse and any steps taken. If the report of Abuse concerns or could concern the Board of Directors, the Compliance Officer will report to the Chairman of the Supervisory Board.

6. Records concerning an Abuse shall be retained for at least 5 years.

7. The Board of Directors and the Chairman of the Supervisory Board are jointly authorized to decide in cases which are not foreseen in this Whistleblower Policy.

## **Protection of the Whistleblower**

### **1. Guaranteed Anonymity**

In order to further enhance effectiveness of this policy and safeguard the position of the Whistleblower, Whistleblowers are guaranteed full anonymity when reporting an issue, subject to applicable laws and regulations. The name of the Whistleblower will only be known by the Trusted Person. Any Employee who has the possibility of reporting any irregularities will not jeopardize their legal position by doing so.

### **2. Confidentiality and secrecy**

The reports referred to will be treated with the utmost confidentiality. The Whistleblower reporting abuse or reasonable suspicion of it does not have to disclose his identity, which will, therefore, in principle remain unidentified.

### **3. Sanctions and proper treatment**

If, notwithstanding the provisions above, the identity of the Whistleblower reporting an abuse or reasonable suspicion of it becomes known, the Company will not impose any sanction on the Whistleblower further to the disclosure and will strive to ensure proper treatment of the Whistleblower. The criterion is that the Whistleblower himself is not involved in any way in the Abuse.

### **4. Shortcomings or deficiencies**

Identified shortcomings or deficiencies in reporting Abuse shall be reported to the Compliance Officer.

### **5. Legal protection**

The Position of the Employee who reports or has reported the Abuse in accordance with the rules set in this Policy will not be affected in any way as a result of the report.