

Lely SpeakUp Policy



The reporting procedure within Lely

Version 2024

Contact: Legal@lely.com

Message from the board

We are committed to upholding the highest standards in our workplace and in our business dealings. Our core values are at the basis of everything we do. They determine our success: **Passion, Innovation, Progress, Honesty** and **Respect**. At Lely, our core values must be reflected in every decision we take, under all circumstances.

To guide you, we have the Lely **Code of Conduct**. It provides clarity to the question: "How do we want to achieve our goals?" The Lely Code of Conduct sets out clear standards in different areas of business life. Its purpose is to promote a clear, strong and consistent culture of ethics that applies to our entire workforce around the globe.

Every day, our employees have to make decisions that affect our business, our business partners, our customers, and the communities in which we operate. Ultimately, our decisions affect our reputation as a company. Even simple decisions can require us to consider multiple consequences. We believe that the right decisions are made when adequate information and resources are readily available. At the same time, we want to be explicit. We do not want to leave any doubt as to what we expect in terms of ethical business conduct, which is an integral part of all decision making.

We expect each Lely employee to take responsibility for adhering to the letter and spirit of this Lely Code of Conduct and to support others in doing so as well. The same obligation applies to those who work for Lely on a temporary basis.

We also strongly encourage you to speak up in case you notice anything outside the ordinary course of business, something which you suspect might violate our Code of Conduct or that just does not feel right. Speaking up can help us improve our company, day after day. For this, we have the **SpeakUp procedure** as described on the following pages. If you would like to speak up and have questions about what happens, this procedure sets forth how Lely deals with this in an honest and respectful way.

Thank you for contributing to an excellent, ethical and respectful working environment!

On behalf of the Executive Board,

Andre van Troost
CEO

1. SpeakUp Procedure

This document describes the procedure of reporting within Lely. **The purpose of this SpeakUp procedure is to explain when, where and how you can raise concerns about suspected misconduct in confidence.**

At Lely we are committed to conducting business with fairness, integrity and respect for the law and our Lely values. Speaking Up is essential for us to improve our business, maintain our reputation, achieve success and operate responsibly.

1.1 Why SpeakUp?

We promote an open culture of trust and honest communication. A culture in which we all feel comfortable raising questions and concerns related in any way to our Code of Conduct.

Lely is continually growing, and it's important that we all work together to make sure that Lely is a pleasant, safe, and responsible place to work. This requires us to be able to act on time or intervene if there are any issues in the company. And that is where we need your help. Your reports about possible misconduct, unsafe situations and unethical situations are really helpful, because they allow us to detect problems at an early stage, and take the necessary action to correct the situation.

Although you may be nervous about raising such concerns, we encourage you to speak up as soon as something worries you. Please do not keep it for yourself. If you remain silent about a possible violation, this can only make the situation worse.

1.2 Who can SpeakUp?

Anyone who carries out work for Lely or on behalf of Lely worldwide and any other person or party Lely is involved with professionally. This includes stakeholders, agents, suppliers, (sub)-contractors, customers, distributors, interns, applicants, former employees, seconded personnel and representatives.

1.3 What should you SpeakUp about?

When certain issues present risks to employees or to the future of our company, you cannot allow them to be ignored. Below are some examples of situations that you always must report when you encounter them (please note this is a non-exhaustive list of examples):

- Unsafe situations, accidents, and near-accidents
- Harassment, bullying, or other inappropriate behaviour
- Discrimination
- False or misleading promises to customers
- Falsifying safety or product test results
- Falsifying financial records, stealing, or embezzling
- Fraud, cartels or money laundering
- Terrorism-financing violations
- Gifts and Entertainment Policy violations
- Bribery or corruption
- Privacy violations or unauthorised disclosure of confidential information
- Improper use of company resources
- Retaliation against anyone for speaking up in good faith

Please also feel free to SpeakUp when in doubt or just for questions.

1.4 How to SpeakUp?

There are various ways of making a report at Lely, which we all call SpeakUp. This is designed to encourage you to report, in the way that fits you or your situation the best, any situation or behaviour that could conflict with our Code of Conduct.

The following SpeakUp options are available¹:

- **Immediate or higher manager / HR** – If you have any questions or concerns about conduct that you suspect (or believe) violates the Code of Conduct, underlying policy or the law, please contact your manager, their manager or your HR contact person.
- **Compliance Officer** – You can also contact Lely's compliance officers in the regions for more local contact.
- **Legal** – You can also contact our Legal Department.
- **SpeakUp webpage** – You can make your report anonymous through the online SpeakUp channel (web service) in your native language. It's organised by an external company, and reports will be left anonymously. You will receive a reply from a Lely Ethics Officer via their secure platform.
- **Quentic** – For unsafe situations, accidents, and near-accidents, reporting can best take place via Quentic or a local Safety Ambassador

1.5 How to use the SpeakUp webpage? - <https://lely.speakup.report/lely>

1. Click on '**+ New report**' to start an anonymous conversation. In case you already have an open report, select 'Log in'.
2. Note down your unique report number and create a password for your report. **Important! Save your login credentials.**
3. Type your message and click on 'send message'.

To ensure complete anonymity and still be able to exchange messages, a personal report number and password are required.

You have the option to leave your email if you'd like to be notified when there is a response. After adding your email, you'll be asked to type the verifying code sent to the provided email address.



1.6 What if you do not have all the facts?

Please raise your concern, even if you do not have all the facts, or ask confidential advice from the persons listed above under 1.4. It is possible that reports together provide the necessary evidence, or that we can start an investigation with your report to find out facts. Remember that the aim is to improve Lely, provide a culture where we can feel safe and make sure we all follow our Code of Conduct. Please never start an investigation yourself.

¹ Reports relating to a suspected violation of the Code by members of the Ethics Committee or by the Board of Management, other than the CEO, can be filed directly with the CEO of Lely. In case the suspected violation relates to the CEO, reports can be filed directly with the Chairman of the Supervisory Board.

2. Confidentiality and secrecy

It's a really big help if you report something promptly, but you can obviously expect something from us in return!

We at Lely will do our utmost to protect anyone Speaking Up. **We will not tolerate any form of retaliation** or any other form of adverse consequences against employees or third parties who raise a concern in good faith or participate in an investigation about suspected violations of the Code of Conduct.

It may be that you wish to report a possible violation of our Code in which you personally participated. When dealing with a report of this kind – and in deciding on possible disciplinary actions – Lely will take into account as a mitigating factor that you were the person who brought the matter to light.

Those who raise a concern in **good faith** will never be put at a disadvantage as a result of speaking up. In this context good faith means that a person in similar circumstances would have reasonable grounds to believe or suspect that our Code of Conduct was violated (or going to be violated) and that it is reasonable to raise a concern and/or file a report in that case. If upon investigation no violation of our Code of Conduct is discovered, no action will be taken against you - unless you raised your concern in bad faith.

Important to note: reporting in **bad faith**, meaning that you (should) know that what you are reporting is misleading or substantially untrue, that you are abusing the reporting process because you have personal grievances, or solely for your personal gain, will not be tolerated. If you make a report in bad faith, there are disciplinary consequences for you.

2.1 What can you expect from us?

- That we treat your report respectfully and confidentially.
- That anonymity is respected and guaranteed.
- That we're honest and professional about how we handle your report and the follow-up steps, if the circumstances allow us to share this information.
- That we will investigate any report of matters that we believe could damage our company's reputation, affect the safety of our people, or which in any other way conflict with our Code of Conduct.
- That we take action when possible, and look for solutions.

2.2 How do we protect your identity?

All reports will be handled in an anonymized manner. You can help us protect your identity by being discreet and by limiting the circle of people with whom you share your concerns. Remember that all involved in reporting, investigating and follow-up must keep confidential matters confidential. In addition, the accused, if applicable, has the right to keep their identity secret, so remain discreet and professional.

If you report in person, only the recipient will know your identity. That person is not allowed to communicate your identity to others (except the investigators) without your written permission². However, it could be unavoidable that due to the nature of the report, interviewees can 'guess' your identity. Sometimes keeping your identity completely secret can hinder, complicate or prevent an investigation. In such instances, you will be asked for permission in writing to share your identity, at least with investigators, so they can ask additional questions.

² The only exceptions are if Lely is under a legal or regulatory obligation to disclose the information and your identity; or you filed a Report in bad faith. Where possible you will be informed prior to your identity being communicated to anybody else.



2.3 What about privacy?

At Lely, we are committed to protecting the privacy of everyone involved in the investigation in accordance with applicable laws and internal policies. Any personal data obtained as part of any investigation set out in this procedure will only be used for the purposes described in this document. Such data will only be given to those persons who need to know³. The data of a report will be deleted by Lely when such data is no longer legally required.

³ The only exceptions are if Lely is under a legal or regulatory obligation to disclose the information or if you filed a Report in bad faith. In both these cases, disclosure of any personal data will only take place to the extent necessary to comply with applicable law or take the appropriate measures in respect of any bad faith reporting.

3. Protocol and Investigation

3.1 What happens with your report?

We hope that you feel sufficiently comfortable in your work environment to raise your concerns and/or file a report with your direct manager (or his/her manager). This method is encouraged because it is the fastest way to clear up any misunderstandings and to ensure an open, trusted working environment throughout the organization. Especially regarding inappropriate behavior in the workplace (like intimidation, harassment, and the like), the preferred approach is not to escalate but instead to talk about it under leadership of (next level) management. This could be achieved, for example, by organizing a respectful discussion with the accused, by mediation or an internal workshop on the subject of appropriate conduct. Such concerns and reports are addressed differently from matters like suspicions of fraud or corruption.

Therefore, the preferred channel for raising your concerns or filing a report is your direct manager (or his/her manager). In case you do so orally (in person or by telephone), the person receiving your information will summarize and ask you to review, give input and approve, so they can submit the report to the Local Report & Investigations Coordinator.

If you feel uncomfortable discussing a concern or filing a written report with your direct (or next level) manager, if it is not possible to do so, or if you are dissatisfied with the outcome, you may choose to raise your concern or file your report through the following local channels:

- HR contact person
- local Compliance Officer
- in-house legal counsel

3.2 What to expect?

When filing a report please provide any information you have available and that you think could be relevant or may be useful (without conducting an investigation yourself; we leave that to appointed investigators). The information received will only be shared with others within or outside the company if and to the extent this is required to appropriately deal with the report and the issues raised in it. To file a report, you can use the template provided in Appendix 1 to this SpeakUp Procedure, but feel free to file a report in a format of your choice.

If your identity and contact details are known, receipt of your report will be acknowledged within 7 days. If you use the external SpeakUp webpage, a written report made by the external supplier of the SpeakUp webpage will be sent to the Local Report & Investigations Coordinator who will inform the Ethics Committee. The Local Reports & Investigations Coordinator has been granted sufficient independence for these tasks, will register all reports and ensure no person has access unless in accordance with this procedure.

Lely cannot guarantee the outcome expected or desired by you as reporter. However, Lely is committed to dealing with your genuine concerns in a fair and appropriate manner.

3.3 What happens after your report?

Reported cases are handled by the Ethics Committee. Reports will be investigated in an independent, impartial and fair manner, focusing on fact-finding. You will receive regular updates regarding the status and/or outcome of the investigation within 3 months of filing your report. All involved in this procedure and ensuing investigations are obliged to maintain strict confidentiality. The exact steps and what you can expect are fully described in Appendix 2 hereto.

The Ethics Committee decides whether a formal ethics investigation is needed and, if this is the case, what type of investigation is appropriate. For an ethics report to be admissible or relevant for further investigation, there should generally be sufficient information and a reasonable possibility of obtaining further information.

4. External reporting (whistleblowing)

In case of suspected serious misconduct which has societal impact (like a severe violation of a law⁴), or in case of violating European Law, we urge you to make use of the reporting channels listed in this SpeakUp Procedure. However, in such cases, you are allowed to directly raise it externally and local law will indicate how you (and those advising you) will be protected from doing so. You should always follow our guidance on public communications and social media if you go externally.

We recommend that you only consider reporting externally if:

- you have carefully evaluated the matter and first weighed all valid interests involved, and
- following this internal SpeakUp procedure is not in the best interest of you, Lely and all its stakeholders,
- there is no potentially less damaging option available, and
- an important and urgent public interest is at stake or it is required or allowed by applicable law.

When reporting externally, always make sure that:

- you minimize the possible negative impact of your actions on Lely, its stakeholders and on the people involved; and
- you are allowed to possess and publish or have published such company information.

Please note: The European Law is provided by a number of conditions; these conditions vary from country to country, also within the European Union. Therefore, we cannot list them all here. In case you are unsure where to report externally such major incident, please be informed that nationally appointed governmental whistleblowing authorities often can advise you.

⁴ For the exact definition of 'serious misconduct', see appendix 3.



More information

If this document does not answer your questions, you can contact our Legal department via legal@lely.com.

We also encourage you to ask questions to your manager, HR contact person or our Compliance Officers. They are always willing to help.

Appendix 1: sample (template) Report

You may use this template to file a Report with your direct manager (or his/her manager), with your (local) HR contact person, with your (local) Compliance Officer or via Legal@Lely.com. Use of this template is optional; please feel free to use any format you feel comfortable with.

Do you want your identity to remain confidential or stay anonymous?

Please note that the recipient of this Report (your direct manager, the HR contact person or local Compliance Officer) will be aware of your identity. He/she will not share your identity unless you give your written permission to do so.

Alternatively, you can send the template on the next page anonymously to Legal@Lely.com or you can use the external Speak Up web service (see Appendix 1).

I give permission to the recipient of this form to share my personal information with those who are directly involved in the investigation of the possible violation described in this form.

Yes ☐ No ☐

Personal information

Your name (first and last name):

[Click here to enter text.](#)

Your preferred phone number (this may be your private phone number):

[Click here to enter text.](#)

Your preferred e-mail address (this may be your private email address):

[Click here to enter text.](#)

Best time to communicate with you (including time zone you are in):

[Click here to enter text.](#)

Best way to communicate with you:

Phone: ☐

e-mail: ☐

in person: ☐

Name of your operating company / department:

[Click here to enter text.](#)

Report of possible violation

What is the possible violation of our Code of Conduct you want to report?

[Click here to enter text.](#)

Do you have a serious suspicion or are you sure?

Serious suspicion ☐ I am sure ☐

When did it occur? (Please estimate if exact dates are not known)

[Click here to enter text.](#)

Where did it occur? (Please fill in the location, document or transaction, as applicable)

[Click here to enter text.](#)

Who, in your opinion, are the persons involved? (Please fill in the first and last names and functions to the fullest extent possible)

First name - last name - function

1. Enter first name	Enter last name	Function
2. Enter first name	Enter last name	Function
3. Enter first name	Enter last name	Function
4. Enter first name	Enter last name	Function

What, in your opinion, is the potential damage (financially or otherwise) to Lely? (To the extent you have visibility on this)

[Click here to enter text.](#)

Do you think it will happen again?

No ☐

Yes ☐

Not sure ☐

Personal action

How did you become aware of the situation?

[Click here to enter text.](#)

Have you reported the situation to anyone else within Lely first? No, why not:

[Click here to enter text.](#)

yes, the outcome was (please include name(s) of person/people to the extent you feel comfortable with that):

[Click here to enter text.](#)

Do you know of any other person(s) who is/are aware of the situation, but who is/are not personally involved? (please include name(s) of person/people to the extent you feel comfortable with that)?

No ☐

Yes ☐ (please include name(s) of person/people to the extent you feel comfortable with that)

[Click here to enter text.](#)

Do you have any physical evidence, which you can share with the investigators? (Please only provide evidence you have readily available, please do not investigate yourself; we leave that to experienced investigators)

No ☐

Yes ☐ (please describe the physical evidence, such as documents, you may have):

[Click here to enter text.](#)

Please provide any additional information you have which you believe may be relevant:

[Click here to enter text.](#)

Thank you!

Appendix 2: Ethics Committee

The Ethics Committee consists of the COO and the General Counsel. The Ethics Committee reports directly to the Chief Executive Officer.

The Ethics Committee will have each reported case screened and will determine whether it gives rise to a reasonable suspicion of a violation of our Code of Conduct, and/or its underlying policies; and whether a different procedure applies (e.g. annual appraisals).

Where reasonably possible and if your identity and contact details are known, you will be informed as to whether the matter will be investigated further or not and whether a different procedure may apply or an alternative route has been chosen. Especially inappropriate behavior in the workplace, like intimidation, harassment, discriminatory remarks and the like, is often better addressed by de-escalating. Think of mediation, or a workshop with the department about respectful workplace behavior, or providing coaching or training to the accused.

Reports that qualify for further investigation will be investigated under instruction from the Ethics Committee which may delegate this task to one or more of its members or other employees. The Ethics Committee can appoint one or more investigators from inside or outside the company. The investigators have the authority to instruct others to take temporary measures (e.g. in order to ensure that physical evidence or digital information is properly safeguarded). Employees are required to cooperate with an investigation fully and promptly and to provide any available information and documentation requested by an investigator.

Where reasonably possible and if your identity and contact details are known, within thirteen weeks of the date that you filed your Report, the Reports & Investigations Coordinator will inform you of the status of the investigation. If possible, they will try to do so on a regular basis. If they cannot provide that information within thirteen weeks, they will give you a new date when you may expect to receive a status update. If you submitted a Report to the external Speak Up line, you can contact the Speak Up line three months after the reporting date for further information about the case. Please note that the status update will only be an update on the status of the investigation and the procedural steps taken, but will not include any details relating to the investigation, proof found, any persons being investigated or sanctions imposed.

In case your Report raised a concern about (a) specific person(s), this/these person(s) will be informed by the investigator about the suspected violation during the course of the investigation. Lely will ask the person(s) to give their view on the alleged facts and – at a later stage - on the results of the investigation. If your identity is known, this/these person(s) will not be informed about your identity without your prior permission.

The results of the investigation are presented to the Ethics Committee which passes judgement on the matter. If the Ethics Committee concludes that concerns you raised in your Report are (partly) well-founded (i.e., a violation of our Code of Conduct or its underlying policies has taken place) then it will decide on appropriate remedial measures. These can include disciplinary measures against the offender(s) and/or organizational measures (i.e. processes and procedures) to prevent such an incident from happening again. The appropriate management level within Lely will be instructed by the Ethics Committee to execute the remedial measures. The Ethics Committee will monitor that its instructions are executed properly.

Finally, where appropriate and if your identity and contact details are known, you will be informed as to whether a violation was found and, if so, that a decision was taken by the Ethics Committee. No further details can be given in view of both the privacy and legal position of the person(s) that your Report was about.

If, after careful consideration, you as the reporter feel that your Report has not been investigated carefully or not been performed correctly in line with this Procedure, you should inform the Ethics Committee directly (Legal@lely.com).

Appendix 3 – Definition of misconduct

The definition of serious misconduct ('misstand') can vary from country to country. Please consult your local legal department in your country or your own legal advisor. In the Netherlands, the law defines it as follows:

a. een schending of een gevaar voor schending van het Unierecht, of

b. een handeling of nalatigheid waarbij het maatschappelijk belang in het geding is bij:

1°. een schending of een gevaar voor schending van een wettelijk voorschrift of van interne regels die een concrete verplichting inhouden en die op grond van een wettelijk voorschrift door een werkgever zijn vastgesteld, dan wel

2°. een gevaar voor de volksgezondheid, voor de veiligheid van personen, voor de aantasting van het milieu of voor het goed functioneren van de openbare dienst of een onderneming als gevolg van een onbehoorlijke wijze van handelen of nalaten. Het maatschappelijk belang is in ieder geval in het geding indien de handeling of nalatigheid niet enkel persoonlijke belangen raakt en er sprake is van oftewel een patroon of structureel karakter dan wel de handeling of nalatigheid ernstig of omvangrijk is.