

NORDIC CLIMATE GROUP

Whistleblowing Policy

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1. Introduction

It is important that those who discover irregularities by NCG Group AB or any of its employees, consultants, contractors, or suppliers are able to report such wrongdoing without risk of retaliation or discrimination.

In order to allow individuals to raise concerns, NCG Group AB has established an internal reporting channel (the “**Whistleblowing Channel**”) that serves as a contact interface designed specifically for receiving and handling reports on certain irregularities. Reports in the Whistleblowing Channel can be made by employees, volunteers, trainees, persons applying for such positions, as well as all managers, executive officers, members of the board of directors, consultants, and shareholders.

This Whistleblowing Policy governs the Whistleblowing Channel. The policy is drafted in line with the provisions set out in the Swedish Whistleblowing Act (*Sw. lag (2021:890) om skydd för personer som rapporterar om missförhållanden*) (the “[**Swedish Act**]”). Or similar acts in other NCG countries.

This Whistleblowing Policy applies to all employees and other contractors of NCG Group AB and its board of directors when they act in their capacity as directors of NCG Group AB.

2. What to report?

You can report information on work-related irregularities, in which there is a public interest in them being resolved. The information may also refer to suspected violations of certain EU rules.

2.1 Examples of irregularities that may be reported in the Whistleblowing Channel

- (a) Serious criminal activity;
- (b) Fraud-related crime (such as misrepresentation, violations of internal control procedures, misappropriation of assets or fraud);
- (c) Briberies and corruption (such as offering or receiving bribes);
- (d) Violations of money laundering or terrorist financing laws;
- (e) Violations of competition law (for example, exchange of price-sensitive information, illegal collusion between competitors) or public procurement law;
- (f) Serious environmental risks or crimes;
- (g) Breaches of consumer laws;
- (h) Violations of privacy and personal data protection laws and network and information system security;
- (i) Security vulnerabilities which constitute a risk for employees’, customers’ or others health or safety;
- (j) Other activities that are considered serious and inappropriate, such as discriminatory work practices and harassment;

- (k) Other serious and/or unethical conduct, such as the use of child labour, other improper exploitation of labour and violations of human rights;
- (l) Serious violations of the NCG's Code of Conduct; and
- (m) Other serious negligence concerning NCG Group AB's essential interests or the life and health of individuals.

You don't need evidence to file a report in the Whistleblowing Channel, but you should have reasonable grounds to believe that the information you report is true.

2.2 Examples of irregularities that shall not be reported in the Whistleblowing Channel

- (a) General expressions of dissatisfaction;
- (b) Alcohol and drug related concerns;
- (c) Minor thefts at work;
- (d) Minor accidents and incidents; *and*

Irregularities that only affect one individual, such as the reporting person themselves, should typically not be reported in the Whistleblowing Channel.

Please note that NCG Group AB encourages you to report the above listed irregularities to your immediate manager.

What does this mean for me?

- You can report work-related irregularities or suspected misconducts, in which there is a public interest in them being resolved, or which refer to violations of certain EU rules.
- You don't need evidence to file a report in the Whistleblowing Channel, but you should always submit a report in good faith.

3. Who can report?

You can file a report in the Whistleblowing Channel if you have a work-related relationship to NCG Group AB and belong to one of the following categories:

- (a) Employee;
- (b) Volunteer;
- (c) Trainee;
- (d) Applying for, or has formerly held, any of the positions mentioned in a–c above;

- (e) Manager;
- (f) Executive officer;
- (g) Member of the board of directors;
- (h) Consultant; or
- (i) Shareholder.

You may also file a report if you previously have belonged to any of the above categories and have received or obtained information during this time.

If you do not belong to one of the categories listed above, your report may, if appropriate, be referred to another function within NCG Group AB, or to the relevant authority's external reporting channel.

What does this mean for me?

- You can file a report in the Whistleblowing Channel if you are an employee, volunteer or trainee of NCG Group AB, if you are applying for or has formerly held such positions, and if you are a manager, executive officer, member of the board of directors, consultant or shareholder of NCG Group AB.
- If you do not belong to one of the categories listed above, your report may be referred to a different function within NCG Group AB, or to the relevant authority's external reporting channel.

4. How to report?¹

You can file a report in the Whistleblowing Channel in writing, orally or in a physical meeting. Please follow the guidelines in the following link. [WhistleB, Whistleblowing Centre](#)

4.1 Examples of information that may be included in your report:

- (a) Date, time and place of the event;
 - (b) Names and positions of persons concerned;
 - (c) A description of what has happened, and other useful information to understand the event and to process your report; *and*
 - (d) Witnesses.
-

To make it easier for us to investigate your report, we encourage you to be as specific as possible. If the information you provided is too general, you may be asked to provide additional information.

When you file a report, try not to include sensitive personal information, such as information relating to racial or ethnic origin, political opinions, religious or philosophical beliefs, trade union membership, genetic or biometric data, health, sex life or sexual orientation, if it is not necessary to describe your concern.

What does this mean for me?

- You can report in writing, orally or in a physical meeting. You can choose yourself in which way you want to file the report.
- Be as specific as possible in your report, however, do not include sensitive personal information in your report, unless it is necessary to describe your concern.

5. How does NCG Group AB handle your report?

5.1 The Whistleblowing Committee

When you file a report, it will be received by NCG Group AB's Whistleblowing Committee ("the Whistleblowing Committee").

The members of the Whistleblowing Committee are designated as competent to, on NCG Group AB's behalf and in an independent and autonomous manner, receive reports, follow-up on reports (investigate), and maintain contact with you, as the reporting person. The Whistleblowing Committee, and their contact details are listed in [Annex I](#) below.

If a member of the Whistleblowing Committee is personally affected by a report or otherwise has a conflict of interest, that person will not participate in the investigation or otherwise have access to the case.

5.2 Receiving the report

Within **seven days** of the receipt of your report, you will receive a confirmation that the Whistleblowing Committee has received your report. A confirmation will not be provided if you have declined such confirmation, or if there is reason to believe that a confirmation could reveal your identity.

Initially, the Whistleblowing Committee will assess whether the reported irregularity may be reported in the Whistleblowing Channel, that is if the reported irregularity is of public interest or concerns a breach of EU law. If your report does not concern such irregularities, you will receive a message within **seven days** of the receipt of your report, with further information on where to turn instead. Your report will then be deleted.

5.3 Investigating the report

If the report concerns irregularities that may be reported in the Whistleblowing Channel, the Whistleblowing Committee will investigate the reported irregularities and, where relevant,

address the breaches reported. If you chose to be open with your identity, the Whistleblowing Committee may contact you to ask further questions.

Investigations may require the involvement of other internal functions or external expertise, such as IT expertise, legal counsel, or forensic investigation firms. Where applicable, the Whistleblowing Committee will inform you if information on your identity will be disclosed, unless such information would impede or obstruct the purpose of the measures.

Where appropriate, matters raised may be referred to the police or other law enforcement authorities, an independent auditor, or become the subject of an independent inquiry.

5.4 Feedback on the report

The Whistleblowing Committee will, within **three months** of the confirmation of the report, give you reasonable feedback on measures taken in the follow-up of your report and on the reasons for those measures. If no confirmation of the receipt of the report has been provided and it was not due to obstacles on your part, for example, if you have declined confirmation, reasonable feedback should be given within **seven days** of receipt of the report.

If the investigation of the report is not completed within the time limit of providing feedback, you will receive information that the investigation is still ongoing and on what actions have been taken and are planned to be taken.

You will also receive a notice when the investigation is complete. The notice will not necessarily contain the outcome of the investigation.

What does this mean for me?

- When you file a report, it will be received by the Whistleblowing Committee. If a member of the Whistleblowing Committee is personally affected by a report or otherwise has a conflict of interest, that person will not participate in the investigation or otherwise have access to the case.
- After filing a report, you will be contacted by the Whistleblowing Committee unless you have declined contact, or if there is reason to believe that such contact could reveal your identity. Such contact may consist of providing acknowledgement of receipt of the report, feedback about the action envisaged or taken as follow-up, and, where necessary, requests for further information.

6. What are your rights and protections when reporting?

6.1 Anonymity and confidentiality

You can report anonymously through the Whistleblowing Channel, but we encourage you to be open with who you are when filing a report. It normally makes the investigation easier if you provide your name and contact details.

Your identity and any reported person will be treated with strict confidentiality. The Whistleblowing Committee will not disclose information that could reveal your identity, or any other person involved in the case, without being authorised to do so. If information that could

reveal the your identity will be disclosed to an authorised recipient, you will be informed of this, unless it would impede or obstruct the purpose of the measure.

6.2 Protection against restrictive measures and retaliation

As a reporting person, who acts in accordance with this Whistleblowing Policy, you are protected according to applicable legislation. It is strictly prohibited for NCG Group AB or anyone within our organisation to prevent or try to prevent you from reporting in the Whistleblowing Channel.

If you report or try to report in the Whistleblowing Channel in accordance with this policy, you are protected against retaliation and restrictive measures. NCG Group AB will not tolerate any attempt to penalise or discriminate against anyone who has used the Whistleblowing Channel to report a genuine concern regarding wrongdoing. No reprisals may also be taken against a person who assists you in your reporting (for example, a colleague or a safety representative) or against a company that you own, work for or otherwise have a connection with.

If you believe you have been subjected to restrictive measures or retaliation, you should report this in the Whistleblowing Channel as soon as possible.

Please note that if you, in gathering information or reporting, commit a crime (for example, theft, illegal intrusion or data breach), you are not protected against reprisals.

6.3 Liability

If you report an irregularity in the Whistleblowing Channel you will not be held liable for breach of confidentiality for collecting the reported information, if you had reasonable grounds to believe that it was necessary to file the report to uncover the irregularity. There are some exceptions to this in applicable law.

Please note that the freedom from liability does not include a right to disclose documents.

What does this mean for me?

- You can report anonymously through the Whistleblowing Channel, but we encourage you to be open with your identity when filing a report. If you choose to be open with your identity, this information will be treated with strict confidentiality.
- If you report or try to report in the Whistleblowing Channel, you are protected against retaliation and restrictive measures. NCG Group AB will not tolerate any attempt to penalise or discriminate against you, if you have used the Whistleblowing Channel to report a genuine concern.
- If you report an irregularity in the Whistleblowing Channel you will not be held liable for breach of confidentiality for collecting the reported information, if you had reasonable grounds to believe that it was necessary to file the report to uncover the irregularity.

7. Reporting in external channels and through public disclosure

7.1 Reporting to relevant authorities' external reporting channels

The rights and protections in Section 6 above, applies also if you chose to report a concern to a national authorities' external reporting channels. If you want to file a report to an authority, you should contact the authority designated to receive reports on the relevant matter directly.

7.2 Reporting through public disclosure

In certain limited cases, the rights and protections in Section 6 above applies also if you chose to report a concern through public disclosure. Public disclosure can be done in several different ways, for example, (i) by providing information for publication, (ii) by providing information to relevant organisations, elected persons or other non-profit organisations, or (iii) by publishing the information yourself in any medium available to the public, for example, Social Media.

The rights and protections applies, provided that you:

1. previously have reported to the relevant authority's external reporting channel, without the receiving authority taking reasonable investigative measures or providing reasonable feedback to you within **three months** of receiving your report or, if there are extraordinary circumstances, **six months** if you have been informed of the reasons for extending the deadline;
2. have reasonable grounds to assume that the suspected irregularities constitute an imminent or obvious danger to life, health, safety or risk of extensive damage to the environment or for other reasons has justified reason to make the information public; or
3. have reasonable grounds to assume that a report in the Whistleblowing Channel would entail a risk of reprisals or that the suspected irregularity would likely not be remedied in an effective manner.

7.3 Freedom to collect and disclose information

In addition to what is stated above on the possibility to report irregularities through external reporting channels and through publication, the Freedom of the Press Act (Sw. *Tryckfrihetsförordningen*) and the Freedom of Expression Act (Sw. *Yttrandefrihetsgrundlagen*) contain provisions on the right to provide information for publication in certain media (freedom of information) and the right to acquire information for the purpose of notifying it for publication in certain media (freedom of acquisition). Since NCG Group AB is a private company, these freedoms may be limited by, among other things, contractual obligations of confidentiality (confidentiality obligations) and general principles regarding the duty of loyalty in employment relationships on the private labour market.

What does this mean for me?

- You can report a concern to the Swedish authorities' external reporting channels and, in some cases, through public disclosure. To enjoy the same protection as when reporting in the Whistleblowing Channel, you may have to fulfil certain requirements.
- The right to acquire and provide information for the purpose of publication are protected under the Swedish constitution. However, these rights may be limited by confidentiality obligations and general principles applying to your contract of employment.

8. How is your personal data processed?

8.1 Contact details to the controller

NCG Group AB is the controller of any personal data collected via the Whistleblowing Channel. As controller, NCG Group AB is responsible to ensure that the personal data collected is processed in accordance with applicable laws and regulations on data protection. The contact details of NCG Group AB for purposes of its role as controller are as follows:

NCG Group AB
Reg nr: 559364-1573
Svärdvägen 21
182 33 DANDERYD

8.2 Categories of personal data and of data subjects

Reports made through the Whistleblowing Channel are likely to contain personal data, that is data which directly or indirectly pertains to an identified or identifiable individual. The personal data may pertain to the person who has made the report, and/or to a person suspected of the alleged wrongdoing.

The types of personal data which may be processed in conjunction with the investigation of a reported irregularity are typically the following:

- The name, position, and contact details (for example, e-mail and telephone number) of the person who submitted the report and the individual to whom the report relates, as well as any witnesses or other individuals affected.
- Details of the misconduct of which the reported person is suspected.

NCG Group AB will only process personal data that is correct and relevant to the investigation. Superfluous personal data will not be processed. Sensitive personal data, such as information relating to an individual's racial or ethnic origin, political opinions, religious or philosophical beliefs, trade union membership, genetic or biometric data, health, sex life or sexual orientation may not be submitted, unless essential for the reported issue, and will be erased unless legal to process and deemed absolutely necessary for the investigation.

8.3 The purposes and legal basis of the processing of personal data

Any personal data collected via the Whistleblowing Channel or during the investigation of the alleged misconduct will be processed for the purpose of handling and investigating a follow-up case, that is administering and investigating allegations raised, as described in this Whistleblowing Policy.

Such processing of personal data is based on the NCG Group AB's legal obligation to establish reporting channels and procedures for reporting and follow-up. The additional legal basis for the processing of special categories of personal data is that the processing is necessary for the reasons of substantial public interest, on the basis of Union or Member State law or, where necessary, for the purposes of carrying out obligations and exercising specific rights in the field of employment and social security and social protection. The additional legal basis for the processing of personal data relating to criminal convictions or offences is that the processing is necessary to fulfil the legal obligation to establish reporting channels and procedures for reporting.

NCG Group AB may also process personal data for the purpose of taking action in response to investigated allegations, in which case NCG Group AB relies on its legitimate interest in processing personal data in order to deal with and take action on discovered misconduct. To the extent such processing includes special categories of personal data or data relating to criminal convictions or offences, we do so on the basis that it is necessary for the establishment, exercise or defence of a legal claim.

8.4 Protection of and access to personal data

NCG Group AB is committed to ensure that personal data is handled with a high level of security and confidentiality. NCG Group AB has taken technical and organisational measures to protect the personal data from loss, destruction, damage and unauthorised access or disclosure. Only authorised employees and contractors have access to personal data in reports and follow-up cases.

8.5 Recipients and transfer of personal data

Personal data in reports and investigations will not be disclosed to others than what is necessary for the purposes of the processing. When necessary, for example, for acting on the findings of a case, personal data may be transferred to the police or other law enforcement authorities, forensic companies, or independent auditors.

8.6 The period during which the personal data is retained

The personal data which is compiled and processed will not be retained longer than is necessary for the purpose of carrying out an investigation and to address the breach reported. Complaints, reports, and information regarding misconduct that has been investigated will be deleted at the latest within **two years** of the conclusion of the investigation.

8.7 Rights of data subjects

You have the right to request confirmation of and access to the personal data that NCG Group AB processes about the you, together with certain more detailed information. If you consider that the personal data relating to you is inaccurate or incomplete, you can request to have the

data rectified or completed. In certain cases, you also have the right to have your personal data erased, to restrict NCG Group AB's processing of your personal data, or to object to NCG Group AB's processing of your personal data. Further, you have the possibility in certain cases to be given the personal data relating to you to use it somewhere else, for example, to transfer the data to another data controller (data portability).

When personal data pertaining to an individual is collected via the Whistleblowing Channel, the individual must be informed. If it is not possible to inform the individual immediately, for example, if such information could jeopardize the NCG Group AB's investigation, information will be provided at a point of time where it would no longer constitute a risk to the investigation.

If you have any queries regarding the processing of your personal data or wish to exercise any of the rights stated above, please contact the data controller, NCG Group AB, on the contact details specified in the beginning of this Section.

You have the right to lodge a complaint regarding how we process your personal data to the Swedish Authority for Privacy Protection (Sw. *Integritetsskyddsmyndigheten*).

9. Responsibility, implementation and questions

Each employee, manager, executive officer and member of the board of directors must understand and comply with this Whistleblowing Policy. Managers should ensure that their teams fully understand and are expected to comply with the standards and requirements stipulated in this policy.

If you have any questions about the content of this policy, please reach out to Country manager/Group CEO.

10. Reporting concerns and consequences of violation

If you have concerns or wish to report a breach of this Whistleblowing Policy, you can report to any manager or via the Whistleblowing Channel. The NCG Group AB will not tolerate any attempt to take adverse action against an employee for reporting a genuine concern regarding suspected wrongdoings. Retaliation against anyone who speaks up is a violation of this policy and will not be tolerated.

NCG Group AB does not tolerate any illegal or unethical behaviour. Violations of this policy is likely to damage NCG Group AB's brand and reputation. Failure to comply with this policy may result in disciplinary action appropriate to the violation, including, but not limited to, termination of the employment.

11. Review and follow-up

Compliance with this Whistleblowing Policy by all NCG Group AB employees will be monitored through internal and external audits, and routine follow-ups of all reported matters.

Effective date	Version	Change descriptions
01.09.2023	1.0	

Schedule 1

The Whistleblower Committee

In the table below, the members of the Whistleblower Committee designated to manage reports in the Whistleblower Channel are listed. The table is updated as of 1 September 2023.

Name	Position	Contact details
Fredrik Gren	CEO	Fredrik.gren@nordicclimategroup.se
Malin Semb-Josefson	HR Manager Sweden	Malin.semb@nordicclimategroup.se
Ann Krumlinde	Member of the board	Ann.krumlinde@gmail.com