

# Code of Conduct & Whistleblower Scheme

## Foppen Seafood



*This version will be presented to the Works Council (currently being established) for approval, and will subsequently be included in the Staff Handbook (internally for all staff) and will be published on the Foppen website (for suppliers and customers).  
Note: dated 07/02/2020*

## Introduction

Together, we ensure that all aspects of our operations comply with strict ethical, professional and legal standards. Based on the applicable local legislation and rules, and also the use of common sense, logic and appropriate behaviour towards one another that apply at Foppen Seafood, all employees can determine the actions required to comply with these standards during their daily work.

The standards outlined below for operations at Foppen Seafood are intended as guidelines for how staff should conduct themselves. While it is impossible to describe every situation, we trust that this explanation will offer an adequate understanding of the standards and values that apply at Foppen Seafood.

One of the basic principles is that neither the general integrity of Foppen Seafood, nor the reputation of Foppen Seafood, should be adversely affected. In this regard, Foppen Seafood calls on any staff who have concerns about a (suspected) violation in respect of a legal, ethical, quality or food safety issue to actively report this to the organisation. They need not fear disciplinary measures or unfair treatment.

## **CODE OF CONDUCT**

### **1. Consumers and buyers**

Foppen Seafood ensures that, as a minimum, its products comply with all agreed and legally-mandated requirements related to the health and safety of consumers. To ensure that safe, high-quality products are produced, the quality control system at Foppen Seafood specifies high standards for raw materials, ingredients and packaging materials, and for production and packaging processes.

Complaints from consumers are handled via transparent and effective procedures, which ensure the fair and prompt resolution of disputes with buyers and consumers.

#### ***The health and safety of consumers is our top priority!***

*Our buyers and consumers trust us to supply them with safe products. No risks whatsoever may be taken in respect of product safety. As such, everyone must always comply with the quality control system at Foppen Seafood. If you have any doubts in this regard, you are required to report this to your manager.*

### **2. Employees**

Employees must treat one another respectfully, politely and properly. Contempt, irritation or negative remarks made to colleagues or business contacts violate these standards, and must not be accepted by employees. We expect employees to actively address one another if such undesirable behaviour occurs.

As an employer, Foppen Seafood is committed to equal employment opportunities, including access to opportunities for training, development and promotion, based on the position, capacity, desired behaviour and performance of every employee.

Every employee must personally ensure that his/her behaviour does not have a negative effect on his/her personal safety or the safety of others. This means actively contributing to maintaining a safe working environment, including compliance with the existing safety procedures and recommending changes, where these are necessary. In all circumstances, including business trips, all employees must conduct themselves in a professional, mature and responsible manner.

With regard to the applicable legislation and regulations, and normal labour relations and customs, Foppen Seafood shall:

- refrain from any form of discrimination against employees in performing their duties on the basis of, for example, race, colour, gender, faith, political conviction, nationality or social origin.
- respect the right of employees to join legally-recognised trade unions.
- prevent child labour and forced or compulsory labour.

#### **Respect for one another**

At Foppen Seafood, a working environment in which employees feel part of the organisation, responsible and safe is of great value. This requires an organisation characterised by honesty, respect and integrity. This also implies that we greatly value an open atmosphere, in which employees feel confident enough to discuss issues with one another and with the management. In the first instance, attempt to discuss any issues related to integrity with the persons concerned. If this does not lead to the desired outcome, contact your manager.

Treat one another with respect. Share your own questions and concerns, and be open to the questions and concerns of others.

### **3. Protecting the environment**

Foppen Seafood aims to conduct its operations in an environmentally-friendly and sustainable manner. We aim to reduce the negative environmental impact of our processes and products as much as possible, in a manner proportionate to our operations.

#### **Environment: sustainability is an important priority.**

Foppen Seafood cares about the environment. We continuously seek out opportunities to improve our production chain, and to make it more sustainable. This requires a positive attitude to sustainability from all employees, customers and suppliers.

### **4. Protection and correct use of business assets**

Our assets are the foundation for the products and services we supply to our customers across the globe. Every employee is responsible for protecting our assets, and for their correct use. This includes responsibility for setting up and complying with procedures that ensure that our assets are not exposed to risks or wasted. Regardless of whether this concerns responsibility for the efficient maintenance of factories and offices, energy efficiency, safety, protecting information or effective control measures (including personal expenditure), every employee must strive to use all our resources efficiently, honestly and as carefully as possible.

Employees are prohibited from making personal use of commercial opportunities that arise through the use of company property, information or their position. This includes obtaining personal benefits, or competing with the company.

### **5. Relationships with customers and suppliers**

Every employee must ensure that no compromises are made during the delivery of products and services that adversely affect our ability to deliver the highest quality, and that these standards are complied with and reflected in all aspects of our operations that affect this quality. No one must gain an unfair advantage over another through manipulation, concealment, abuse of confidential information or misrepresentation.

Giving and receiving gifts, entertainment and financial donations between employees and suppliers or other external business contacts is a source of potential conflicts of interest. A large gift, which may be seen as capable of influencing a particular decision, must not be accepted and must be reported to the manager.

## 6. Communication

Foppen Seafood ensures that reliable and relevant information about its activities and performance is published regularly and promptly. We attach great importance to open communication with all stakeholders, who are encouraged to challenge the company about its conduct wherever this is necessary. In this regard, the boundaries of commercial confidentiality must be respected.

## 7. Bribery and corruption/conflicts of interest

### **Conflicts of interest**

All employees must avoid situations in which interests conflict with, or appear to conflict with, the interests of Foppen Seafood. Our reputation depends not only on our outstanding products and services, but also on the way we conduct ourselves in dealings with our suppliers, customers, government officials, organisations and others outside Foppen Seafood. Every employee must ensure that his/her behaviour does not lead, or appear to lead, to a personal advantage to the detriment of the company or external business contacts.

Making or receiving illegal payments or remuneration, such as bribes, violates company policy. The assets of Foppen Seafood must not be used, either directly or indirectly, for such purposes. Furthermore, employees are not permitted to make use of external parties to circumvent the prohibition of bribery and corruption. Employees must not accept any (financial) benefit intended to encourage them to deviate from the specified working procedures.

### **No compromises in relation to bribery!**

Bribery or suspicions of bribery must be reported to the manager. An investigation will be initiated, in which all parties have the opportunity to be heard. If bribery or an attempt at bribery is identified, appropriate disciplinary measures will be undertaken (possibly leading to dismissal).

## 8. Protection of confidential information

Without obtaining permission, no employee is permitted to obtain access to, make alterations to, make available information about or make use of trade secrets, confidential group or personal information for any purpose other than the legitimate performance of his or her duties. This obligation to maintain confidentiality continues to apply once employees no longer work for Foppen Seafood, and also applies to making information available to others.

## 9. Legislation

Foppen Seafood and its employees are obliged to comply strictly with the legislation, rules and regulations of their country. If violations are identified, or if there are any doubts about compliance, this must be reported immediately to the manager, who will decide if specific legal advice must be sought from the HR department.

Employees who are involved with preparing information that forms part of a public announcement must ensure that such information is complete, honest, timely and understandable. Such public announcements may only be published via the management of Foppen Seafood.

## **10. Compliance with the Code of Conduct**

All employees are expected to comply with the applicable policies for operations at Foppen Seafood. If this does not occur, this will lead to disciplinary measures, which may lead to dismissal in the case of serious violations.

Foppen Seafood must be informed if the above standards are violated, including in respect of issues related to accounting, internal and external audits. The specific details of each violation may be reported confidentially or anonymously. This must be done honestly, accurately and in good faith. In the first instance, all violations must be reported to the line manager, or to the manager or another head of department at Foppen Seafood whom the employee feels confident speaking to. This manager will respond to the information, or pass it on to the relevant person, who will respond appropriately.

If the matter is not resolved in a manner considered satisfactory by the employee who reported it, or if it is not possible to discuss the matter with the line manager, for whatever reason, the matter must be reported to the HR department.

When reporting a violation, employees must ensure that they act in good faith and that they are certain that the information and the allegations are in fact based on the truth. Foppen Seafood shall respect the wishes of staff if they request anonymity or confidentiality. However, Foppen Seafood has the right to act to protect its employees, customers and business. Appropriate steps will be taken to ensure that the working environment and working relations are not adversely affected as a result of the report.

Foppen Seafood reserves the right to take legal action against demonstrably malicious or false allegations. Foppen Seafood will regularly monitor compliance with the Code of Conduct. The findings and recommendations will be reported to the management.

## **WHISTLEBLOWER SCHEME**

The Foppen Seafood Code of Conduct outlines values, principles and guidelines for the organisation as a whole in respect of the relationship with consumers, buyers, suppliers, employees, business partners and the communities in which the company operates.

Foppen Seafood imposes strict standards on itself in respect of transparency and integrity. In this regard, Foppen Seafood calls upon any employees who have concerns about a (suspected) violation of the Foppen Seafood Code of Conduct to report these concerns, without fear of disciplinary measures or unfair treatment.

### **Purpose of the scheme**

The purpose of the scheme is:

- To offer employees the opportunity to express concerns and to set out a procedure for dealing with these concerns in cases where it is not possible or not appropriate to deal with the issue in another manner, and where a discussion with the line manager(s) is not possible or not appropriate.
- To ensure that the management becomes aware of potential violations at an early stage.
- To offer employees the assurance that they will be protected against disciplinary measures or unfair treatment as a result of expressing concerns in good faith.
- To support the culture of transparency, responsibility and integrity.

### **Scope of the scheme**

The scope of the scheme is:

- All concerns related to conduct that violates the principles of the Foppen Seafood Code of Conduct, including:
  - Failure to comply with legislation and regulations.
  - Financial malpractice.
  - Integrity.
  - Discrimination.
  - Hazards to the health and safety of the public or employees.
  - Concealing malpractice.

It will not always be clear whether a particular action or conduct violates the principles of the Code of Conduct. Individuals must form their own opinion about this. In such cases, Foppen Seafood would prefer that you report your concerns in good faith, rather than keeping them to yourself. We value reports made in good faith.

- The Whistleblower Scheme must not be used for minor allegations or personal grievances. The scheme does not replace the existing procedures for handling (individual) grievances.

### **Reporting a violation**

#### **First step**

If an employee is of the opinion that a specific concern is covered by the scope of the Whistleblower Scheme and that this concern cannot be resolved through the existing procedures, he or she should first discuss the matter with the line manager(s).

### **Next step**

If, for whatever reason, it is not reasonably possible or not appropriate to inform your line manager(s), or if you believe that the response received does not serve the interests of Foppen Seafood or its stakeholders, you may contact one of the confidential advisers (one of the members of the Integrity Committee).

### **PLEASE NOTE:**

*The individual reporter is not expected to be able to prove that the allegation is justified. However, he or she must be able to demonstrate that there is sufficient reason to assume that something is wrong.*

### **Response to reports**

For each report, the confidential adviser will assess:

- whether it concerns a violation of the principles of the Code of Conduct.
- whether any obstacles can easily be removed.

Relevant matters will be further investigated and dealt with by the Integrity Committee. The Integrity Committee will investigate the matter, will undertake interim measures if necessary, will issue a ruling on the report and will give the management advice about the measures to be undertaken and monitor their implementation.

The Integrity Committee consists of:

- the HR Officer
- the HSE Manager
- Wioleta Melsen (contact for Polish employees)

You may report a violation (or a reasonable suspicion of a violation) to the confidential adviser in person, in writing, by telephone or by e-mail. Try to supply as much detail as possible, to help the person receiving it assess it. This includes the background, the history and the reason for your concern, as well as names, dates, places and other information.

Within 8 weeks of submitting the report, the confidential adviser will inform the reporter about the status of the investigation of the reported violation.

### **Protecting the position of the reporter**

#### **Confidentiality and anonymity**

All reports are handled confidentially.

The confidential adviser may not release your name without your permission, except in the following cases:

- if there is a statutory obligation to do so.
- if the report is not made in good faith.
- if required by a substantial public interest.

If withholding the identity of the reporter is obstructing or complicating the investigation or is an obstacle to undertaking appropriate measures, the consent of the reporter will be sought to release his/her identity. If the identity of the reporter is released, the information in question will only be entrusted to the persons who require this information to assess the report.

***Preventing disciplinary measures or unfair treatment***

Foppen Seafood does not tolerate disciplinary measures or unfair treatment arising as a result of concerns expressed in good faith. Employees who report a violation will be protected and will under no circumstances be disadvantaged as a result of their actions. If the reporter is punished or treated unfairly by someone, this will have consequences for that person.

***Misuse of Whistleblower Scheme***

Foppen Seafood trusts employees to express their concerns in good faith. If an investigation does not establish that particular concerns are justified, or these prove to be incorrect, no measures will be undertaken against employees who have expressed concerns in good faith.

Foppen Seafood cannot permit employees to deliberately submit reports that they know to be false, or can be expected to know to be false. False reports will have consequences for the employee (for example dismissal), and he or she may be held liable for the damage suffered by persons affected by this false claim.

**Protecting the position of the person(s) that the report refers to**

***Informing person(s)***

The confidential adviser will inform the person(s) that the report refers to. This will take place as soon as possible after it has been submitted to the Integrity Committee, unless this would seriously hinder the investigation.

***Privacy***

Foppen Seafood commits to maximum protection of the privacy of the affected persons, in compliance with the relevant legislation. All personal data obtained in the context of the Whistleblower Scheme will only be used for the purposes outlined in this scheme, and will only be issued to persons who require this data for these purposes, or if required for compliance with legislation or to serve a substantial public interest.