



# **RULES OF PROCEDURE OF THE COMPLAINT SYSTEM**

**APRIL 2024**



## 1. OVERVIEW

At NextPharma, we are guided by our corporate values. These values are the foundation for how we conduct ourselves and how we interact with each other, our customers, employees, suppliers, shareholders and other stakeholders. NextPharma encourages open and transparent communication and fosters a speak-up culture with the goal of promptly identifying and addressing any risks and preserving public trust. It is essential to identify and remedy any defects immediately.

To achieve this NextPharma maintains a reliable and effective complaints procedure. The complaints procedure enables persons to point out human rights and environment-related risks as well as violations of human rights-related or environment-related obligations that have arisen because of the economic actions of the NextPharma Group in its own business sector or of a direct supplier. This procedure serves as an early alert system and enables to implement preventive measures or remedial actions to end, mitigate, or prevent risks or violations. The company is committed to ensuring compliance with company policies and promoting an ethical corporate culture by adhering to the highest standards of fair dealing, honesty and integrity in its business activities.

## 2. PURPOSE

This policy is established to ensure that any concerns and worries regarding misconduct, inappropriate conditions in connection with the Company's business activities and a violation of human rights or environmental standards are dealt with effectively, safely, appropriately and in accordance with applicable law.

The Company encourages the reporting of any suspected unethical, illegal, corrupt, fraudulent or undesirable behaviour in connection with the Company's business activities or those of its direct and indirect suppliers. Furthermore, the company offers protection to persons who report such behaviour and indicates possible countermeasures without this person having to worry about possible reprisals.

This policy is made available to all employees and managers of the company at the beginning of their employment or engagement but is also publicly available on our website.

## 3. SCOPE OF APPLICATION

This Policy applies to all persons who carry out or have carried out activities in connection with the Company, but also to any person who wishes to make a complaint. Potential violations can be reported by anyone through the complaint channels. This Policy is intended to apply in all countries where the Company conducts business.

## 4. REPORTABLE BEHAVIOUR IN RELATION TO INTERNAL INCIDENTS

Under the terms of this policy, you may make a report or tip-off if you have reasonable grounds to believe that a director, officer, employee, contractor, supplier, consultant or other person who has business dealings with the company has engaged in one or more of the following behaviours. This is always subject to the condition that the person in question raises their concerns in good faith (not abusively or maliciously) and in accordance with this policy (reportable behaviour). The following behaviours / facts / acts may be considered:

- Dishonesty, fraud or corruption;
- Other criminal offences (e.g. theft, trafficking in or consumption of illegal drugs, violence or threats of violence and criminal damage to property);
- Unethical behaviour, including a breach of company guidelines
- Company policies such as the Code of Conduct;
- Suppression or grossly negligent behaviour;
- Potentially harmful behaviour for the company, its employees or a third party;
- Other misconduct or a fundamentally inappropriate behaviour, acting in breach of good faith;
- Endangering the public and order or the financial system;
- Harassment, discrimination, victimisation or bullying;
- Violations of legal provisions with product safety and conformity requirements;
- Violations of legal provisions with requirements for quality and safety standards for human and veterinary medicinal products and medical devices;
- Violations of legal provisions with requirements for the protection of personal data within the scope of the GDPR;
- Reporting other breaches that fall under the applicable whistleblower protection legislation.
- Reports and tip-offs that do not fall under the definition of reportable behaviour are not covered by this policy. It is at the discretion of the company to determine whether it has reasonable grounds to suspect reportable conduct and/or whether the conduct constitutes "misconduct or an improper condition" within the meaning of this policy.

For the avoidance of doubt, reportable conduct does not include exclusively personal, work-related complaints. A personal, work-related grievance is a complaint about a matter relating to an employee's current or former employment that has (or tends to have) a personal impact on the individual concerned, but which has no wider impact on the organisation.

Impact on the company: Examples of personal, work-related grievances include the following:

- An interpersonal conflict between the employee and another employee;
- A decision regarding the recruitment, transfer or promotion of the employee;
- A decision regarding the terms and conditions of employment of employees;
- A decision to suspend or terminate the employee's employment or take any other disciplinary action against the employee.

Personal, work-related complaints should be reported to your line manager or in accordance with the complaints policy.

## 5. REPORTING IN RELATION TO OUR SUPPLY CHAIN

In accordance with the provisions of this policy, any internal or external person may make a report or provide information if there are indications that human rights or environmental violations have occurred in the NextPharma business area, in one of NextPharma's subsidiaries or in the supply chain.

The following circumstances may be considered:

- Environmental risks
- Human rights risks
- Violations of labour conditions by suppliers
- Violations of human rights
- Risks from hazardous raw materials

## 6. REPORTING A CONCERN

The company relies on its employees cultivating a culture of honest and ethical behaviour. In addition, all environmental or human rights risks and breaches of duty can be reported via this complaint's procedure.

Accordingly, if you become aware of any reportable behaviour, you are expected to raise a concern under this policy. As long as the person in question raises their concern in good faith, it does not matter if they may be mistaken.

### Internal reporting centre

Our Legal & Compliance team acts as an internal reporting centre and uses a platform provided by our external partner Convercent, which makes it easy to report incidents and ensures a high level of confidentiality. You can report reportable behaviour to the Convercent Complaint Helpline by phone, online or with the help of HR colleagues at your respective location. You may also contact the above Complaint Helpline for additional information before making a report or for clarification on this procedure. The Complaint Helpline will safeguard your interests and ensure the integrity of the reporting mechanism.

### Complaint channels

A complaint can be made through one of the following channels:

E-mail: [complaint@nextpharma.com](mailto:complaint@nextpharma.com)

Postal: NextPharma, Hildebrandstr. 12, D-37081 Göttingen, Germany

Website: Report via the NextPharma Group website entry form accessible from our webpage <http://nextpharma.com/csr/lksg>

In addition to the above channels, you may also contact your manager at any time. He or she will immediately forward any complaints received to the Compliance Officer.

### Anonymity

If you make a report, you can do so anonymously. Our Legal & Compliance team will be able to contact you via the Complaint Helpline - and you will remain anonymous. This helps the company to investigate the case and obtain further information, while ensuring your anonymity.

## 7. RESPONSIBILITIES

### **Senior Complaint Coordinator:**

- Assessing the relevance of the report and deciding on the need for remedial action
- Determining the response team for the report
- Investigating reports of breaches of this policy
- Investigating reports of Complaint Officer
- Annual reporting on the number, type and status of reports to the Executive Board.

### **Complaint Coordinator:**

- Assigning cases to the investigation teams in consultation with the Senior Complaint Coordinator
- Keeping records of reports and actions taken
- Providing feedback and updates to the whistleblower

### **Investigation team:**

- Preliminary investigation of the case and documenting the findings.
- Submission of the investigation report to the Senior Complaint Coordinator

### **Report Response Team:**

- Determination, planning and coordination of remedial action

### **Site Manager and Senior Leadership Team**

- Implementation of remedial measures

### **Site HR Manager:**

- On request - support the whistleblower in reporting the case in the case management system

### **All employees**

- Compliance with the policies

## 8. PROCEDURE AND TIMEFRAME

The Complaint Coordinator will immediately notify the Senior Complaint Coordinator of the receipt of a new report and confirm the report to the reporter. In consultation with the Senior Complaint Coordinator, the Complaint Coordinator will refer the case to the Investigation Team within 5 days of notification of the new case.

The investigation team conducts the preliminary investigation, which includes gathering evidence, interviewing relevant parties and documenting the results. The report on the preliminary investigation must be submitted to the Senior Complaint Coordinator within 2 weeks of the assignment. If the preliminary investigation of the case requires more time for objective reasons, the investigation team shall inform the Senior Complaint Coordinator immediately after becoming aware of these reasons.

Upon receipt of the investigation report, the Senior Complaint Coordinator will decide on the need for remedial action. If such measures are deemed necessary, the Senior Complaint Coordinator will appoint the Report Response Team and submit the results of the investigation within 2 weeks. The Report Response Team plans and coordinates the implementation of remedial action. The Site Manager and Senior Leadership Team implement the remedial action and inform the Report Response Team accordingly.

## 9. INVESTIGATION

The Company will investigate all matters reported under this policy as soon as possible, within the statutory time limits, after the matter has been reported. The Legal & Compliance team will investigate the matter and, if necessary, appoint an external officer to assist in the conduct of the investigation. All investigations will be conducted in a fair, independent and timely manner and every reasonable effort will be made to maintain confidentiality during the investigation.

Unless the report is made anonymously, the Legal & Compliance team will contact you via your preferred method of communication to discuss the investigation process and any other steps relevant to the investigation.

Even if you have chosen to remain anonymous, the reporting platform will allow the Legal & Compliance team to contact you for further information while preserving your anonymity. If no additional information could be gathered, the investigation will be conducted based on the information provided to it.

Where possible, the Legal & Compliance team will provide you with feedback on the progress and expected timescale of the investigation. The person against whom allegations have been made will also be informed of the report and given an opportunity to respond (unless there are restrictions or other reasonable grounds not to do so).

To the extent permitted by law, the Legal & Compliance team may inform you and/or an individual against whom allegations have been made of the outcome. The Company will document the allegations in a report, but this will remain the property of the Company and will only be shared with you or the person against whom the allegations have been made if the Company considers it appropriate to do so.

## 10. TIME SCHEDULE

The time it takes to handle a complaint varies from case to case. No later than three months after acknowledgement of receipt, you will receive information on the status of the process, even if it is not yet completed.

## 11. EFFECTIVENESS REVIEW

NextPharma will evaluate the effectiveness of the complaint's mechanism on an annual basis and conduct ad hoc reviews as needed. If necessary, appropriate measures will be taken to expand and improve the complaints mechanism.

## 12. PROTECTION FROM LEGAL ACTION

You will not be subject to civil, criminal or administrative action (including disciplinary action) if you make a report or participate in an investigation under this policy. The information you provide is not admissible in criminal or civil proceedings, except in proceedings for intentional or grossly negligent reporting of untrue/false information.

### 13. PROTECTION FROM DETRIMENTAL BEHAVIOUR

The company (or a person authorised by it) will not engage in "detrimental conduct" against you if you have made a report under this policy.

"Adverse conduct" includes actual or threatened behaviour such as:

- Termination of employment;
- Adverse employment action, including demotion, disciplinary action;
- Change of position or duties/transfer;
- Discrimination;
- Harassment, bullying or intimidation;
- Damage or injury (including psychological harm);
- Damage to an individual's property/reputation; harm to an individual's business or financial standing; or any other harm to an individual.

The Company also strictly prohibits any form of harmful behaviour towards any person involved in an investigation of a matter disclosed under this Policy in response to their involvement in that investigation.

The Company will take all reasonable steps to protect you from harmful behaviour and will take appropriate action if such behaviour is identified. Where appropriate, the Company may allow you to perform your duties from a different location, assign you to a different role (at the same level) or make other changes to your job or duties.

### 14. PROTECTION OF CONFIDENTIALITY

All information we receive from you will be treated confidentially and sensitively. You are not obliged to give your name when you make a report. Even if you make an anonymous report, you can claim the protection of this policy.

If you make a report under this policy, your identity (or any information that is likely to identify you) will only be disclosed if:

- You consent to the disclosure of that information; or
- The disclosure is authorised or required by law (for example, if the request is made to a lawyer to obtain legal advice)
- We believe that your safety or that of another person is at risk; or
- If you raise a very serious issue and we cannot pursue it without revealing your identity. In such cases, we will discuss with you how the matter can be pursued.

Where it is necessary for the effective investigation of the matter to disclose information that is likely to lead to your identification, all reasonable steps will be taken to minimise the risk of you being identified. For example, any personal information or indication that you have witnessed an event will be redacted from any report, you will be named in a gender-neutral context and, where possible, you will be contacted to identify specific aspects of your disclosure that could inadvertently identify you. Any report made under this policy will be handled and investigated by qualified personnel.

The company also takes the following measures to protect your identity:

- all paper and electronic documents and other materials relating to the report will be stored securely;
- access to all information related to a report is restricted to those individuals directly involved in the processing and investigation of the report;
- only a limited number of persons directly involved in the processing and investigation of a report will become aware of your identity (subject to your consent) or of information that is likely to lead to your identification;
- communications and documents relating to the investigation of a report will not be sent to an email address or printer accessible by other employees; and
- any person involved in the processing and investigation of a report is made aware of the confidentiality requirements, including the fact that unauthorised reporting of your identity may constitute a criminal offence.

If you are concerned that your identity has been disclosed in connection with a report and without your consent, you can inform the Data Privacy Specialist.

## **15. AVAILABLE SUPPORT**

If necessary, the company can also appoint an independent support person from the local HR team to deal with your ongoing concerns

## **16. OTHER MATTERS**

Any breach of this policy will be taken seriously and may result in disciplinary action up to and including termination of employment.

Where this policy imposes obligations on the Company, these obligations are non-contractual and do not create contractual rights. Where benefits and entitlements for employees are described in this policy, these are discretionary and are also not intended to be contractual. The terms and conditions of employment that are intended to be contractual are set out in the employee's written contract of employment.

The company may unilaterally introduce, amend, cancel or replace this policy at any time.

Employees are encouraged to read this policy in conjunction with other relevant company policies, including:

- Code of Conduct "NextPharma - Code of Conduct"
- Grievance Policy
- Human Rights Policy