

# Cleverbridge Whistleblower Policy

## Revision History

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## Document Information

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## 1. Introduction and Summary

Cleverbridge encourages employees and external parties to speak up if they encounter behavior within Cleverbridge that is unethical, illegal, or goes against Cleverbridge's values.

This Whistleblower Policy is intended to enable and support Cleverbridge's employees, contractors, customers, suppliers, and other business partners to recognize and report issues so that Cleverbridge can investigate and correct inappropriate conduct. Each of us is responsible for reporting concerns about violations of **Cleverbridge's Code of Ethics**, suspected legal or regulatory violations, or other inappropriate behavior.

This policy shows how you can report issues, and what you can expect after making a report. Cleverbridge offers both anonymous and non-anonymous reporting options, including our **reporting portal <https://ihaveaclue.cleverbridge.com>**. Employees and contractors can also contact their supervisor or an employee of the HR team or the Legal and Compliance team. No matter which option you pursue, Cleverbridge protects all individuals involved in reporting and does not tolerate retaliation against any individual who in good faith files a report.

## 2. Scope

As a German-based company, this Whistleblower Policy is based on the laws of Germany, specifically the *Hinweisgeberschutzgesetz (HinSchG)*, which implements Directive (EU) 2019/1937 of the European Parliament and of the Council of 23 October 2019 on the protection of persons who report violations of labor law. The policy applies to all employees and external parties within the global organization chain of the Cleverbridge Group, regardless of the individual's location. Note that even though this policy does not directly reference other whistleblower laws, due to the similarity between the German law and other global whistleblower laws, this policy adheres to global standards of whistleblower protections and treatment.

### 3. Definitions

All definitions of the *HinSchG* apply. For information and transparency reasons the most relevant definitions are summarized below:

**Whistleblower** (or **Reporting Person**) is defined as a person who reports or publicly discloses information on violations or Breaches acquired in a work-related context, which they believe to be true. The Whistleblower is not responsible for investigating the activity or for determining fault or corrective measures.

**Persons Concerned** are natural persons who are referred to in a Report or public disclosure. **Cleverbridge also protects such Persons Concerned.**

**Breaches** are actions or omissions in the context of a professional, business, or official activity that are unlawful and pertain to regulations or legal areas that fall within the material scope of application according to Sec. 2 *HinSchG*.

**Reports** are any oral or written communication of Information on Breaches.

**Information on Breaches** means any reasonable suspicion or knowledge of a Breach.

**Reporting Channel** means any internal or External Reporting office to which a Breach can be reported.

**Internal Reporting** means a Report within the global organizational chain of Cleverbridge. Please feel free to contact Cleverbridge, use our Reporting Channel and come to us first.

**External Reporting** means a Report to a competent authority.

### 4. Non-retaliation

In accordance with Sec. 36 *HinSchG*, Cleverbridge strictly forbids retaliation against any employee or volunteer who, in good faith, reports an ethics violation, or a suspected violation of law, such as a complaint of discrimination, suspected fraud, or any regulation governing the operations of Cleverbridge. Such retaliation against Whistleblowers will not be tolerated and will result in disciplinary action, including potential termination.

The **identity of the Whistleblower is protected** unless disclosure is required by law (Sec. 8 and Sec. 9 *HinSchG*).

**Non-retaliation includes protection from dismissal, demotion, and any form of harassment.**

## 5. Reportable Breaches

The list of reportable Breaches most relevant to Cleverbridge's business under the *HinSchG* include:

- Breaching national or European law
- Breaching customer confidentiality or privacy
- Money laundering/terrorist financing
- Fraud/embezzlement
- Bribery/corruption
- Market abuse/antitrust
- Sexual harassment/assault/misconduct
- Discrimination/bullying
- Theft of company property
- Substance abuse during working hours
- Any other danger to the health and safety of any individual
- Phishing/malware/DDoS attacks
- Violations of any Cleverbridge policies
- Deliberate attempt to conceal any of the above

The reportable Breaches must apply only within the professional environment of Cleverbridge and be unrelated to the private life of the Whistleblower(s).

## 6. Process and Internal Reporting Channel

Cleverbridge has an open-door policy whereby employees are encouraged to share their questions, concerns, suggestions or complaints with their supervisor, HR, or Compliance. Supervisors and managers are required to report complaints or concerns about suspected ethical and legal violations in writing to the HR or the Compliance teams. Reports can, however, be submitted anonymously via the Reporting Portal, as well.

When a Whistleblower submits a Report, it is redirected to either the HR, InfoSec, or the Compliance teams based on the nature of the suspected Breach. Depending on the type of suspected violation, the designated team shall confirm the receipt of the Report within seven days at the latest, and shall investigate the Report and provide the findings of the investigation within ninety days. The team in charge of the investigation is also responsible for receiving, logging, and ensuring the Report's confidentiality.

Upon receiving the Report, the responsible team will initiate an investigation. This investigation process involves gathering relevant facts, interviewing involved parties, including, at a minimum, the Reporting Person (if not anonymous) and Persons Concerned, and collecting any necessary documentation or evidence. The investigation is conducted impartially and confidentially to ensure a fair assessment of the allegations.

After the initial investigation, the responsible team assesses whether the issue requires External Reporting. The decision to report externally is made in accordance with corporate policies and legal obligations.

Once the investigation is complete, the responsible team prepares a summary of the findings. This summary may include the nature of the complaint, key findings, actions taken, and recommendations for further action. If deemed appropriate, the team shares this summary with the executive team or relevant senior management to ensure they are informed and can make decisions regarding any necessary further actions.

Cleverbridge guarantees a clear and transparent procedure for receiving and investigating Reports, ensuring the Whistleblower is informed about the progress and outcome of the investigation. The Whistleblower will receive appropriate feedback on the outcome of the investigation.

## **7. Supervisory Incidents**

In addition to the Internal Reporting Channel, the Whistleblower may also contact an External Reporting Channel. Cleverbridge encourages every Whistleblower to first contact Cleverbridge's Internal Reporting channel.

If the Whistleblower wishes to report a violation externally in Germany, the following reporting channels are available:

- Federal Office of Justice: <https://bfj-hinweisgeberstelle.dataport.de/#/>
- Federal Financial Supervisory Authority (BaFin): <https://www.bkms-system.net/bkwebanon/report/clientInfo?cin=2BaF6&c=-1&language=ger>

In the US, depending on the nature of the alleged Breach, you may wish to contact:

- Federal Trade Commission Office of Inspector General:  
<https://oig.ftc.gov/hotline>
- Department of Labor:  
<https://www.dol.gov/agencies/whd/contact/complaints>
- Financial Crimes Enforcement Network, (FinCEN):  
[https://www.fincen.gov/sites/default/files/shared/report\\_reference.pdf](https://www.fincen.gov/sites/default/files/shared/report_reference.pdf)

For other locations, please consult your local government resources for your similar reporting options.

## 8. Legal Rights

Whistleblowers are entitled to specific legal protection under the *HinSchG*, which includes:

- Protection against repressive measures
- The right to seek legal advice and representation
- The right to compensation for any damage suffered as a result of retaliation (Sec. 37 *HinSchG*)
- Access to legal support in cases of disputes related to whistleblowing

## 9. Conclusion

Cleverbridge strives to operate with the highest integrity in all areas of its operation and to be a place where its employees and partners feel safe. Please help us by reporting any activities that may be inconsistent with this goal.

If you see something, say something.