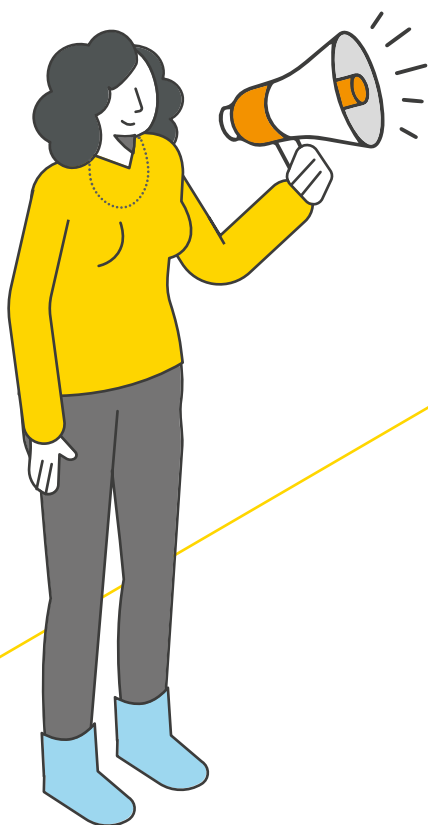


SPEAK UP POLICY



Introduction

Gasunie fulfils an important role within society and represents safe and reliable energy transport. Millions of households, companies and institutions in the Netherlands, Germany and other countries rely on our services. We bear that responsibility together and we should be proud of that. We have been providing a reliable energy supply for decades and Gasunie has an excellent reputation. We want to keep it that way.

It is important to us to be able to carry out our work in a safe and pleasant environment. If situations should arise that encroach (or may encroach) upon this right, it is important that we identify this and take careful action if necessary. It is therefore important that every employee feels free to discuss situations in which he or she does not feel comfortable, or in which rules are being infringed, with a colleague, a manager, a Confidential Advisor or an employee working in HR, Corporate Security or Corporate Legal. However, if you do not feel at ease or comfortable discussing such a situation, or the situation is not resolved, you can report a concern through the Speak Up policy.

The aim of this Speak Up policy is to enable you to raise your concerns safely if you hear, see or notice anything happening that goes against our rules, principles or core values. We promise to listen and, if necessary, act to resolve the situation. You can voice your concerns or file a report without fear of detrimental treatment. Help us to make sure Gasunie continues to be a great place to work and to achieve our goals.

This Speak up policy is our way of introducing a uniform procedure for reporting different types of situation and of complying with integrity reporting legislation. The Works Council has been involved in the creation of this policy and has approved it. If circumstances or changes in legislation give cause to do so, this regulation can be amended in consultation with the Works Council.

Willemien Terpstra
Janneke Hermes
Bart Jan Hoevers
Hans Coenen



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1 Who can file a Report?

Anyone who comes into contact with Gasunie through their work can file a Report. This includes in any event:

- Employees and ex-employees
- interns
- self-employed persons
- temporary employees
- job applicants
- volunteers
- suppliers, contractors or subcontractors and any members of their staff

If you do not come into contact with our organisation through your work but there is still a situation we need to know about, contact us on speak-up@gasunie.nl. We will ensure that your message is dealt with appropriately.

2 What can you Report about?

You can file a Report when you have reasonable grounds to believe that any of the following situations exists, if they are related to Gasunie's activities:

A. **Inappropriate Behaviour** – you can file a Report when anyone behaves in an inappropriate way towards you or others through discrimination, aggression, violence, bullying, intimidation or sexual harassment.

Intimidation or sexual harassment means any form of verbal, non-verbal or physical behaviour with an overtone (sexual or otherwise) that aims to or results in affecting a person's dignity. This is the case, for example, if a threatening, hostile, insulting, humiliating or offensive situation is created.

B. **Abuse** – you can file a Report when there is a case of Abuse. A Abuse may involve a breach of legislation or a breach of Gasunie's internal rules. The public interest must be at stake due to the breach. It may also involve a breach of Union law. These are the rules drawn up by the European Union with which member states must comply. You can also file a Report if there is the risk of a breach.



The precise wording for a 'Abuse' is as follows:

- 1) An act or omission with regard to which the public interest is at stake due in connection with:
 - a) a breach or risk of a breach of a statutory regulation or of internal rules that impose a specific obligation and have been established by an employer on the basis of a statutory regulation.
 - b) a risk to public health, public safety or the environment, or an improper act or omission that jeopardises the proper functioning of the public services or an undertaking.
- 2) a breach or risk of breach of Union law.

The public interest is in any event at stake when:

- the act or omission affects not only personal interests, and
- there is a pattern or it is structural in nature, or
- the act or omission is serious or broad in scope.

A breach of Union law occurs in the event of an unlawful act, omission or subversion in the following areas:

- tendering,
- financial services, products and markets, and prevention of money laundering and terrorist financing,
- product safety and product conformity,
- transport safety,
- protection of the environment,
- radiation protection and nuclear safety,
- safety of food and animal feed, animal health and animal welfare,
- public health,
- consumer protection,
- state aid,
- competition,
- taxation, or
- protection of privacy and personal data, and security of network and information systems.

When any of the above situations arises, you are expected to file a Report as soon as possible.



3 To whom can you file a Report?

If you suspect Inappropriate Behaviour or Abuse, you should discuss it first of all with the person concerned. It is of course best to resolve it directly with that person. Would you find that difficult or would you prefer not to? Then it is important that you talk about it with someone else. Section 3.1 sets out who you can approach with your concerns if you are not yet sure whether you should file a Report. If you decide to file a Report, sections 3.2 to 3.4 describe the person to whom you can submit the Report.

3.1 Meeting with a Confidential Advisor, manager or other officers

We would like the process for filing a Report to be accessible to everyone. If you are not sure whether you can or want to file a Report about the situation, you can first contact:

- a Confidential Advisor: you can consult the Confidential Advisor if something is troubling you and discuss it in private. A Confidential Advisor can support and guide you in finding possible solutions and provides information and advice. A Confidential Advisor will keep your information confidential and you remain in control. A different approach may be needed:
 - For certain serious offences where there is a legal obligation to report them or to give a statement;
 - For a serious organisational or public interest. In this context, we sometimes talk about a conflict of duties causing a 'moral dilemma', such as life-or-death situations.



In these cases, the Confidential Advisor will first provide you with as much information as possible. If you wish, the Confidential Advisor can file the Report with the Corporate Compliance & Integrity Officer (CC&I Officer), as described below, on your behalf.

If you do not want your identity to be revealed, you can ask the Confidential Advisor to keep your name secret when filing a Report about a Abuse. If you do not give the Confidential Advisor permission to disclose your identity, all correspondence about the Report of the Abuse will be sent to the Confidential Advisor who will then forward it to you.



It is almost impossible to investigate an anonymous Report about Inappropriate Behaviour. Therefore, if you decide to ask the Confidential Advisor to file a Report about Inappropriate Behaviour with the CC&I Officer, he or she will, with your consent, disclose your identity to that Officer. We explain below in Chapter 5 that the CC&I Officer will treat your personal data confidentially.

- Your manager, senior manager, or a person from a Gasunie department accustomed to dealing with such issues, such as someone from HR, Corporate Security or Corporate Legal: these staff members can help you work out whether a situation calls for a Report or whether another approach is more suitable. Please note: If you discuss a situation relating to a Abuse, this person is obliged to share this information with the CC&I Officer and to file a Report. If you discuss a situation relating to Inappropriate Behaviour, this person may only share the information with the CC&I Officer if you give permission.

3.2 Reporting a concern to the Corporate Compliance & Integrity Officer (CC&I Officer)

You can file a Report with the CC&I Officer. The CC&I Officer is the person who has been centrally designated within Gasunie to coordinate Reports, so that this is done in a consistent and careful manner. Gasunie ensures that the CC&I Officer and those investigating a Report are able to perform (or allow others to perform) independent investigations.

You can choose whether to file the Report in writing, by telephone or face-to-face with the CC&I Officer:

- In writing: you can address the Report to the CC&I Officer (see Annex for the contact details). It is important for you to explain:
 - why you are reporting;
 - what specifically happened;
 - when it happened;
 - who was involved;
 - if applicable, what action you took to resolve the situation prior to filing the Report.

If you have any documents to support your account, attach them to the Report.



- Orally: you can also reach the CC&I Officer by telephone (see Annex for the contact details and for details of their replacement). You can also make an appointment with the CC&I Officer for a face-to-face meeting using the email address or telephone number given.

In order to have a record of your Report, an oral report (i) will, with your prior consent, be recorded, or (ii) the CC&I Officer will make a written or digital summary of the conversation. You will be given the opportunity to check, correct and approve this summary in writing or digitally.

3.3 Reporting a concern to the Supervisory Board

If you wish to file a Report about the CC&I Officer, or one of the members of the Executive Board, you can file the Report directly with the chairman of the Supervisory Board (see Annex for contact details). If a Report is received by the CC&I Officer regarding a manager who reports directly to one of the members of the Executive Board, the CC&I Officer can involve the chairman of the Supervisory Board in the investigation. The chairman of the Supervisory Board is bound by the same rules under this Policy as are applicable to the CC&I Officer. In such a situation, you should read 'the chairman of the Supervisory Board' in this Policy where 'CC&I Officer' is mentioned.

3.4 Reporting a concern to an External Body, such as the sector regulator or the Dutch Whistleblower Authority

Where a Report of a Abuse is specifically concerned, you can also report directly to an External Body, such as regulatory bodies the Dutch Authority for Consumers and Markets (Autoriteit Consument en Markt), the Dutch Data Protection Authority (Autoriteit Persoonsgegevens) or the Dutch Whistleblower Authority (Huis voor Klokkenluiders). Bear in mind that an internal report to Gasunie itself is likely to be the quickest way to resolve the situation within Gasunie, which is why Gasunie prefers an internal report. Should you be unsure as to whether you can file the Report with an External Body, the Dutch Whistleblower Authority, an independent external organisation, can advise you on this. More information on reporting externally can be found on [Huis Klokkenluiders](#) (Dutch Whistleblower Authority).





4 How are you protected?

When you file a Report the following protections apply:

4.1 Protection in the form of confidentiality

Identity of Party Reporting a Abuse

Your identity as Reporting Party (and information from which your identity can be derived) may not be disclosed in a Report of a Abuse without your consent. The only exception is if a legal provision in the context of an investigation by an External Body or legal proceedings require disclosure of your identity. If such situations should arise, you will be informed of this in advance including a written explanation, unless such information jeopardises the investigation or legal proceedings.

Identity of Party Reporting Inappropriate Behaviour

In order to investigate your Report about Inappropriate Behaviour, it is necessary that your identity is disclosed to the person about whom you have filed a Report. Furthermore, the CC&I Officer and the investigation team will treat your identity confidentially in the manner described below.

Confidential information

Everyone involved in the Report or its investigation is obliged to keep confidential information secret. The only exception to this is if it is necessary because of a legal requirement or if it proves necessary in order to investigate the Report. Confidential information also includes the identity of the person to whom the Report refers and information on trade secrets.

4.2 Protection of your personal data

Gasunie takes privacy legislation into account when processing personal data. Care is taken to ensure that as little personal data as possible is processed and that information about the Report is stored securely.

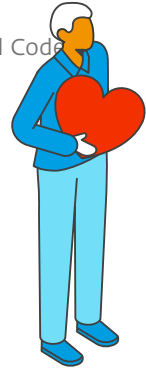
Personal data that is clearly not relevant to the handling of the Report is not collected or is, if collected unintentionally, immediately deleted. Personal data that does get processed in the context of the Report is not kept longer than necessary.



4.3 Protection against detrimental treatment

If you have reasonable grounds to assume that a Report is justified, you, as Reporting Party, must not be put at a disadvantage during or after the Report. This means, among other things, that Gasunie will not take any unfavourable measures against you, such as:

- dismissal or suspension;
- a fine as defined in article 7:650 of the Dutch Civil Code;
- demotion;
- withholding of promotion;
- a negative appraisal;
- a written reprimand;
- transfer to another site;
- discrimination;
- intimidation, bullying or exclusion;
- defamation or slander;
- early termination of an agreement for the supply of goods or services, and
- withdrawal of a permit



In addition to implementing the unfavourable measures above, putting someone at a disadvantage also means threatening them with detrimental treatment or attempting to do so.

Such measures (unfavourable or otherwise) are possible, however, if they bear no relation to your Report or if you yourself are found guilty of Inappropriate Behaviour or Abuse. The CC&I Officer or a Confidential Advisor can discuss with you whether there are any risks of being disadvantaged and can explain what you can do if you believe that you are being disadvantaged.

This protection against detrimental treatment also applies to Involved Third Parties, to anyone assisting the Reporting Party, to the CC&I Officer and to officers conducting the investigation.

4.4 Protection against detrimental treatment when disclosing a Abuse

In exceptional cases, you may, as a Reporting Party, consider whether to reveal the Abuse that you suspect. You are also protected against detrimental treatment during and after disclosure of a suspected Abuse, but a number of strict conditions must be met. Make sure you are well informed about this in advance by a Confidential Advisor, the

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CC&I Officer, Dutch Whistleblower Authority or an external advisor.

4.5 Protection through reversal of the burden of proof

As Reporting Party, you are entitled to additional protection if you suspect that you have been disadvantaged as a result of the Report. The additional protection also applies where a suspected Abuse is disclosed. Reversal of the burden of proof means that Gasunie has to prove that the measures taken were not the result of the Report or the disclosure, but were due to other reasons.

4.6 Support from an advisor

As a Reporting Party, you may be assisted by a Confidential Advisor or your own external advisor or expert when submitting the Report and during the investigation. The person to whom the Report refers may also have his or her own external advisor or expert present during the investigation.

5 What happens after the Report has been filed?

It goes without saying that your Report will be treated seriously and handled carefully. The CC&I Officer has a coordinating role and is independent. When you file a Report (possibly through a Confidential Advisor) the following steps are taken:

5.1 Receipt and registration

You will receive confirmation of receipt from the CC&I Officer as soon as possible, but no later than within seven days of receipt of the Report. If the Report is filed by the Confidential Advisor on your behalf, communication will go through the Confidential Advisor.

The CC&I Officer records every Report in a register. The CC&I Officer can inform Gasunie's Executive Board, the manager(s) and/or HR that a Report has been received, unless there are reasons not to do so, for example because the person concerned is the subject of the Report or is otherwise involved. In all cases the CC&I Officer carefully considers what information will be shared and the confidentiality provided for under this Policy is observed (including protecting the identity of the Reporting Party as described in 4.1).



5.2 Investigation

If it is clear that your Report comes under this Policy, the CC&I Officer assembles an investigation team that will investigate the Report. This investigation team will be selected on the basis of, among other things, the nature and seriousness of your Report. The investigation team may, for example, consist of one or more persons within Gasunie (such as the CC&I Officer, a security advisor, a legal expert, an HR advisor and an IT expert, etc.) and/or an external expert. The investigation team never includes persons who are the subject of the Report or who are or have been otherwise directly involved.

The investigation team will investigate your Report. This may lead to several follow-up steps:

- you may be invited to an interview to give further clarification, or asked to provide further information in some other way (possibly through the Confidential Advisor);
- the Report may be declared inadmissible (this means that the issue in the Report will not be taken any further), for example due to lack of interest, because the situation happened too long ago to be investigated or because it concerns an employment dispute for which a different procedure should be followed, etc.;
- the investigation team may conduct further investigation;
- a statement and/or report may be filed with a relevant authority if, for example, a criminal offence is involved.

The investigation will aim to establish the truth. The following principles will be observed during the investigation with regard to both the Reporting Party and the person referred to in the Report:

- Care: all the circumstances will be considered, both incriminating and exculpatory.
- Independence: investigation team members will have sufficient distance from the Report.
- Proportionality and subsidiarity: the depth and breadth of the investigation will be in line with the nature and seriousness of the Report, meaning that resources will be used as frugally as possible to achieve the intended objective.
- Confidentiality: the number of people informed about the Report will be kept as small as possible.



In practice this will usually be a manager, the CC&I Officer, the investigation team, possibly a Confidential Advisor, a legal expert, HR and/or Gasunie's Executive Board, provided these individuals are not themselves involved. In many cases, the person to whom the Report refers will also be heard, but the confidentiality of the Reporting Party's identity, as described in section 4.1 of this Policy, will be ensured in doing so.

- Hear and be heard: as Reporting Party, you will be given the opportunity to share your views on the facts and circumstances with the investigation team.

The principles above also apply to protect the person(s) to whom the Report refers.

All Gasunie's employees are obliged to cooperate with the investigation, in terms of both attending an interview and providing information. This applies to the Reporting Party, to the person to whom the Report refers, as well as witnesses or employees who have relevant knowledge. It does not, however, apply to the Confidential Advisor who knows about the Report.

5.3 Competences of the investigation team

The investigation team may request any information it considers necessary. Insofar as it is relevant to the investigation, the investigation team has the following competences:

- To interview employees and third parties such as any witnesses and experts;
- To investigate the physical and digital work environment;
 1. investigation of the physical work environment includes, among others, workstations, cabinets and filing cabinets, documents, desks and vehicles used during work.
 2. investigation of the digital work environment includes, among others, access to documents and systems, use of email, internet communication, telephone and other ICT resources.
- To observe, use, analyse and process observation material such as cameras (including hidden cameras), sound recordings and photographic material.



5.4 Investigation report and advisory report

Upon completion of the fact-finding process, an investigation report is prepared by the investigation team and the investigation report is sent to the CC&I Officer (if this officer is not part of the investigation team).

This investigation report contains at least the following:

- a description of and justification for the investigation resources used;
- the relevant facts and circumstances;
- relevant underlying documents (e.g. interview reports/evidence);
- any relevant internal or legal regulations;
- investigation findings and any recommendations based on the investigation.

The CC&I Officer will prepare an advisory report based on the investigation report, harmonised to other disciplines if necessary. The advisory report – which should enable the person in charge to make a decision about the Report and attach any consequences to it – includes a summary of investigation data, accompanied by an opinion and any recommendations. The opinion is a substantiated decision stating whether a Report is founded or unfounded. If a Report is founded, the CC&I Officer will include the extent of culpability of the conduct and the circumstances (extenuating or otherwise) in a recommendation on an appropriate response from the employer. If relevant, an employment law specialist will be asked to advise whether legal status measures are appropriate.

5.5 Information about the progress

You will be informed by the CC&I Officer of the action that will be taken in response to your Report as soon as possible but no later than three months after confirmation of receipt. This will include information on any measures planned or already taken. If it is not yet known how your Report will be followed up, the CC&I Officer will also inform you of this and of what further action is expected regarding the procedure.

5.6 Action after the investigation

If the advisory report indicates the existence of Abuse or Inappropriate Behaviour, Gasunie may take action. The final decision



on whether action should be taken will be made by Gasunie's

Executive Board. The Executive Board may (depending on the situation, responsibilities and reason for the investigation) delegate this decision to a manager or unit manager. If the manager or unit manager deviates from the advisory report, this is with the Executive Board's approval and the CC&I Officer will be informed in advance.

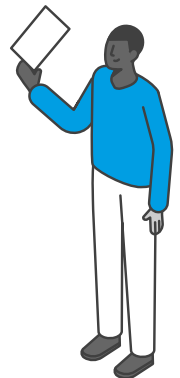
This may mean different actions depending on the findings, for example:

- actions to improve processes within Gasunie;
- a discussion with the Reporting Party and/or those involved about the findings;
- disciplinary action against a person referred to in the Report. This may range from a reprimand or a warning to dismissal with immediate effect, among others. Such decisions will be substantiated;
- a statement and/or report may be filed with relevant authorities.

As Reporting Party, you will be informed of the outcome of the investigation and the action taken. If you believe that your Report was not dealt with properly internally, you may file another report with an External Body.

5.7 Report

The CC&I Officer reports annually to the Executive Board on the Reports and implementation of this Policy, while safeguarding the confidentiality and anonymity of those involved.





6 Definitions

Abuse	A situation as described in section 2.B
Breach of Union Law	A situation as described in section 2.B 'What can you report about?'
CC&I Officer	Gasunie's Corporate Compliance & Integrity Officer
Confidential Advisor	<p>A person designated by Gasunie (internally or externally) as a Confidential Advisor.</p> <p>This person acts according to the Dutch Regulations on Confidential Advisors (Reglement Vertrouwenspersoon). Contact details for the Confidential Advisor can be found on methaNet.</p>
Dutch Whistleblower Authority (Huis voor Klokkenluiders)	The Dutch Whistleblower Authority is an external organisation set up to give advice and support to Parties Reporting a Abuse, known as whistleblowers.
Employee	A person employed by Gasunie under an employment contract.
External Body	The Dutch Whistleblower Authority (Huis voor Klokkenluiders) or another legally designated regulatory body with a reporting channel for external work-related reports, such as the Dutch Authority for Consumers and Markets (Autoriteit Consument en Markt) or the Dutch Data Protection Authority (Autoriteit Persoonsgegevens), etc.
Gasunie	N.V. Nederlandse Gasunie and its group companies established in the Netherlands.



Inappropriate Behaviour	A situation as described in section 2.A 'What can I report about?'
Involved Third Party	A third party (or legal entity) connected to the Reporting Party (e.g. a colleague, family member or company connected to the Reporting Party in a work-related context or the legal entity where the Reporting Party works).
Report	A Report of suspected or observed Inappropriate Behaviour or Abuse in connection with Gasunie's activities.
Reporting Party	The natural person who files the Report.

ANNEX 1. Contact details

Contact

Details

Confidential Advisor On [methaNet](#) under the heading People (Codes of conduct and confidential advisors) you can see who the confidential advisors are within Gasunie and how to reach them.

Speak Up mailbox Speak-up@gasunie.nl

CC&I Officer Joost Damen
Telephone number: + 31 (0)643565547
E-mail: j.a.damen@gasunie.nl

Replacement in his absence Sandra Melman
Telephone number: + 31 (0)631037316
E-mail: a.c.m.melman@gasunie.nl

Ronald Jansen,
Telephone number: + 31 (0)641850084
E-mail: r.h.j.w.jansen@gasunie.nl

Chairman of the Supervisory Board E-mail: voorzitterRvC@gasunie.nl

