

TO: COUNTERPARTIES

Speak Up Policy for Counterparties

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This policy applies to any person acting for or on behalf of Infinity Power Holdings B.V. (Infinity Power) or its affiliates (all together the **IPH Group**) and any arrangement between a member of the IPH Group and a third party.

In this document **third party** means any individual or organisation we deal with, and includes actual and potential clients, customers, suppliers, distributors, business contacts, agents, advisers, joint venture partners, consortium members, co-shareholders, contractors, subcontractors, and government and public bodies, including their advisors, representatives and officials, politicians and political parties.

1. Policy statement

- 1.1. It is our policy to maintain the highest standards of honesty, openness and accountability, and we will therefore treat malpractice at any level in the IPH Group or by a third party very seriously.
- 1.2. All organisations face the risk of those working for, on behalf of or with them not properly complying with policy, or of unknowingly harbouring illegal or unethical conduct. Infinity Power encourages a culture of openness and accountability in order to prevent these situations occurring and is committed to protecting those bringing to light non-compliance with regulation, illegal or unethical conduct.
- 1.3. Any reporting person (as defined below) who genuinely believes that the actions of someone working for, on behalf of or with the IPH Group could lead to or result in a criminal offence, a failure to comply with legal obligations, a miscarriage of justice, danger to the health and safety of any individual, damage to the environment (or the deliberate concealment of information which may lead to any of the matters above) should speak up and **raise these concerns as soon as possible**.
- 1.4. The aim of our policy is to:
 - a) encourage you to speak up and report suspected wrongdoing as soon as possible, in the knowledge that your concerns will be taken seriously and investigated as appropriate, and that your confidentiality will be respected;
 - b) provide you with guidance as to how to raise those concerns; and
 - c) reassure you that you should be able to raise genuine concerns without fear of reprisals, even if you turn out to be mistaken.

2. Who does this policy apply to?

This policy applies to any third party (as defined above) making a report in a work-related context (and in relation to current and past work-related activities) in respect of the IPH Group or a part of it, each such person making a report being a **reporting person**.

3. What is whistleblowing?

- 3.1. Whistleblowing, part of the policy to “Speak Up”, is the disclosure of information which relates to suspected wrongdoing or dangers at work. This may include the below matters, or the deliberate concealment of any of the below matters:
 - 3.1.1. criminal activity under the law of any jurisdiction;
 - 3.1.2. failure to comply with any legal or professional obligation or regulatory requirements;
 - 3.1.3. miscarriages of justice;
 - 3.1.4. danger to health and safety;
 - 3.1.5. damage to the environment;
 - 3.1.6. bribery, corruption or any breach of the *Infinity Power Anti-Bribery and Corruption Policy*;
 - 3.1.7. money laundering, terrorist financing or any breach of the *Infinity Power Anti-Money Laundering Policy*;
 - 3.1.8. facilitating tax evasion or financial fraud / mismanagement;
 - 3.1.9. breach of our internal policies and procedures including the *Infinity Power Code of Conduct*;
 - 3.1.10. conduct likely to damage our reputation or financial wellbeing;
 - 3.1.11. unauthorised disclosure of confidential information; or
 - 3.1.12. negligence.
- 3.2. A whistleblower is a person who speaks up and raises a genuine concern relating to any of the above held honestly in the circumstances prevailing at the time of the disclosure. If you have any genuine concerns related to suspected wrongdoing or danger affecting any of our activities, you should report it under this policy.
- 3.3. The matter may be raised orally or in writing and should include full details and if possible supporting evidence.

4. How do I raise a concern?

- 4.1. We hope that in many cases you will be able to raise any concerns with your Infinity Power contact. You may tell them in person or put the matter in writing if you prefer. They may be able to agree a way of resolving your concern quickly and effectively.
- 4.2. However, where the matter is more serious, or you feel that your Infinity Power contact has not addressed your concern, or you prefer not to raise it with them for any reason, you should make a disclosure through our externally facilitated speaking up portal, NAVEX.

NAVEX is an external, fully confidential, and anonymous hotline and weblink facility and can be used where reporting persons do not feel comfortable in raising issues directly with their Infinity Power contact.

- 4.3. All contact details are set out at the end of this policy.

5. How does Infinity Power manage my confidentiality?

5.1 Confidential or anonymous reporting

We hope that you feel able to speak up and voice concerns openly under this policy.

We do not encourage reporting persons to make disclosures anonymously, although we will make every effort to investigate anonymous disclosures. You should be aware that proper investigation may be more difficult or impossible if we cannot obtain further information from you. It is also more difficult to establish whether any allegations are credible. If you are concerned about possible reprisals if your identity is revealed, contact your Infinity Power contact (or send an email to compliance@weareinfinitypower.com) so that appropriate measures can then be taken to safeguard against any such reprisals.

In any event, all personal data will be processed in accordance with the IPH Group *Data Protection Policy* and applicable regulations and legislation with respect to data protection.

5.2 NAVEX – Ethics Point

While we encourage you to first report any issues to your Infinity Power contact, we understand that in rare cases you may be reluctant to do so. We then recommend that you report any wrongdoing to NAVEX, our confidential whistleblowing facility. This anonymous facility was set up to reassure reporting persons that you can speak up on an anonymous basis to an external resource if necessary.

NAVEX has two methods by which concerns can be reported to (all details of which are contained at the end of this policy in Appendix 1). These methods are:

- (a) Hotline; and
- (b) Weblink.

6. How are disclosures investigated?

- 6.1. Once you have raised a concern, we will carry out an initial assessment to determine the scope of any investigation. Subject to any legal and regulatory considerations, and where practicable to do so, we will inform you of the outcome of our assessment within seven calendar days. You may be required to attend additional meetings in order to provide further information.

- 6.2. In some cases we may appoint an investigator or team of investigators including staff with relevant experience of investigations or specialist knowledge of the subject matter. The investigator (or investigators) may make recommendations for change to enable us to minimise the risk of future wrongdoing.
- 6.3. We will aim to conclude our investigation within three months (or six months for a complex case). We will aim to keep you informed of the progress of the investigation and its likely timescale. However, sometimes legal and regulatory considerations and the need for confidentiality may prevent us giving you specific details of the investigation, an outcome or any disciplinary action taken as a result. You should treat any information about the investigation as confidential.

7. What can I do if I am not happy with the outcome of the investigation?

- 7.1 While we cannot always guarantee the outcome you are seeking, we will try to deal with your concern fairly and in an appropriate way. By using this policy, you can help us to achieve this.
- 7.2 If you are not happy with the way in which your concern has been handled, you can raise it with your Infinity Power contact.

8. Who else should be made aware of my concern?

- 8.1 Whistleblowing concerns usually relate to the conduct of our workers, but they may sometimes relate to the actions of a third party, such as customer, supplier, service provider or stakeholder. We encourage you to report such concerns to Infinity Power first, in line with this policy. You should contact your Infinity Power contact for guidance.

9. How will I be protected and supported?

- 9.1 It is understandable that reporting persons are sometimes worried about possible repercussions. We aim to encourage openness and will support staff who raise genuine concerns under this policy, even if they turn out to be mistaken.
- 9.2 If you raise a concern in accordance with this policy, you will not be victimised or penalised in any way for doing so genuinely, even if it is mistaken. We will not tolerate victimisation of individuals who raise matters under this policy and instances of victimisation will be taken seriously and addressed appropriately. If you believe that you have suffered any such

treatment, you should inform Infinity Power by email to compliance@weareinfinitypower.com.

- 9.3 You must not threaten or retaliate against reporting persons in any way. If you are involved in such conduct, the IPH Group may cease its association and terminate any contractual arrangements with you.

Appendix 1: Contacts

Listed below are the contacts referred to above.

<i>External (NAVEX)</i>	
Method	Telephone / Web address
UK contact centre	0808 196 5706
Egypt contact centre	208000060174
Netherlands	0800 0226968
U.A.E	8000 120199
Senegal	Web access only, go to: weareinfinitypower.ethicspoint.com
Weblink (all geographies)	weareinfinitypower.ethicspoint.com