

randstad group procedure

misconduct reporting procedure.



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1. purpose

As an international organization with a global emphasis on excellence, the Randstad Group expects all group companies and employees, including directors and officers, to behave at all times in accordance with our core values and Business Principles. This means acting responsibly, with integrity, and in compliance with Randstad policies and procedures, and applicable laws and regulations. We expect our employees to help Randstad maintain its excellent reputation by adhering to the high standards reflected in our core values: *to know, to serve, to trust, simultaneous promotion of all interests and striving for perfection.*

Randstad promotes a culture of openness and accountability, and encourages all stakeholders to report any incidents where conduct falls short of our core values and/or the Business Principles. Any such report should be provided in accordance with this Misconduct Reporting Procedure.

2. our procedure

2.1 introduction

In order to assist in the reporting of (suspected) misconduct within the Randstad Group, we have established dedicated channels through which stakeholders may voice concerns, either through local reporting mechanisms in place at company level or, for serious misconduct, through our *Integrity Line*, the Randstad Group reporting facility (see paragraph 2.3 below).

All concerns raised in accordance with our official procedures will be treated confidentially (except as required to conduct an adequate investigation (including the right of reply of the accused) and, if necessary, to take appropriate action) and with the complete assurance that there will be no retaliation against any employee filing a report in good faith.

The *Integrity Line* can be used to report incidents if you reasonably suspect or have evidence of serious misconduct within or relating to the Randstad Group.

This includes, but is not limited to, serious cases, such as:

- breaches of human rights principles
- health and safety failures
- breaches of Randstad's Business Principles

- breaches of Randstad's policies or procedures (e.g., anti-competitive practices, discrimination, harassment, bribery, fraud)
- criminal offences
- failure to comply with obligations imposed by law or regulation (including incorrect finance and accounting practices)
- personal misconduct or disrespectful behavior

The Randstad N.V. Executive Board has overall responsibility for the Misconduct Reporting Procedure and its application. Management of each Randstad Group company is obliged to ensure that this Misconduct Reporting Procedure is implemented within their organization.

2.2 some definitions

Randstad Group means Randstad N.V. and/or any of its subsidiaries

The **Complainant** is anyone, whether within or outside the Randstad Group, who submits – in good faith and having a reasonable suspicion and/or evidence of potential misconduct – a report (also referred to as a complaint or concern) regarding misconduct within or relating to the Randstad Group.

Business Principles: see <https://www.randstad.com/about-randstad/corporate-governance/business-principles/>

The **Integrity Line** is the reporting facility consisting of a telephone hotline, accessible 24 hours per day via free-phone local access numbers, and a secure webpage, operated by an independent external provider.

The **Local Integrity Officer** is the person or function that ensures that all cases reported to the **Integrity Line** are investigated and dealt with in a lawful and timely manner, and fully respecting the rights of all individuals involved. Every country/Randstad Group company (including Randstad N.V.) has its own Local Integrity Officer. The Local Integrity Officer may either be a Randstad employee or an external party, as deemed appropriate by the relevant managing director and the Central Integrity Officer.

The **Central Integrity Officer** is the person appointed by the Randstad N.V. Executive Board to coordinate integrity issues under this procedure and to provide regular reports to the Executive Board, as well as an annual report to the Audit Committee of the Supervisory Board, on cases reported either via the **Integrity Line** or directly to the Central Integrity Officer. The Central Integrity Officer also ensures that any reports under this procedure on suspected misconduct by one or more members of the management team of a Randstad Group company are reviewed centrally.

2.3 internal reporting

Anyone who reasonably suspects or has witnessed misconduct is obliged to report it. Stakeholders are encouraged to first raise concerns through their normal (local) reporting channels, either through local management lines or regular local contacts, such as HR, legal, identified confidants, complaint desks, risk & audit, etc. Reporting to management is usually the fastest and preferred route, and the best way to ensure a good and open work environment throughout the Randstad Group.

The **Integrity Line** should not be used to bypass normal reporting procedures. It is only intended for situations when reporting through the normal reporting channels is likely to be inappropriate or ineffective, and should be considered as a last resort.

Reports can be submitted in the local language through the **Integrity Line**, which consists of a telephone hotline, accessible 24 hours per day via free phone local access numbers, and a secure webpage. Both are operated by an independent external provider. For full contact details and user instructions, see annex 2. Although reports can also be submitted anonymously, Randstad encourages Complainants to reveal their identity when they submit a report, as this greatly facilitates the investigation of the report.

In order to minimize unreliable and false reports, as well as for reasons of privacy protection, Randstad will only investigate anonymous reports received through the **Integrity Line**.

2.4 handling of a report

Reports received through the [Integrity Line](#) are forwarded to the Local Integrity Officer for the company concerned. As standard, a copy of the report is also sent to the Central Integrity Officer.

The Local Integrity Officer will confirm receipt of a report to a Complainant through the [Integrity Line](#) within seven working days. Insofar as it is appropriate and practicable, the Complainant will be kept informed of the progress of the investigation. However, for reasons of confidentiality and privacy, we may be prevented from sharing specific details of the investigation or actions taken.

If a report is submitted through the [Integrity Line](#), but should have been submitted through the normal (local) reporting procedures (e.g., payroll or general or service satisfaction issues), the Local Integrity Officer will refer the Complainant to the applicable (local) reporting procedures or contact the relevant local function to handle the report.

The Local Integrity Officer ensures that all reported cases that are appropriate for the [Integrity Line](#) are investigated and dealt with in a lawful and timely manner, and fully respecting the rights of all individuals involved. In certain instances, such cases may be referred to and handled by a local management representative and/or other relevant functions of the company, depending on the nature of the report. In these cases, the same practices with regard to confidentiality and no retaliation still apply.

The Local Integrity Officer may decide not to investigate a report if:

- there is insufficient information for a fair investigation and it is not possible to obtain further information;
- there is an indication that the report was made in bad faith.

If the reported misconduct involves one or more members of the local management team of a Randstad Group company, the Local Integrity Officer will redirect the report to the Central Integrity Officer. The Central Integrity Officer may inform local management and will inform the responsible member of the Randstad N.V. Executive Board and/or the Audit Committee of the Supervisory Board.

Reports that relate to one or more members of the Randstad N.V. Executive Board or Supervisory Board will be handled by the Randstad N.V. Local Integrity Officer, who is a member of the Audit Committee.

After the investigation, prompt and appropriate corrective action will be taken when and as warranted in the judgment of the relevant management level, taking into account the relevant company functions (e.g., HR, legal). Furthermore, the Reporting Person will receive, to a reasonable extent, feedback on the measures taken in the follow-up to the report and the reasons for them. Such feedback shall take place within three months.

If the investigation gives a result of misconduct, deceptiveness or similar behavior, the Randstad Group will act in a manner that is required and appropriate in each separate case, according to law and internal policies. Depending on the circumstances, this can lead to education or disciplinary measures, including termination of an employment. The Randstad Group will report the result of the investigation to authorities concerned if sufficient reason or basis are at hand. Randstad Group gives complete assurance that there will be no retaliation against any complainant filing a good faith complaint.

Randstad expects management at all levels within the Randstad Group to handle all reports concerning any alleged misconduct seriously, confidentially, and in an expeditious manner, and to ensure that the Complainant is not confronted with retaliation. Management is obliged to fully cooperate with any investigation into alleged misconduct.

2.5 reporting in good faith or bad faith

Anyone who raises a concern in good faith will not be put at a disadvantage as a result thereof. If upon investigation no violation is discovered, no action will be taken against the Complainant, unless the concern was raised in bad faith. Reports are considered to have been made in bad faith if the Complainant knows that the report is substantially not true, and that this procedure is abused (a) because of personal grievances, (b) for personal benefit, or (c) to intentionally harm the Randstad Group or any of its employees, including officers and directors. The Randstad Group sees reporting in bad faith as a very serious offence. Any report made in bad faith by an employee will be considered a serious breach of the Business Principles. The Randstad Group may take

further action, if appropriate, against any Complainant who knowingly makes a false accusation or acts with malicious intent. Further action may include disciplinary action, which could result in termination of employment.

2.6 protection from retaliation, rights and duties of the Complainant

The identity of all Complainants will be kept confidential to the extent that this is practicable, and no retaliation against good-faith Complainants will be tolerated. Specifically, the Randstad Group will not discharge, demote, suspend, threaten, harass or in any manner discriminate against any employee based on any good-faith report and lawful actions with respect to reporting misconduct. Any perceived retaliation should be promptly reported to the Central Integrity Officer.

Submitting a report does not automatically protect Complainants who themselves participated in the reported misconduct from disciplinary or other action related to their participation in the misconduct. However, the Randstad Group will take the fact that the Complainant made the report into account as a mitigating factor.

When a Complainant reports suspected or actual misconduct, the Complainant should continue to respect all contractual or other confidentiality obligations owed to the Randstad Group. The Complainant should therefore avoid any form of external or internal publicity without first making use of internal procedures, unless external reporting is required or otherwise authorized by applicable law. Randstad reserves its rights with regard to any breach of such contractual or other confidentiality obligations.

If a Complainant decides to report alleged misconduct externally while an investigation by a Randstad Group company is ongoing, the company may decide to no longer involve the Complainant in that investigation or to stop the investigation and take any other steps it considers necessary.

2.7 protection and rights of the accused

When a person is under investigation as a result of a report through this procedure, he/she will normally be notified of this fact within a reasonable timeframe, depending on the facts and circumstances and whether there is a perceived risk of destruction of evidence, retaliation and/or obstruction of the investigation.

Any person under investigation has the right to respond to the allegations and can appeal against any adverse findings or decisions.

2.8 data protection, privacy & confidentiality

Any personal data obtained as part of any report and investigation under this procedure (of the Complainant, any person under investigation, and any witnesses) will only be used for the purposes described in this procedure and in accordance with relevant data protection laws and Randstad's data protection policy. Personal data on the [Integrity Line](#) will be deleted three months after a case is closed by the Local Integrity Officer, unless a longer retention period is required because of the nature of the allegations and/or investigation.

Personal data will only be shared with those who need to know and will be subject to an obligation of confidentiality to the extent possible and as consistent with the need to conduct an investigation and, if necessary, take appropriate action. Exceptions are possible when Randstad is under a legal or regulatory obligation to disclose the information or if the report is made in bad faith.

When it comes to very serious complaints processing of personal data related to Misconduct Reporting Procedure may only be done in respect of people in key positions or management positions in Sweden.

Note that this does not mean that you cannot register very serious infringements outside said position groups in the organization, for example, very serious cases of discrimination or harassment, etc. Then you describe the situation and the context together with timelines. If the case is not a very serious (not a crime level) complaint you are allowed to report all individuals.

Very serious complaints that can harm individuals, Randstad or the environment, could be;

- financial crimes, for example bribery, corruption, theft, fraud and falsification,
- false accounting and other infringements of accounting and tax legislation,
- a conflict of interests between an employee and Randstad (such as corruption), or
- other serious irregularities that affect Randstad's vital interests or the life and health of individuals, such as serious environmental crimes, major deficiencies as regards safety in the workplace, as well as very serious forms of discrimination and persecution.

For Randstad companies in Sweden, this means that people in the following positions can be reported as an individual:

- Member of Board of Directors in Randstad Sweden Group AB,
- Member of Randstad in Sweden management team,
- Managers Support functions and,
- Director of Randstad Staffing, In-house and Dfind

Appendix 3 Handling personal data

Appendix 4 List of named persons who can be reported individually.

2.9 reporting outside the Randstad Group?

If, after careful consideration, you do not feel comfortable to speak up within the company, it may be possible to raise your concern outside the company. This procedure is not meant to limit your rights report the potential Misconduct outside of the Randstad Group where this is a possibility under local law, e.g.,

- in the situation where the you have first reported internally, but no appropriate action was taken in response to your report within the timeframe set in 2.4;
- the breach you suspect or have evidenced constitutes an imminent or manifest danger to the public interest (an emergency situation or a risk of irreversible damage).

However, reporting externally to the local authority or publicly is an impactful step. To understand all conditions involved, and what can or cannot be reported externally, please see the website of the competent authorities in your country of residence.

Applicable local authorities are presented in the Ordinance (2021:949) of protection of persons Reporting on Workplace Irregularities (*sw förordning (2021:949) om skydd för personer som rapporterar om missförhållanden*).

Whenever you are considering this, we strongly recommend you to seek advice and not do this alone. Above all, we strongly encourage you to speak up within the company first, so you can hand the burden over to us, and we have the opportunity to look into the matter immediately.

When you decide to report potential misconduct externally while an investigation by a Randstad Group company is ongoing, the company may decide to no longer involve you in that investigation, to stop the investigation and/or take any other steps it considers necessary.

2.10 amendments

The Executive Board of Randstad N.V., after consultation with the Audit Committee, may amend this policy at any time in a manner consistent with the requirements of applicable laws and regulations, and will involve the Randstad European Works Council and the relevant Works Councils as appropriate.

Diemen, Netherlands
January 2019

annex 1 - summary

randstad group

misconduct reporting procedure.

are you concerned about misconduct?

Some examples:

- Is this a health & safety issue?
- I feel discriminated or harassed.
- Is this fraud?
- I suspect a breach of competition law.
- I think this gift is way too expensive.
- This is misuse of company assets!
- Is this a breach of human rights?
- I suspect bribes are being paid.

who can you talk to?

- If possible, talk to the person involved.
- Talk to your HR manager, HR business partner, confidant, risk & audit manager¹, privacy officer² or legal counsel³
- You may also contact your local integrity officer: Anna Svärdeno Alander, anna.s.alander@randstad.se, Randstad Sweden Group AB, Box 3037, 169 03 Solna

1. fraud reporting
2. data breach, abuse of personal data and other privacy related matters
3. always for competition and bribery issues or questions
4. We encourage you to reveal your identity when reporting, as this greatly facilitates the investigation. However, if you want to report anonymously, you should do so by making use of the Randstad Group reporting facility.

if these options seem inappropriate or ineffective you may also:

- Send an email to the central integrity officer at: complianceofficer@randstad.com or
- Submit a report or question through the Randstad Group reporting facility⁴ (SpeakUp, managed by People InTouch, an independent external provider)
- by calling +46 (0)20-798 813, or
- go to <https://www.speakuppeoplein.com/web/integrity@randstad/se> plus access code 42112

We realize it is not always easy to raise concerns about possible misconduct, but we do encourage you to share your concerns with Randstad. Your concerns will be dealt with carefully and confidentially (to the extent possible). No retaliation against good faith complainants will be tolerated.

For the full procedure see: <https://www.randstad.com/about-us/our-values/ethics-and-compliance/our-integrity-reporting-procedure/>
<https://www.randstad.com/about-us/our-values/ethics-and-compliance/our-integrity-reporting-procedure/>



Information class: C1 - Public

annex 2 - user instructions & contact details

Integrity Line user instructions

Free phone line

- The Complainant dials the applicable free phone number; the telephone call is received by a voice-response system. After making the report, the Complainant receives a unique case number. The report can be made in the local language or in English. The external provider then sends a word-for-word transcript of the voice recording to the Local Integrity Officer of the country/company concerned.
- For protection of the caller's anonymity, the voice recording remains with the external provider and is destroyed as soon as the Local Integrity Officer has confirmed receipt of the transcript.
- Via the unique case number, the Local Integrity Officer can leave a reply message for the Complainant to confirm receipt of the report and, if necessary, to ask verification questions or summarize a conclusion. After the initial report, the Local Integrity Officer will endeavor to post a reply within a maximum of five working days.
- The Complainant may call again, using the case number, and will be able to hear the reply from the Local Integrity Officer. The Complainant can choose whether to answer questions immediately or at a later stage.

Online reporting form

- The Complainant goes to the relevant web page, leaves a message by entering a text (in the local language or in English), and receives a unique case number. The external provider translates the message (if not in English) and sends the translation plus a copy of the web message to the Local Integrity Officer of the country/company concerned.
- Via the unique case number, the Local Integrity Officer can leave a reply message for the Complainant to confirm receipt of the report and, if necessary, to ask verification questions or summarize a conclusion. After the initial report, the Local Integrity Officer will endeavor to post a reply within a maximum of five working days.
- The Complainant can use the case number to log in again, and will be able to see the reply from the Local Integrity Officer. The Complainant can choose whether to answer questions immediately or at a later stage.

Country	Freephone and web access	Access code	Language options
Sweden	020-798 813 www.speakupfeedback.eu/web/integrityatrandstad/se	42112	Swedish, English
The Central Integrity Officer* for the Randstad Group can be reached via www.speakupfeedback.eu/web/integrityatrandstad/nl		55984	English, Dutch

* web access only

