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# **WHISTLEBLOWER POLICY AND PROCEDURE**

**Midsona Group**



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## **1 BACKGROUND AND PURPOSE**

- 1.1 To ensure that Midsona AB ("**Midsona**") and its subsidiaries ("**Subsidiaries**") (Midsona and the Subsidiaries are hereinafter referred to as the "**Group**") complies with applicable laws and regulations and that the Group values, commitments and way of working are valid throughout the entire organization, the Group has developed group wide policies, including this policy.
- 1.2 This whistleblower policy and procedure (the "**Policy**") regulates in a uniform way Midsona's work of prevention and early detection of suspicious improprieties and anomalies. This Policy also describes the investigation process.
- 1.3 This policy is approved by the Board of Midsona. Exceptions to this Policy are not allowed, unless otherwise approved by the Board of Midsona.
- 1.4 This Policy is applicable to all entities within Midsona, all employees, senior executives, board of directors, within all markets, suspecting serious anomalies and/or improprieties.
- 1.5 In addition, the Policy is open to external parties such as suppliers, customers, contractors, consultants, and other business partners who wish to report suspected serious misconduct related to the Group's operations.

## **2 WHAT IS WHISTLEBLOWING**

- 2.1 Midsona strives to achieve transparency and a high level of business ethics.
- 2.2 Our whistleblowing service offers both internal and external parties a possibility to alert the organization about suspicions of misconduct in confidence. It is an important tool for reducing risks and maintaining



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trust in our operations by enabling us to detect and act on possible misconduct at an early stage.

- 2.3 Whistleblowing can be done openly or anonymously by any person with a legitimate concern regarding the Group's operations.

### **3 WHEN TO BLOW THE WHISTLE?**

- 3.1 The whistleblowing service can be used to alert us about serious risks affecting individuals, our company/organisation, the society, or the environment. The processing may only refer to data about serious improprieties concerning:

- i. accounting, internal accounting controls, auditing matters, fight against bribery, banking- and financial crime,
- ii. mismanagement of the Group's resources;
- iii. breaches of the Group's Code of Conduct;
- iv. illegal conduct, such as theft, violence or threatened violence, and criminal damage against property;
- v. other serious improprieties concerning Midsona's or the Group's vital interests or the life or health of individual persons, as for instance serious environmental crimes, major deficiencies that regard the security at the place of work and very serious forms of discrimination or harassments.

- 3.2 Employees are asked to contact their supervisor or manager for issues relating to dissatisfaction in the workplace or related matters, as these issues cannot be investigated in the scope of the whistleblowing.

- 3.3 A person who blows the whistle does not need to have firm evidence for expressing a suspicion. However, deliberate reporting of false or malicious information is forbidden. Abuse of the whistleblowing service is a serious disciplinary offence.

- 3.4 External parties should use the whistleblowing channel for issues of serious concern relating to the Group's activities, but not for ordinary



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commercial complaints or contractual disputes.

#### **4 HOW TO BLOW THE WHISTLE?**

There are different ways to raise a concern:

- i. **Alternative 1** Contact a supervisor or manager within our organisation.
- ii. **Alternative 2** Contact any member of the Whistleblowing team comprising of Chairman of the Audit Committee and Director Legal.
- iii. **Alternative 3** Anonymous or confidential messaging through the whistleblower communication channel to the whistleblowing team: <https://report.whistleb.com/midsona>

We encourage anybody who shares their suspicions to be open with their identity. All messages received will be handled confidentially. For those wishing to remain anonymous, we offer a channel for anonymous reporting. The whistleblowing channel enabling anonymous messaging is administrated by WhistleB, an external service provider. All messages are encrypted. To ensure the anonymity of the person sending a message, WhistleB deletes all meta data, including IP addresses. The person sending the message also remains anonymous in the subsequent dialogue with responsible receivers of report. External parties have access to the same reporting channel and enjoy equivalent confidentiality and protection when submitting a report.

#### **5 THE INVESTIGATION PROCESS**

##### **5.1 The whistleblowing team**

- 5.1.1 Access to messages received through our whistleblowing channel is restricted to appointed individuals with the authority to handle whistleblowing cases. Their actions are logged, and handling is confidential. When needed, individuals who can add expertise may be included



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in the investigation process. These people can access relevant data and are also bound to confidentiality.

5.1.2 If a person raises a concern directly to a supervisor, manager or by contacting the whistleblowing team in person the message is treated according to these guidelines.

5.1.3 Reports from external parties shall be handled in the same way and with the same level of confidentiality as internal reports.

## 5.2 **Receiving a message**

5.2.1 Upon receiving a message, the whistleblowing team will assess whether the issue can be handled under this Policy. If the message is accepted, appropriate investigative steps will be initiated (see Investigation below). The whistleblowing team may decide not to proceed with a message if: :

- i. the alleged conduct is not reportable conduct under this Policy;
- ii. the message has not been made in good faith or is malicious;
- iii. there is insufficient information to allow for further investigation; or
- iv. the subject of the message has already been solved.

5.2.2 If a message includes issues not covered by the scope of this Policy, the whistleblowing team should take appropriate actions to get the issue solved.

5.2.3 The whistleblowing team will send appropriate feedback within 3 months (or maximum 6 months) upon the date of receiving the report.

5.2.4 Do not include sensitive personal information about anybody mentioned in your message if it is not necessary for describing your concern.

## 5.3 **Investigation**

All messages are treated seriously and in accordance with this Policy:



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- i. No one from the whistleblowing team, or anyone taking part in the investigation process, will attempt to identify the whistleblower.
- ii. The whistleblowing team can, when needed, submit follow-up questions via the channel for anonymous communication.
- iii. A message will not be investigated by anyone who may be involved with or connected to the misgiving.
- iv. The whistleblowing team decides if and how a whistleblowing message should be escalated.
- v. Whistleblowing messages are handled confidentially by the parties involved.

#### 5.4 **Whistleblower protection in the case of non-anonymous whistleblowing**

5.4.1 A person expressing genuine suspicion or misgiving according to this Policy will not be at risk of losing their job or suffering any form sanctions or personal disadvantages as a result. It does not matter if the whistleblower is mistaken, provided that he or she is acting in good faith.

5.4.2 Subject to considerations of the privacy of those against whom allegations have been made, and any other issues of confidentiality, a non-anonymous whistleblower will be kept informed of the outcomes of the investigation into the allegations.

5.4.3 In cases of alleged criminal offences, the whistleblower will be informed that his/her identity may need to be disclosed during judicial proceedings.

#### 5.5 **Protection of, and information to, a person specified in a whistleblower message**

5.5.1 The rights of the individuals submitting the message or specified in a whistleblower message are subject to the relevant data protection laws. Those affected will be entitled to the right to access data relating



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to themselves and should the information be incorrect, incomplete or out of date to require amendments or deletion of data.

5.5.2 These rights are subject to any overriding safeguarding measures required to prevent the destruction of evidence or other obstructions to the processing and investigation of the case.

**5.6 Deletion of data**

Personal data included in a whistleblowing messages and investigation documentation is deleted when the investigation is complete, with the exception of when personal data must be maintained according to other applicable laws. Permanent deletion is carried out 30 days after completion of the investigation. Investigation documentation and whistleblower messages that are archived should be anonymised under GDPR; they should not include personal data through which persons can be directly or indirectly identified.

**5.7 Reporting to the Board of Directors**

5.7.1 The Whistleblowing Team, through its appointed owner (Director Legal), shall provide continuous reporting to the Board of Directors on all whistleblowing cases received, including their handling and outcomes, while maintaining confidentiality and anonymity for all individuals involved. In addition to ongoing reporting, the Board shall receive consolidated updates at least once per year. Serious or material cases shall be reported to the Chair of the Board without delay. LEGAL BASIS OF THE WHISTLEBLOWING POLICY

5.7.2 This policy is based on the EU Whistleblower Protection Directive (EU) 2019/1937, the Swedish Whistleblower Act (2021:890), and the EU General Data Protection Regulation (GDPR).

**6 TRANSFER OF PERSONAL DATA OUTSIDE THE EEA**

Data is stored within the EU. There is a general prohibition on the transfer of personal data out of the European Economic Area (EEA) unless specific mechanisms are used to protect data.