

Gerolymatos International

WHISTLEBLOWING POLICY



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1. INTRODUCTION - PURPOSE

From its establishment until today, the Company 'GEROLYMATOS INTERNATIONAL COMMERCIAL AND INDUSTRIAL SOCIETE ANONYME' (hereinafter referred to as 'the Company') has been operating in accordance with the principles of integrity, transparency, respect, social responsibility and protection of public interest.

The Company has zero tolerance in corruption, bribery, accepting bribery, violence and harassment and is committed to operating with professionalism, legality, equity, transparency and integrity in all its professional manifestations. Cultivating a climate of open communication with the Company is its primary concern, with the object of ensuring a timely response to incidents of illegal or irregular behaviour.

Within the above framework, in full compliance with the requirements of Laws 4990/2022, 4808/2021 and the law in general, the Company is adopting this Whistleblowing Policy in order to create the necessary framework for the timely detection and handling of criminal offences and other irregularities, setting the following objectives:

- A commitment from the Company that all reports and complaints shall be treated with absolute confidentiality to the extent permitted by law;
- Reassuring complainants so that they feel safe enough to report the commission of illegal acts;
- Providing appropriate channels of communication for complainants, so that they can report any violations that they may have become aware of in the course of their work, and so that they can receive updates on the processing of their reports and any related action taken;
- Ensuring the protection of complainants from retaliation if they disclose information under this policy;
- Contributing to the promotion and development of a culture of accountability, regulatory compliance, respect and integrity.

2. SCOPE

2.1. This Policy applies to and is addressed to any person who provides services, or works or cooperates in any way with the Company, as well as to any third party associated with its business activity. Specifically, it applies to:

- All employees of the Company with a dependent employment contract (full- or part-time, indefinite or fixed-term);
- Shareholders and persons participating in the administrative, managerial or supervisory bodies of the Company, including non-executive members of the Board of Directors, as well as volunteers and paid or unpaid interns;
- Those employed by mandate under a project-based contract for the provision of independent services;
- Any persons working under the supervision and instructions of contractors, subcontractors and suppliers of the Company;
- Persons reporting information regarding violations who were working under an employment contract that has expired for any reason, including retirement, as well as persons whose employment contract has not yet commenced, in cases where information about violations was acquired during the recruitment process or another stage of negotiations prior to conclusion of a contract.

2.2. The application of this Policy pertains to irregularities/illegal practices that have taken place in the course of the Company's operations, specifically relating to:

2.2.1. Violations of European law (EU Regulations and Directives) in the following areas:

- public procurement contracts;
- financial services, products and markets, as well as the prevention of money laundering and terrorist financing;
- safety and conformity of products;
- transportation safety;
- environmental protection;
- protection from radiation and nuclear safety;
- food and animal feed safety, as well as animal health and welfare;

- public health;
- consumer protection;
- protection of privacy and personal data, as well as the security of network and information systems.

2.2.2. Violations affecting the financial interests of the EU pursuant to Article 325 of the Treaty on the Functioning of the European Union (TFEU).

2.2.3. Violations relating to the internal market, as referred to in Article 26(2) of the TFEU, including infringements of EU rules on competition and State aid, as well as infringements relating to the internal market with regard to transactions in breach of corporate tax rules or arrangements designed to secure a tax advantage that defeats the object or purpose of the applicable corporate tax legislation.

2.2.4. Violations of the provisions of National Law (laws, presidential decrees, ministerial decisions, judicial decisions, decisions of national supervisory and regulatory authorities, etc.) and/or Company codes, policies and regulations. Such violations include, among others, the following:

- Acts giving rise to suspicions of fraud or corruption;
- Acts that harm the reputation and scope of the Company;
- Acts that conflict with the interests of the Company;
- Serious violations of the Company’s policies and Code of Ethics;
- Serious irregularities, as well as material violations that are associated with the productive and commercial activities of the Company;
- Acts that endanger the health and safety of employees;
- Offering or accepting bribes;
- Acts detrimental to the environment;
- Theft, embezzlement, money-laundering, breaches of confidentiality and personal data protection;
- Acts of intimidation, discrimination, threats, blackmail, use of force, slanderous defamation;
- Any kind of misconduct, harassment, or abuse of managerial rights.

2.3. This Policy does not apply to, and has no impact on, the Company’s policies and procedures for individual employee complaints or complaints regarding work performance

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and terms and conditions of employment, which remain under the management and supervision of the Human Resources Department. Neither does it apply to complaints regarding violence and harassment which are regulated by the respective Company policy, which has already been adopted and communicated to all persons falling under its scope.

3. LEGISLATIVE & REGULATORY FRAMEWORK

The following legislative and regulatory framework has been taken into account in drafting this policy:

- Law 4990/2022: Protection of persons who report breaches of EU law — Incorporation of Directive (EU) 2019/1937 of the European Parliament and of the Council of 23 October 2019 (L 305);
- Directive (EU) 2019/1937 of the European Parliament and of the Council of 23 October 2019 on the protection of persons who report breaches of EU law;
- Law 4808/2021 On Labour Protection - Ratification of ILO C190 (the Violence and Harassment Convention, 2019) on the elimination of violence and harassment in the workplace;
- Law 4624/2019 - Personal Data Protection Authority, implementing measures of Regulation (EU) 2016/679;
- Regulation (EU) 2016/679 of the European Parliament and of the Council of 27 April 2016 on the protection of natural persons with regard to the processing of personal data and on the free movement of such data, and repealing Directive 95/46/EC (General Data Protection Regulation).
- Protection of whistleblowers acting in the public interest:<https://www.oecd.org/corruption/anti-bribery/OECD-Guidelines-Whistleblower-Protection-Companies-in-Greece-GRE.pdf>

4. DEFINITIONS

For the purposes of this Policy, the following terms have the following meanings:

- a. 'Receiving Officer' means a person responsible for receiving and monitoring reports;

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b. 'Report' means the oral or written report made in good faith of an incident identified by the complainant that falls within the scope of this Policy;

c. 'Internal report' means a report made to the Receiving Officer from a source within the Company;

d. 'External report' means a report to the National Transparency Authority (NTA), the Labour Inspectorate or other competent authority;

e. 'Reported person' means a natural or legal person, named in the Report as a person to whom the irregular conduct is attributed, or who is connected to a person to whom the irregular conduct is attributed;

f. 'Whistleblower'¹ means a natural person who makes a report, providing information about violations that have come to his/her attention in the course of his/her work;

g. 'Retaliation' means any act or omission, directly or indirectly attributable to the Report, which takes place within the context of employment and is likely to cause undue harm to the person making the report or place him/her at a disadvantage;

h. 'Reasonable grounds' means the reasonable belief that a colleague with similar knowledge, training, experience, could agree with the Reporting person that the information in his/her possession is true and constitutes a violation falling within the scope of this Policy;

i. 'Violations' means acts or omissions that are illegal, and which fall within the scope of this Policy.

j. 'Information related to violations' means information, including reasonable suspicions, regarding violations that have been committed or are very likely to have been committed in the Company, as well as information regarding attempts to conceal violations.

¹ The word 'whistleblowing' is a compound of the English words 'whistle' and 'blow' and metaphorically has the meaning to denounce or reveal information. In practice, it means an act by a natural person who believes that the public interest prevails over the interests of the organisation in which he/she is working, and who proceeds to denounce illegal practices in their workplace.

5. INTERNAL REPORTING PROCEDURE - ROLE OF THE RECEIVING OFFICER

An important condition for the protection of whistleblowers is that there should be reasonable grounds to believe, at the time the report is made, that the information relating to the reported violations/infringements is true, and that said violations fall within the scope of this policy.

5.1 Reporting methods

An Internal Report within the Company may be submitted in the following ways, by name or anonymously:

- In writing, via the Company's website in the corresponding 'Speak-Up' section;
- In writing by e-mail to the following e-mail address: speakup@gerolymatos-int.com
- In writing by post, to the address 'GEROLYMATOS INTERNATIONAL SA', 8, Asklipiou Street, Postcode 14568, Kryoneri, Attica, addressed to the Receiving Officer and marked 'Confidential', or
- Orally, by telephone to 210-3500805 or 210-3500814.
- It is also possible to arrange a personal meeting with the Receiving Officer within a reasonable period of time following the submission of the reporting person's request.

Where a telephone hotline or other telephone message system is used to make a report, recording of the conversation is permitted, provided the reporting person has given his/her legal consent. Where a telephone line or other telephone messaging system is used to make a report without the conversation being recorded, the Receiving Officer shall have the right to document the oral report in the form of an accurate record of the conversation, to be drawn up by the person responsible for handling the report. The person making the report shall be given the opportunity to verify, correct, and agree with the record of the conversation before signing it.

When the whistleblower requests a personal meeting with the Receiving Officer, subject to the former's consent, a complete and accurate record of the meeting shall be kept in a permanent and retrievable form, either by automatic recording of the conversation, or drafted in written form by the Receiving Officer, in which case the

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whistleblower shall be given the opportunity to verify, correct, and agree with the information and shall proceed to sign the record. If the person refuses to sign the report, this shall be noted by the author of the record.

Anonymous reports are considered and investigated, but anonymity may of course, in certain cases, limit the ability to investigate the report effectively. In every case, the report should record and reference the information necessary to facilitate the respective investigation of the incident, including for example, a description of the circumstances, the name of the person or persons who appear to be involved in the incident, and the name of any person or persons who witnessed the incident.

5.2 Receiving Officers — Principles & Competencies

The persons designated within the Company to take all the necessary actions in the capacity of Receiving Officers are Ms Sofia Trikalinou, Human Resources Department, and Ms Amalia Tovlatidou, Legal Department. If the report concerns either of the above persons, the other shall act as the Receiving Officer.

The contact details of the Receiving Officers are as follows: a) Sofia Trikalinou, Tel. No 210 3500805, speakup@gerolymatos-int.com and b) Amalia Tovlatidou, Tel. No 210 3500814, speakup@gerolymatos-int.com

Their term of office shall be two (2) years, but this may be terminated earlier on material grounds.

5.2.1 Principles governing the role of the Receiving Officer.

Receiving Officer shall carry out his/her duties guided by the following:

- Integrity, objectivity, impartiality, transparency and social responsibility;
- Respect for and compliance with the rules of secrecy and confidentiality with regard to information of which they become aware in the performance of their duties;
- Non-conflict of interest issue in the procedure. In the event that the officer is impeded due to a conflict of interest in a particular case, they must withdraw from investigating it.

5.2.2. Responsibilities of the Receiving Officer

The Receiving Officer shall be responsible for the following:

(a) providing appropriate information on the possibility of submitting a report either within the Company (through internal channels) or, as appropriate, to the National Transparency Authority, EU institutions, the Labour Inspectorate or another authority (through external channels);

(b) receiving reports of violations falling within the scope of this Policy (see the draft report in the Annex);

(c) confirming receipt of the report to the whistleblower within seven (7) working days of the date of receipt;

(d) taking the necessary steps to forward the report for consideration by the competent officers and bodies of the Company, that is, the Managing Director and the head of the department who, depending on the report under review, is the most appropriate person to become involved, or the respective competent bodies according to the circumstances of the case, or closing the case by archiving the report, if it is unintelligible or filed abusively, or does not contain any incidents substantiating a violation, or if there are no serious indications of such a violation.

The relevant decision shall then be communicated to the whistleblower who, if he/she believes that his/her complaint has not been dealt with effectively, he/she may resubmit it through external reporting channels to the appropriate authorities;

(e) ensuring the confidentiality of the whistleblower's identity, as well as that of the suspect and any third party named in the report, by preventing access to unauthorized persons;

(f) monitoring reports and maintain communications with the reporting person and, if necessary, requesting further information from the latter, the person accused or even from third parties, without violating confidentiality;

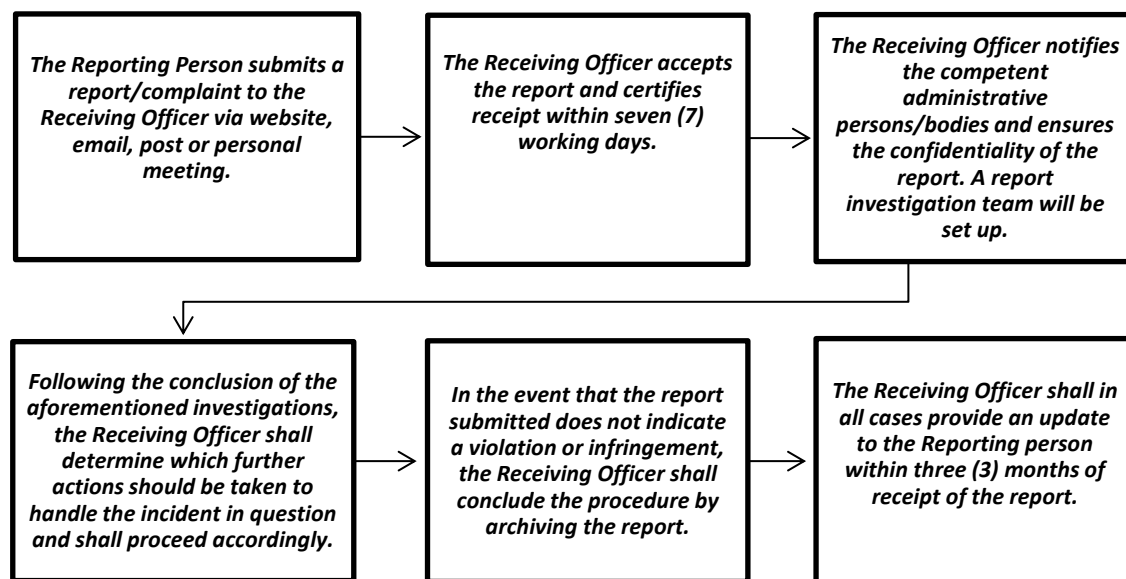
(g) informing reporting persons of actions taken within a reasonable period of time not exceeding three (3) months from the receipt of the report or, if no confirmation has been sent

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to the reporting person, within three (3) months from the end of seven (7) business days after submission of the report;

(h) designing and coordinating training initiatives regarding ethical conduct and internal policy-making.

The following is the procedure for submitting a report to the Receiving Officer:



6. CONFIDENTIALITY

The Company shall ensure that personal data and any information related to the identification of the reporting person, the person accused and any third party named in the report, are not disclosed to anyone other than the duly authorized persons or bodies responsible for receiving or monitoring the Report.

The identity of the above persons and any other information may only be disclosed where required by European or National Law, in particular in the context of investigations by the competent authorities or in judicial proceedings, as well as where necessary to serve the purposes of this Policy, or to safeguard the rights of the person accused of a violation.

Such disclosures shall be made after the subject has been informed in writing of the reasons for disclosure of their identity or other confidential information, unless such disclosures would undermine investigations or judicial proceedings.

7. PROCESSING OF PERSONAL DATA

Any processing of personal data under this Policy shall comply with the applicable National and European legal and regulatory framework, and in particular Regulation (EU) 2016/679 (the General Data Protection Regulation).

The sole purpose of processing of personal data taking place in the context of this Policy, is to fulfill the obligation of establishing channels of communication for internal Reports. The information contained in the Reports may be transmitted to the competent supervisory and investigation bodies, and may be used as evidence in administrative, civil and criminal investigations and proceedings.

The controller shall take appropriate technical and organizational measures such that, when submitting and following up on reports, only the personal data necessary and appropriate to the achievement the purposes of this Policy are collected. Personal data not related to the handling of a specific report shall not collected or, if they are collected accidentally, they shall be promptly deleted.

In particular, it should be noted that:

(a) The controller shall not provide respective information regarding the processing of personal data to the Reported person or to any third party in their capacity as the data subject named in the report or the personal data arising from follow-up measures, for as long as and as deemed necessary for the purpose of preventing and addressing attempts to hinder the Report, in particular with regard to investigations or identification of persons involved.

(b) The controller may not be required to respond to the rights derived from Articles 15 to 22 of the GDPR, when these are to be exercised by the Reported persons or third parties named in the report, or if the question arises from follow-up measures in accordance with the foregoing.

(c) In the event of a personal data breach, the controller fails to notify the data subject, if such communication could be deemed detrimental to the intended purposes of this Policy.

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However, they shall notify the Personal Data Protection Authority, which, after investigating the reasons cited, may ask that notification be made, if it considers that the conditions for omitting notification are not met.

For more information regarding the processing of your personal data, please refer to the Company's Employee Privacy Policy.

8. KEEPING OF RECORDS OF REPORTS

The Receiving Officer shall keep records of each Report they receive, as well as records in accordance with confidentiality requirements. Reports and records, in the case of oral reporting, shall be stored for a reasonable period of time in compliance with EU requirements or, as appropriate, national law, and in any event until the conclusion of any investigation or judicial proceedings.

9. REPORTING PERSONS (WHISTLEBLOWERS) — PROHIBITION OF RETALIATION

The Company undertakes to protect Reporting persons who submit Reports in good faith from any acts of retaliation in relation to their present and future professional treatment, or any associated discrimination or adverse personal treatment.

Where reports have been made in good faith, the following forms of retaliation shall be specifically prohibited:

- Termination, dismissal or other equivalent measures;
- Demotion, overlooking or depriving a person of promotion;
- Removal of duties, change of place of work, reduction of salary, change of working hours;
- Deprivation of training;
- Negative performance evaluations or negative professional recommendation letters;
- Reprimands, imposing disciplinary or other measures, including financial penalties;
- Coercion, intimidation, harassment or marginalisation;

- Discrimination or unfair treatment;
- Failure to convert a temporary employment contract into a permanent one;
- Non-renewal or early termination of a temporary employment contract;
- Intentional harm, including defamation of reputation, particularly on social media, or financial damage, including damage to business activity and loss of income;
- Blacklisting in a professional sector or industry by formal or informal agreement, which may mean that the person will be unable to find a job in the sector or industry in the future;
- Early termination or cancellation of contracts for goods or services;
- Revocation or cancellation of a diploma or licence;
- Referral for psychiatric or medical follow-up;
- Refusal or deprivation of reasonable arrangements for persons with disabilities.

The Company undertakes to ensure that during the initial investigation phase, all persons suspected of violations or infringements shall be granted the right to express their opinion regarding the report in question, either in writing or orally at a meeting with the Receiving Officer, in all cases in compliance with confidentiality requirements.

The Company shall take due account of the presumption of innocence and is committed to respecting the framework of protection against retaliation in the case of the suspected person (equivalence), if the respective investigation fails to confirm the contents of the report.

10. SUPPORT MEASURES FOR REPORTING PERSONS

Persons reporting violations have the following rights:

- Free legal advice regarding the procedures and means of legal protection against retaliation before any authority, as well as free legal assistance from lawyers on the list compiled by the Ministry of Justice, in cooperation with the country's bar associations.

- Free provision of psychological support from psychiatrists and psychologists included on the list to be drawn up by the Ministry of Health, in cooperation with medical associations and associations of psychologists of the country.

11. ADOPTION AND REVISION OF THE POLICY

This Policy has been published and posted on the Company's internal website.

This Policy has been approved by the Management of the Company, is reviewed on a regular basis and revised as needed.

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Reporting form for violations of National or European Law

DETAILS OF THE REPORTING PERSON:		
Full name:		
Relationship with the Company:		
E-mail address:		
GENERAL INFORMATION:		
Date of report:		
Date of incident:		
PARTIES INVOLVED:		
Name of person committing the alleged violation:		
Position of person committing the alleged violation:		
Other parties involved in the incident constituting the violation (e.g. witnesses):	Full name:	Position in the Company:
INFORMATION REGARDING THE INCIDENT:		
Category of incident:	National Law:	European Law:
Incident subcategory (e.g. bribery, harassment etc):		
Related project or procedure:		
BRIEF DESCRIPTION OF THE INCIDENT:		



TABLE OF CHANGE HISTORY

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