

WHISTLE-BLOWER POLICY

Code for dealing with suspicions of wrongdoing

Introduction

The ForFarmers Code of Conduct comprises guidelines and principles for day-to-day activities. ForFarmers believes that it is vital that these guidelines and principles are upheld and that any suspicion of wrongdoing or the discovery of wrongdoing is reported. The company can then take appropriate action. The company therefore encourages everyone to raise any concerns they might have about the conduct of others or the way in which the company deals with certain issues which may entail (suspicion of) wrongdoing. The normal procedure would be to bring such issues to the attention of their superior. This code of conduct provides a procedure for cases in which this is not possible or desirable. This code of conduct outlines how employees can raise (suspicions of) wrongdoing and how these should be dealt with if the employee in question does not consider the standard procedure the appropriate course of action.

This code applies to all employees and others who work for or on behalf of ForFarmers, including agents and dealers. In other words, people from outside the company can also report (suspected) wrongdoing on the basis of this code.

The broad structure of the code is as follows:

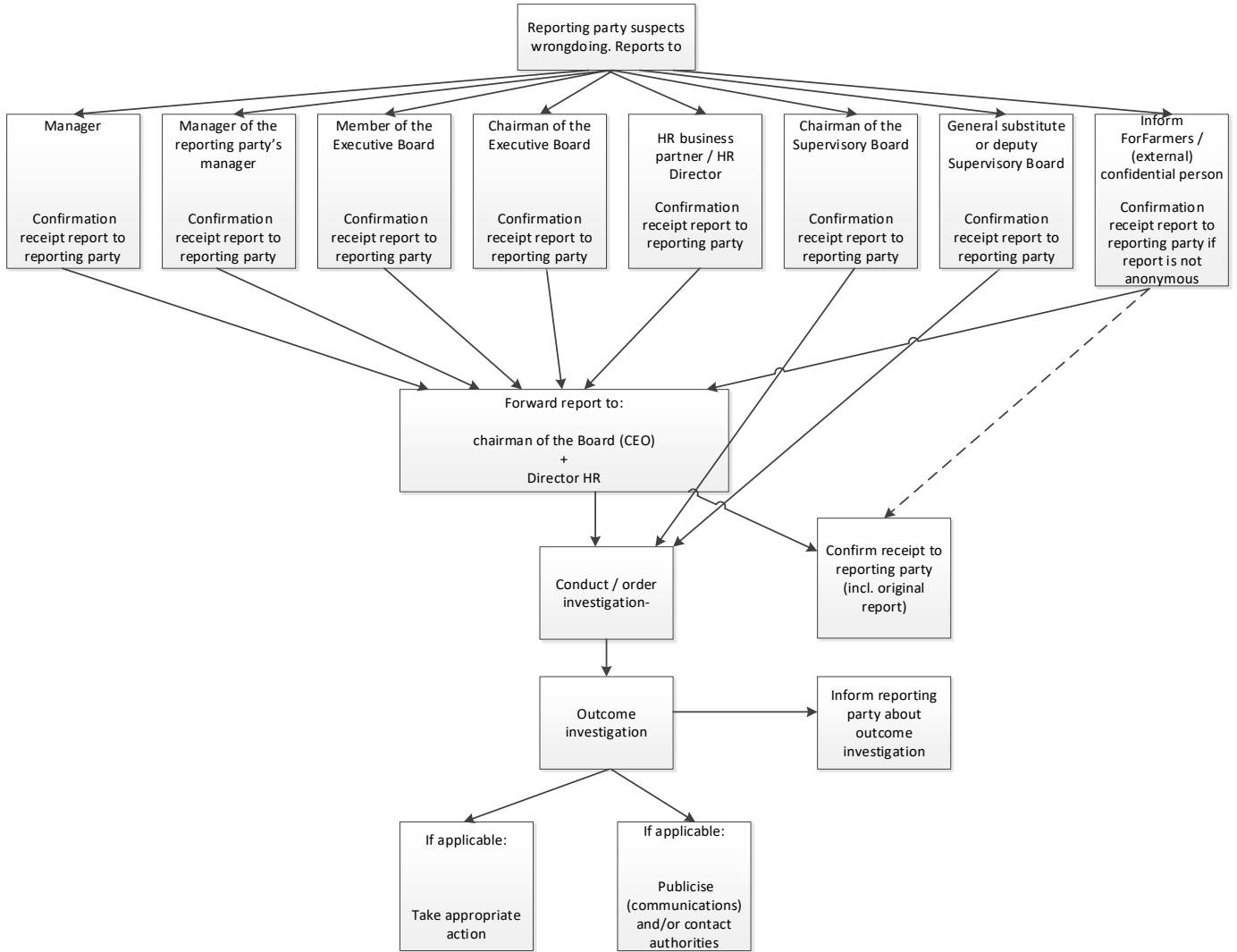
1. Description of the purpose of the code.
2. Diagram of the reporting procedure (in brief).
3. Relevant principles and actions.
4. Standard procedure.
5. Procedure for a report to the chairman of the Supervisory Board.
6. Making a statement with an external confidant (Open talk).
7. Glossary of the various terms used.

1. Purpose

The purpose of the code is to:

- i. Encourage a culture of openness, honesty, responsibility and integrity.
- ii. Provide employees with an opportunity to express their concerns about suspected wrongdoing in instances where there is no other way to resolve the matter.
- iii. Enable the company to respond appropriately to any suspicion of wrongdoing.
- iv. Protect employees who report a suspicion of wrongdoing in good faith from disciplinary action or unfair treatment as a result of their having expressed concerns.

2. Diagram of the reporting procedure (in brief)



3. Principles and actions

- i. Everyone should be aware of the importance of preventing and eliminating wrongdoings related to the company's operations. The people concerned should be vigilant when it comes to conduct that is not permitted (illegal) or unethical and should report same when they are or become aware of such conduct.
- ii. The reporting party can report a suspicion of wrongdoing to various persons within the company. These are:
 - a) the manager;
 - b) the manager of the reporting party's manager;
 - c) a member of the executive board;
 - d) the chairman of the board;
 - e) the HR business partner or HR director;
 - f) the chairman of the supervisory board in the event that the suspicion of wrongdoing involves a member of the executive board or a member of the supervisory board;
 - g) the general substitute or deputy for the supervisory board in the event that the suspicion of wrongdoing involves the chairman of the supervisory board;
 - h) via an external confidant (see point 6).

The reporting party may choose to submit their report to more than one person at the same time.

- iii. Both the reporting party and the person to whom the report was made will treat the report confidentially. No information will be made available to third parties inside or outside ForFarmers or its group companies without the express permission of the chairman of the executive board (or in relevant instances, the chairman of or general substitute for the supervisory board). When information is passed on, the name of the person involved will not be made public and the information will be provided in such a way as to safeguard the anonymity of the reporting party (as much as possible).
- iv. All issues raised in the context of this code will be investigated thoroughly, effectively and in complete confidentiality. The reporting party will be informed of the outcome of this investigation.
- v. Conducting an investigation or having same conducted with respect to a suspicion of wrongdoing is the sole responsibility of ForFarmers and not of the reporting party.
- vi. Any steps, measures, communications (internal or external) or any other action, whether or not these involve external parties and/or government bodies, shall be taken solely by ForFarmers.
- vii. The person who has reported a suspicion of wrongdoing in good faith, while taking the provisions of this code of conduct into careful consideration, will not suffer any detrimental effects whatsoever from the reporting of same.
- viii. ForFarmers retains the right, in the event of any dishonest application of this code by a reporting party (for instance, in the case of reports the party knows or should be expected to know are incorrect or false), to impose any sanctions it is legally permitted to impose on said person.

4. Procedures

- i. The reporting party reports a suspicion of a wrongdoing to one or more of the persons indicated above ('informed party').
- ii. The informed party records the report, including the date on which it was received, in writing and has the reporting party sign it for approval. The reporting party receives a copy of same ('1st report').
- iii. The informed party ensures that
 - a) the chairman of the executive board and the director HR are informed as soon as possible of a reported suspicion of wrongdoing and of the date on which the report was received, and
 - b) the chairman of the executive board and the director HR a copy of the 1st report.
- iv. The chairman of the executive board ensures that a confirmation of receipt is sent to the party who reported the suspicion of wrongdoing (2nd report). The confirmation of receipt will refer to the original 1st report.
- v. In the event of an anonymous report to the external confidant (Open talk), arrangements will be agreed with the person involved about how the person involved will be informed about the report and the steps ForFarmers is taking.
- vi. As soon as possible after a suspicion of wrongdoing is reported, the chairman of the executive board will (order the) launch (of) an investigation.
- vii. Within four weeks of the date of the 2nd internal report, the reporting party will receive a written message from or on behalf of the chairman of the executive board stating ForFarmers' position with respect to the reported suspicion of wrongdoing. The message will state which steps have been taken in relation to the report.
- viii. If ForFarmers cannot state its position within four weeks, the reporting party will be informed of same by or on behalf of the chairman of the executive board and will be notified of the timeframe in which they may expect to receive such a position.
- ix. In the event that the suspicion of wrongdoing involves a member of the executive board or a member of the supervisory board, the chairman of the supervisory board will assume the tasks assigned to the chairman of the executive board in this code.
- x. In the event that the suspicion of wrongdoing involves the chairman of the supervisory board, the general substitute of the supervisory board will assume the tasks assigned to the chairman of the executive board.

5. Report to the chairman of the supervisory board

- i. The reporting party can report a suspicion of wrongdoing to the chairman of the supervisory board (or their substitute in the event that the chairman of the supervisory board has already addressed the suspected wrongdoing or is involved in same) if:
 - a) the reporting party disagrees with the stated position as meant in the section 'procedures';
 - b) the reporting party has not received a position within the required timeframe as meant under 'procedures';
 - c) the term referred to in the section 'procedures' is unreasonably long in view of the circumstances and the reporting party has lodged an objection to same with the chairman of the executive board, and the latter has failed to designate a shorter, more reasonable timeframe;
 - d) there has been a previous internal report on what amounts to the same wrongdoing, which has failed to result in the elimination of said wrongdoing.
- ii. The chairman of the supervisory board records the report and the date on which it was received in writing and has the reporting party sign said record for approval. The reporting party receives a copy of same (1st report).
- iii. The chairman of the supervisory board sends a confirmation of receipt to the person who reported a suspicion of wrongdoing (2nd report). If the reporting party has reported a suspicion of wrongdoing on a previous occasion, the confirmation of receipt will refer to the original report.
- iv. As soon as possible after the report of a suspicion of wrongdoing, the chairman of the supervisory board will (order the) launch (of) an investigation.
- v. Within four weeks of the date of the 2nd internal report, the reporting party will receive a written message from or on behalf of the chairman of the supervisory board stating ForFarmers' position with respect to the reported suspicion of wrongdoing. The message will state which steps have been taken with respect to the report.
- vi. If ForFarmers cannot state its position within four weeks, the reporting party will be informed of same by or on behalf of the chairman of the supervisory board and will be notified of the timeframe in which they may expect to receive such a position.

6. Making a statement with an external confidant (Open talk)

If you can't, or do not wish to, make a statement via the internal procedures, you have the option of making a statement with an external confidant. Hoffman Bedrijfsrecherche is available for this purpose via the following contact details.

You are not obliged to disclose your identity and if you do decide to provide details of your name, Hoffmann Bedrijfsrecherche will never disclose this without your permission. You agree how you wish to be informed regarding the progress of your statement with Hoffmann's contact person.

External confidant's contact details

From the UK:

- i. Consult the website www.meldmisstanden.nl (select the desired language on this page)
- ii. Telephone number (+31) 573 288192;
available from Monday to Friday from 7 a.m. to 7 p.m. (GMT).

From the Netherlands and Belgium:

- i. Consult the website www.meldmisstanden.nl (select the desired language on this page)
- ii. Telephone number (+31) 573 288192;
available from Monday to Friday from 8 a.m. to 8 p.m. (CET).
- iii. From the Netherlands only:
Telephone number 0900-hoffmann (0900-4633626);
available from Monday to Friday from 8 a.m. to 8 p.m. (CET).

From Germany/Poland:

- i. Consult the website www.meldmisstanden.nl (select the desired language on this page)
- ii. Telephone number (+31) 573 288192;
available from Monday to Friday from 8 a.m. to 8 p.m. (CET).

7. Glossary of terms

In this code, the terms used are understood to have the following meaning:

- i. *board*: the ForFarmers Executive Committee (-/Board);
- ii. *director HR*: the member of the board responsible for human resources (HR);
- iii. *ForFarmers*: ForFarmers N.V.;
- iv. *Informed party*: the person the reporting party informs of a suspicion of wrongdoing;
- v. *Open talk*: the (external) contact point available to report suspicions of wrongdoings, either anonymously or not. The relevant contact details are available at point 6;
- vi. *manager*: the reporting party's manager or the person responsible for the reporting party;
- vii. *reporting party*: the person who – whether employed directly or not – is active on behalf of ForFarmers and its group companies;
- viii. *a suspicion of wrongdoing*: a suspicion of wrongdoing based on reasonable grounds or knowledge, relating to ForFarmers and its group companies, of alleged general, operational and financial irregularities, including those relating to:
 - a) (the threat of) a criminal offense, such as corruption, bribery, fraud, money laundering, theft and embezzlement;
 - b) (the threat of) a violation of regulations and legislation;
 - c) a risk to public health, animal welfare, safety or the environment;
 - d) (the threat of) a deliberate provision of misinformation to public bodies;
 - e) a violation of the codes of conduct prevailing within the company, or
 - f) (the threat of) the deliberate withholding, destruction or manipulation of information about said facts.

Wrongdoings as meant in this code of conduct are not taken to include flippant accusations or personal complaints, objections or grievances, conscientious objections and other objections for which separate procedures are in place or that can be raised via the relevant procedures, consultation methods or persons.
- ix. *HR business partner/HR director*: the person(s) appointed as a point of contact for the business/HR director. These are listed on Connect;
- x. *chairman of the executive board*: the chairman of the ForFarmers executive board;
- xi. *chairman of the supervisory board*: the chairman of the ForFarmers supervisory board.