



Integrity procedure - for reporting irregularities

Do you think that something is not being done by the rules in Mediq?
Report it in accordance with this integrity procedure.

If possible, report an irregularity to your manager.

If that is not possible, you can also use the integrity line: see the last two pages of this brochure for the freephone number and website.

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Introduction

For us at Mediq, working in a correct manner is extremely important. This is not only so because we make it our business to serve our customers' health, but also because of the kind of company we want to be: open and honest.

Good corporate governance means, for instance, that we have a integrity procedure. This allows all staff to report irregularities to the company in a responsible manner. If possible, irregularities should be reported to managers. But if that is not possible or desirable it can also be done via an independent body, anonymously if desired. Reports received will be dealt with diligently and in accordance with a set procedure. In addition, the procedure expressly confirms that staff reporting irregularities will not be faced with any negative consequences as a result.

The integrity procedure that Mediq has drawn up ties in closely with 'Mediq – the essence: the brand and the company code', which sets out, among other matters, Mediq's mission, strategy, core values and company rules. The integrity procedure applies to all staff – regardless of job level, nationality, gender, race or beliefs – who work or have worked at a Mediq operating company.

It is a shared responsibility for the management and all staff of Mediq to prevent irregularities. If one nonetheless arises, we must resolve it in a diligent manner. That is the only way to nurture an open culture in which integrity is a matter of course.

Which kind of irregularities are we talking about?

If you suspect something is not being done by the rules in the company, you can report this. Evidently, there have to be reasonable arguments supporting the suspicion that something is wrong. In addition, the problem must not be resolvable by consultation. Examples are:

- a punishable offence, for instance a breach of statutory or regulatory provisions;
- deliberately providing incorrect information to public organisations (e.g. municipalities, media etc);
- a breach of conduct rules applying within the company as laid down in 'Mediq – the essence' and generally accepted in society;
- deliberately withholding, destroying or manipulating information about this kind of fact.

More specifically, think of instances of theft, corruption, fraud, cartel agreements, threats to public health or the environment and irregularities in the field of safety.

Procedure

REPORTING VIA MANAGER

If possible, you should report suspected irregularities to your manager, who will document the report in writing and give you a copy. The manager will also directly send a copy to the chairman of the Management Board.

REPORTING VIA REPORTING INTEGRITY LINE

If it is not possible or desirable to report an irregularity to your manager, you can also report it via the integrity line of the independent organisation People Intouch. This can be done in two ways:

- via the freephone telephone number (see pages 10 and 11 for the number per country)
- via the website <https://www.speakupfeedback.eu/web/trbtap/> (see pages 10 and 11 for the exact address per country)

The reports will be passed on in writing to the corporate integrity officer of Mediq, Frans Scheefhals (who is also company secretary and head of the legal department). At the staff member's request, he will provide the staff member concerned with a copy of the report. In addition he will directly send a copy to the chairman of the Management Board. After one week, you can hear Mediq's provisional response via the telephone number stated above or read it on the website referred to above.

CONFIDENTIAL TREATMENT

The chairman of the Management Board may decide to launch an investigation. If he considers it necessary, he is free to provide information to third parties inside and outside of Mediq. Your name will not be disclosed if that is done. Everyone who has knowledge of the report will treat the report in the strictest confidence.

OUTCOME

Within eight weeks after the report has been received, you will receive the official response from the chairman of the Management Board. If you put the report in via your manager, you will receive a response in writing. If you used the integrity line, the response will be provided via the integrity line. When you put forward your report you were given a unique code to be able to listen to the response. The official response will also state which steps the report has resulted in. If no response can be provided within eight weeks – for instance because the investigation cannot be completed within that timeframe – you will be notified accordingly in writing or via the integrity line. You will also be informed within which timeframe you can expect to receive the official response.

REPORTING TO THE CHAIRMAN OF THE SUPERVISORY BOARD

In special situations you can report your suspicion of an irregularity to the chairman of the Supervisory Board, for example in one of the following cases:

- the suspicion of an irregularity relates to a member of the Management Board of Mediq;
- you disagree with the official response from the chairman of the Management Board to the report you made in accordance with the integrity procedure;
- the time taken to consider your report is much longer than eight weeks and your objection to that is not accommodated;
- you consider the timeframe of eight weeks to be unreasonably long for your specific report and you have lodged an objection to this with the chairman of the Management Board. However, he has not proposed a shorter, more reasonable timeframe;
- after a reasonable period has passed since the official response was provided, the irregularity has not been eliminated.

Reports to the chairman of the Supervisory Board can be made via the integrity line (see section 'Reporting via integrity line'). The report is forwarded in writing by the independent organisation to the corporate integrity officer. He will provide the staff member with a copy of the report at the staff member's request. He will also directly send a copy to the chairman of the Supervisory Board. He will not disclose your name within the organisation, not even to the chairman of the Management Board.

The chairman of the Supervisory Board can decide to launch an investigation. If he considers it necessary, he is free to give information to third parties inside or outside of Mediq. Your name will not be disclosed if this is done. Everyone who has knowledge of the report will treat the report in the strictest confidence.

You will receive the outcome of the investigation in writing or via the integrity line (see section 'Outcome' above).

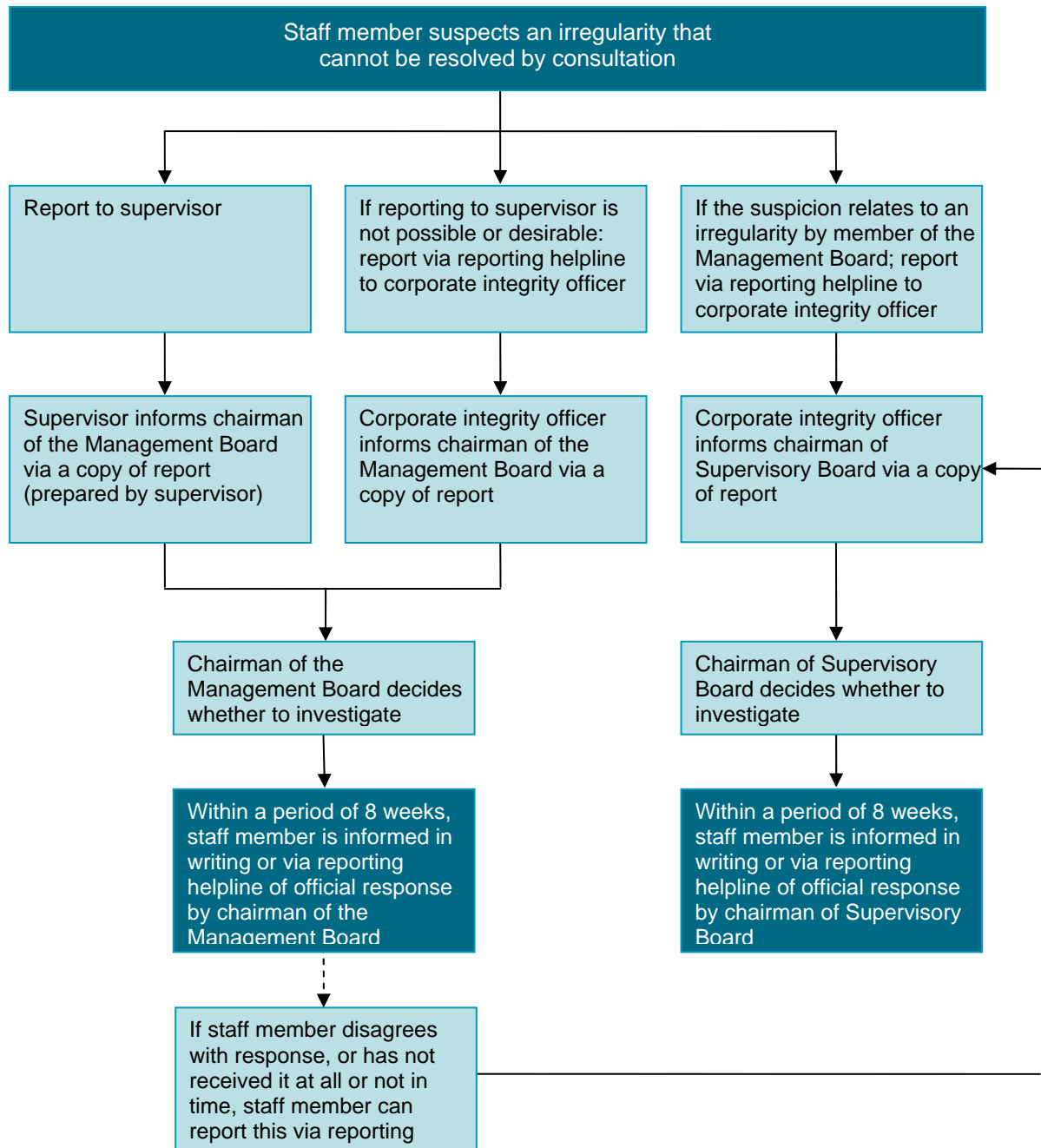
LEGAL PROTECTION

If you have reported, in good faith, a suspicion of an irregularity in accordance with the integrity procedure you will not be disadvantaged in any way as a result of this.

ANONYMOUS REPORTS

Anonymous reports can only be made via the telephone integrity line or the website. Other anonymous reports will not be considered, as it would not be possible to request further information or provide feedback on how the report is being dealt with.

Chart of procedure



Integrity procedure

– official regulations

Definitions

ARTICLE 1

The following definitions apply in these regulations:

- **company:** the company Mediq NV and all (group) companies affiliated with it;
- **staff member:** a person who, as an employee or otherwise, works or has worked for the company;
- **manager:** the person who directly supervises the staff member;
- **corporate integrity officer:** the person designated as such by Mediq NV;
- **suspicion of an irregularity:** a suspicion, based on reasonable grounds, relating to the company, in connection with:
 - a. an actual or imminent punishable fact;
 - b. an actual or imminent breach of statutory and regulatory provisions;
 - c. the actual or imminent deliberate provision of incorrect information to public bodies;
 - d. a breach of conduct rules applying within the company; or
 - e. the actual or imminent deliberate withholding, destruction or manipulation of information about those facts.
- **Integrity line:** freephone telephone number or website, administrated by an independent organisation. Mediq does not have access to those systems.

Scope

ARTICLE 2

1. These regulations, worded as they are at present or may be in the future, apply without restriction to all staff members of the company.
2. These regulations, as worded at the time of the termination of work for the company, will continue to apply without impairment to (former) staff members even beyond the termination of their work for the company.

Procedure

ARTICLE 3

1. The staff member should preferably report a suspicion of an irregularity to the manager. If this is not possible or desirable, the staff member can report the suspicion of an irregularity to the corporate integrity officer via the integrity line. The staff member is not permitted under any circumstances to disclose the facts concerned externally, unless the situation as referred to in article 7 paragraph 1 and/or 2 of these regulations occurs.

2. Reports can if necessary be made anonymously via the integrity line. Anonymous reports not made via the integrity line will not be considered, as it would not be possible to assess the correctness of the report, to request further information or to provide feedback on how the report is being dealt with.
3. The manager will document the report in writing, together with the date on which it was received. The staff member will receive a copy. If a report was made via the integrity line, the corporate integrity officer will provide the staff member with a copy of the report at the latter's request.
4. The manager or the corporate integrity officer will directly inform the chairman of the Management Board by providing a copy of the written report, or a copy of the report made via the integrity line.
5. Immediately after receipt of a report, the chairman of the Management Board will decide to launch an investigation or, if there are good reasons for this, not to follow through on the report. The chairman of the Management Board can instruct a third party, whether or not working within the company, including the corporate integrity officer, to perform an investigation under the responsibility of the chairman of the Management Board. The chairman of the Management Board has the right not to launch an investigation, if insufficient information is available for an investigation and if it is not possible to obtain additional information or if it has been established that the report has been made in bad faith.
6. Both the staff member who reports the suspicion of an irregularity and the person to whom the suspicion is reported will treat the report in the strictest confidence. Without the approval of the chairman of the Management Board, no information will be provided to third parties inside or outside of the company. If information is provided, the name of the staff member will not be disclosed.

ARTICLE 4

1. Within a period of eight weeks after the report is received, the staff member will be informed by the chairman of the Management Board, in writing or via the integrity line in the case of a report made via the integrity line, of the official response by the chairman of the Management Board. This will include a statement of the steps the report has resulted in.
2. If the official response cannot be provided within eight weeks the staff member will be informed accordingly by the chairman of the Management Board, in writing or via the integrity line in the case of a report made via the integrity line, and the timeframe within which the official response can be expected will be stated.

ARTICLE 5

1. Staff members can report the suspicion of an irregularity via the integrity line to the chairman of the Supervisory Board if:
 - a. the suspicion of an irregularity relates to a member of the Management Board of Mediq;
 - b. they disagree with the official response from the chairman of the Management Board to their report in accordance with the integrity procedure;
 - c. the time taken to consider their report is much longer than eight weeks and their objection to that is not accommodated;

- d. they consider the timeframe of eight weeks to be unreasonably long for their specific report and they have lodged an objection to this with the chairman of the Management Board, and he has not proposed a shorter, more reasonable timeframe;
 - e. after a reasonable period has passed since the official response was provided, the irregularity has not been eliminated.
2. Reports to the chairman of the Supervisory Board must be made via the integrity line. The corporate integrity officer will directly inform the chairman of the Supervisory Board by providing a copy of the report made via the integrity line.
The corporate integrity officer will provide the staff member with a copy of the report at the latter's request. If the staff member has already reported the suspicion of an irregularity previously, reference will be made in the written report to the original report.
 3. Immediately after receipt of a report, the chairman of the Supervisory Board will decide to launch an investigation or, if there are good reasons for this, not to follow through on the report. The chairman of the Supervisory Board can instruct a third party, whether or not working within the company, including the corporate integrity officer, to perform an investigation under the responsibility of the chairman of the Supervisory Board. The chairman of the Supervisory Board has the right not to launch an investigation, if insufficient information is available for an investigation and if it is not possible to obtain additional information or if it has been established that the report has been made in bad faith.
 4. Both the staff member who reports the suspicion of an irregularity and the person to whom the suspicion is reported will treat the report in the strictest confidence. Without the approval of the chairman of the Supervisory Board, no information will be provided to third parties inside or outside of the company. If information is provided, the name of the staff member will not be disclosed.

ARTICLE 6

1. Within a period of eight weeks after the report is received, the staff member will be informed by the chairman of the Supervisory Board, in writing or via the integrity in the case of a report made via the integrity line, of the official response by the chairman of the Supervisory Board. This will include a statement of the steps the report has resulted in.
2. If the official response cannot be provided within eight weeks the staff member will be informed accordingly via the integrity line and the timeframe within which the official response can be expected will be stated.

External reports

ARTICLE 7

1. Only after the staff member has completed the entire procedure as referred to in articles 3 to 6 of these regulations and compliance with that procedure has failed to eliminate the irregularity, can the staff member, depending on all circumstances of the case, externally disclose the facts in a suitable and proportionate manner. In doing so the staff member must not lose sight of the company's interests.

2. In the event of an acute danger, in which a weighty and urgent public interest requires immediate external disclosure, the staff member can, depending on all circumstances of the case, in derogation from article 3 paragraph 1 of these regulations, externally disclose the facts in a suitable and proportionate manner. In doing so the staff member must not lose sight of the company's interests.

Legal protection

ARTICLE 8

If a staff member has reported, in good faith, a suspicion of an irregularity in accordance with the integrity procedure the staff member will not be disadvantaged in his or her position in any way as a result of this.

If an investigation is launched into a staff member, the staff member will be informed of this in writing within five working days, as well as of the subject of the investigation. This timeframe can be extended if there is a danger that evidence will be destroyed and/or the investigation will be obstructed.

If an internal report by a staff member, acting in good faith, of a suspicion of an irregularity leads to a request for leniency by the employer as referred to in the Competitive Trading Act (*Mededingingswet*), the request for leniency by the employer will also be made on behalf of this staff member.

The corporate integrity officer will not be disadvantaged in any way in his or her position as a result of acting as such on the basis of these regulations.

If the staff member acts in breach of these regulations, deliberate recklessness, as referred to in Part 10 of Book 7 of the Dutch Civil Code, on the part of the staff member in respect of the company will be assumed. The staff member can in that case be obliged, on any grounds whatsoever, to compensate the damage suffered and yet to be suffered by the company, unless the circumstances of the case preclude this, without prejudice to the other rights of the company.

The company reserves the right to (summarily) dismiss the staff member, without the latter being able to claim any severance payment, if the situation as referred to in the preceding paragraph occurs.

Effective date

ARTICLE 9

These regulations will become effective on 1 July 2009 and thereby replace the previous regulations.

Report details per country

If possible, report an irregularity to your manager.

If that is not possible, you can also use the integrity line:

Belgium

Freephone number 0800 71365

Website <https://www.speakupfeedback.eu/web/trbtap/be>

Mediq-access code: 67382

Denmark

Freephone number 8088 5638

Website <https://www.speakupfeedback.eu/web/trbtap/dk>

Mediq-access code: 02884

Estonia

Freephone number 800 0044 208

Website <https://www.speakupfeedback.eu/web/trbtap/ee>

Mediq-access code: 18559

Finland

Freephone number 08001 13031

Website <https://www.speakupfeedback.eu/web/trbtap/fi>

Mediq-access code: 92280

France

Freephone number 0800 908810

Website <https://www.speakupfeedback.eu/web/trbtap/fr>

Mediq-access code: 16007

Germany

Freephone number 0800 1801 733

Website <https://www.speakupfeedback.eu/web/trbtap/de>

Mediq-access code: 75390

Hungary

Freephone number 0680 981 359

Website <https://www.speakupfeedback.eu/web/trbtap/hu>

Mediq-access code: 96070

Latvia

Freephone number 8000 2490

Website <https://www.speakupfeedback.eu/web/trbtap/lv>

Mediq-access code: 74222

Lithuania

Freephone number 880090006

Website <https://www.speakupfeedback.eu/web/trbtap/lt>

Mediq-access code: 59708

Netherlands

Freephone number 0800 022 29 31

Website <https://www.speakupfeedback.eu/web/trbtap/nl>

Mediq-access code: 72330

Norway

Freephone number 800 18 333

Website <https://www.speakupfeedback.eu/web/trbtap/no>

Mediq-access code: 18669

Poland

Freephone number 00800 4411 739

Website <https://www.speakupfeedback.eu/web/trbtap/pl>

Mediq-access code: 43999

Sweden

Freephone number 020 798813

Website <https://www.speakupfeedback.eu/web/trbtap/se>

Mediq-access code: 62220

Switzerland

Freephone number 0800 561 422

Website <https://www.speakupfeedback.eu/web/trbtap/ch>

Mediq-access code: 51587

USA

Freephone number 1 866 250 6706

Website <https://www.speakupfeedback.eu/web/trbtap/us>

Mediq-access code: 44638