



Procedure for collecting alerts issued by whistleblowers



LA COOPERATIVE
WELCOOP

Citizens for health and well-being.

Pursuant to the provisions of III of Article 8 of Law n° 2016-1691 dated 9th December 2016 relating to transparency, the fight against corruption and the modernisation of economic life, and Decree n° 2017-564 dated 19th April 2017 relating to the procedures for collecting alerts issued by whistleblowers within legal entities under public or private law or State administrations.



Executive Summary

PREAMBLE

ARTICLE 1 : PURPOSE OF THE PROCEDURE

ARTICLE 2 : ISSUING THE ALERT

2.1 - Facts liable to give rise to an alert

2.2 - Whistleblower

2.2.1 - Obligation to act in good faith

2.2.2 - Guarantee of non-retaliation

2.2.3 - Identification of the whistleblower

2.3 - Recipient of the alert

2.4 - Procedures for issuing the alert

ARTICLE 3 – PROCESSING OF ALERTS

3.1 - Identification of persons subject to an alert

3.2 - Checking and processing the alert

3.2.1 - Receiving the alert

3.2.2 - Checking the admissibility of the alert

3.2.3 - Processing the alert

3.3 - Outcome of the alert

ARTICLE 4 : MISCELLANEOUS PROVISIONS

4.1 - Storage of personal data

4.2 - The French National Commission For Data Protection (CNIL) authorisation and rights of access and rectification

4.3 - Communication of this procedure



Preamble

LA COOPERATIVE WELCOOP is committed to complying with regulations and ethical standards in the conduct of its business, as is stated in the Group's Code of Conduct against corruption and influence peddling, which applies to all of its subsidiaries.

Ethics are the responsibility of each employee of the Group and are reflected not only in employees' relations with each other but also with third parties (customers, suppliers, service providers, etc.).

In case of doubt or concern regarding the application of the law or ethical standards, employees may refer to their hierarchy or the Human Resources Department.

In addition to these traditional channels of communication and in accordance with the new legal provisions, LA COOPERATIVE WELCOOP is introducing the present procedure for collecting alerts issued by whistleblowers.

The purpose of this procedure is, in particular, to support the Group's ethical approach and to supplement employees' means of expression so that everyone can be an ethical player.



Article 1 - Purpose of the procedure

The purpose of this procedure is to determine the process for collecting alerts issued either by any employee of any Group subsidiary, or by any external and temporary employee (trainee, trainee worker, consultant, subcontractor, temporary worker, etc.).

This procedure is open to all employees of subsidiaries headquartered in France, regardless of their status.

Group subsidiaries located in a country other than France must determine whether, in view of their national legislation, this same procedure can be applied by their employees. If any changes to the procedure are necessary, they must be made in consultation with General Management.

Should local legislation prove incompatible with this procedure, a local procedure will have to be drawn up.

Its use is optional and must be limited to the reportable facts specified in Article 2.1 below.

No sanction may be taken against an employee for not using this warning system.

As the purpose of this procedure is to enable sincere, reliable and responsible communication, the Group guarantees the confidentiality of the data processed and prohibits any form of retaliation or threat of retaliation against employees who make use of it in good faith.



Article 2 - Issuing the alert

2.1 - Facts liable to give rise to an alert

In accordance with the legal provisions, the system for collecting alerts may be used by any person referred to in Article 1 who alerts, in good faith, on a serious matter of which he or she has personal knowledge relating to:

- The existence of conduct or situations contrary to the Company's Code of Conduct, concerning corruption or influence peddling;
- A serious and clear violation of the law or a regulation;
- A threat or serious prejudice to the general interest.

And also:

- A crime or offence;
- A serious and clear violation of an international commitment regularly ratified or approved by France;
- A serious and clear violation of a unilateral act of an international organisation made on the basis of a regularly ratified international commitment;
- Obligations defined by European regulations and by the monetary or financial code or the general regulations of the French Financial Markets Authority (Autorité des Marchés Financiers), and whose supervision is ensured by the French Financial Markets Authority or the French Prudential Supervisory and Control Authority (Autorité de contrôle prudentiel et de résolution).

The report may not, however, relate to items classified matters of national security, medical confidentiality or the confidentiality that governs relations between lawyers and their clients.

For example, an alert could relate to:

- Violation of:
 - o Anti-bribery laws,
 - o Competition law,
 - o Banking and accounting law.
- Facts likely to constitute:
 - o Internal or external fraud,
 - o Sexual harassment or bullying in the workplace ,
 - o A security risk.

The facts, acts, threats or harm likely to be the subject of an alert must be of a particular intensity: the violation must be serious and clear, and the threat or harm must be a matter of serious or potentially serious concern for the general interest.

The violation of the law or regulation must be both likely to lead to serious consequences and, by its clear nature, be based on elements whose existence is difficult to dispute. The assessment of the seriousness of the facts, acts, threats and harm shall be made in the first instance by the whistleblower, before issuing the alert.

The assessment of all these facts and acts shall be carried out, in particular, when examining the admissibility of the alert. Only data strictly limited to the areas covered by this alert procedure may be processed. Any data that do not fall within the scope of the system will not be processed and their destruction or storage will be ensured under the conditions of Article 4.1.

2.2 - Whistleblower

Obligation to act in good faith

The reporting party has an obligation to have personal knowledge of the alleged facts. He or she must provide facts, information or documents, whatever their form or medium, that are likely to support the alert. These facts must be precise and objective.

The employee using this alert procedure must act in good faith and under no circumstances deliberately make false accusations or act with the sole intention of causing harm or in pursuit of personal gain.

Good faith is understood to mean when an alert is made without malice or expectation of personal gain. It presupposes that the employee can establish or produce objectively formulated data, directly related to the scope of the alert and strictly necessary to verify the alleged facts, by means of formulations that reveal the presumed nature of the facts reported.

Any employee who knowingly, or in a clearly negligent manner, makes false statements with full knowledge of the facts, discloses misleading information, acts in bad faith or in an abusive manner, will be subject to disciplinary measures or criminal prosecution in accordance with applicable laws and regulations.

Conversely, a person acting in good faith will not be subject to any disciplinary measures or prosecution if the alleged facts prove to be inaccurate or do not give rise to any action. He or she will benefit from the guarantees set out in Article 2.2.2 below.

Guarantee of non-retaliation

No measure or threat of retaliation, direct or indirect, against an employee who has issued an alert in good faith or provided assistance to those responsible for handling an alert will be tolerated.

No employee may be harassed or suffer any negative professional consequences for having issued an alert in good faith.

In application of the law, a whistleblower who acts in good faith benefits from legal immunity under the conditions of Article L. 1229 of the penal code. The disclosure of information «is necessary and proportionate to safeguard the interests in question» and is made in compliance with the procedures for reporting alerts.

Furthermore, French law provides for a one-year prison sentence and a €15,000 fine for anyone who obstructs in «any way whatsoever» the transmission of an alert within the company, or to a judicial or administrative authority or a professional body.

Identification of the whistleblower

All issuers of alerts must identify themselves, in return for which they shall benefit from confidentiality with regard to their identity and personal data, as well as the guarantees and rights concerning them, in accordance with the applicable legislation.

Consequently, any employee who uses this system may be confident that all precautions will be taken to ensure that their identity and personal data will be kept strictly confidential, including by the persons involved in verifying or processing the alert.

All precautions will be taken by the Ethics Committee to transmit to third parties involved in the procedure of verification or processing of an alert only the data necessary for the accomplishment of their respective missions of verification or processing of the alert. With the exception of the judicial authority, elements likely to identify the whistleblower may only be disclosed with the consent of the person concerned.

Alerts made anonymously may not be processed unless the seriousness of the facts mentioned has been established, the factual elements are sufficiently detailed and the Ethics Committee has met to decide whether it is appropriate to take account of the alert in the context of this procedure.

2.3 - Recipient of the alert

Employees should not hesitate to inform and/or ask their hierarchy questions via the Human Resources Department or an «ethics officer» via the dedicated e-mail address: ethic-officers@lacooperativewelcoop.com.

HR personnel and «ethics officers» are the preferred contacts and are in a position to help and advise whistleblowers on how to comply with the Group's Code of Conduct or the present system.

If any employee is unable or does not wish to speak with these contacts, they should communicate with the Ethics Committee appointed by the management of the WELCOOP Group using the dedicated e-mail address: alerte-ethique@lacooperativewelcoop.com.

The Ethics Committee is composed of:

- The Group general secretary;
- The Group Human Resources director;
- The Group Finance and Administration director.

2.4 - Procedures for issuing the alert

Employees who decide to use this reporting system can contact the Ethics Committee using the dedicated e-mail address: alerte-ethique@lacooperativewelcoop.com.

Any employee who uses this reporting procedure will benefit from the legal protection that attaches to the status of whistleblower.

The information to be communicated is as follows:

- Surname, first name, position and place of work;
- A precise, objective account of the facts such as to allow their verification;
- An e-mail address via which the employee wishes to be informed of the processing of the alert if it is different from the one used for the initial alert.

The employee may choose to remain anonymous, but by so doing will forfeit the protective status of whistleblower.

Only in the absence of due diligence by the Ethics Committee within a reasonable period of time may the issuer of an alert consider referring it to the judicial or administrative authorities or professional bodies and, in the absence of due diligence by the latter within a period of three months, making it public. However, this general rule shall not apply in the event of serious or imminent danger or in the presence of a risk of irreversible damage.



Article 3 - Processing of alerts

3.1 - Identification of persons subject to an alert

Any person concerned by an alert shall be informed by the Ethics Committee, as soon as the alert is registered, of data concerning them so that they may oppose the processing of such data. However, where precautionary measures are necessary, in particular to prevent the destruction of evidence relating to the alert, the person concerned shall be informed only after such measures have been taken.

This information, in writing and sent by e-mail or post, shall specify the entity responsible for the system, the allegations, the departments to which the alert has been addressed and the procedures for exercising the rights of access and rectification.

Elements likely to identify the person concerned by an alert may not be disclosed, except to the judicial authority, until it has been established that the alert is well-founded.

3.2 - Checking and processing the alert

3.2.1 - Receiving the alert

Once the Ethics Committee has received an alert, through the present procedure or via traditional channels of communication, the whistleblower shall be informed in writing and within a short and reasonable period of time of its receipt; of how long it is expected to take to examine its admissibility; and of the modalities whereby he or she will be informed of the investigation of the alert.

3.2.2 - Checking the admissibility of the alert

First of all, the Ethics Committee makes a preliminary assessment to determine whether the alert falls within the scope of this procedure.

The examination of admissibility by the addressee of the alert must make it possible to verify its plausibility and seriousness, and to ensure that the issuer of the alert meets, in a first analysis, the requirements laid down by law.

Any report which is clearly outside the scope of the procedure, is not serious, is made in bad faith or constitutes an abusive or even slanderous accusation, as well as any report relating to unverifiable facts, shall be destroyed without delay. The issuer will then be notified within the deadline set by the Ethics Committee at the time of receipt of the alert.

Should the Ethics Committee conclude, after preliminary evaluation, that the alert is admissible, it shall inform its issuer

3.2.3 - Processing the alert

The Ethics Committee shall take all useful measures to deal with the alert, in particular, if necessary, by launching an investigation.

This investigation may be carried out either by a small internal team made up of Group employees specifically trained to deal with these assignments and who are bound by a reinforced obligation of confidentiality, or, if the facts justify it, by third parties specialised in conducting investigations or in certain areas useful to the investigation (for example, IT, legal, financial, accounting, etc.).

In this case, these third parties will commit, by contract, to not use the data improperly, to ensure their confidentiality, to respect the limited retention period of the data and to destroy or return all manual or computerised personal data at the end of their contract. The reporting party will only be involved in the investigation process for the purpose of verifying the facts reported by him/her.

The conduct of the investigation, its content, its outcome and the resulting report shall be strictly confidential, including to the whistleblower .

3.3 - Outcome of the alert

At the end of the report processing operations, the Ethics Committee will draw up a confidential report.

The Ethics Committee will organise an oral presentation of the conclusions of the investigation to the whistleblower in order to confirm whether or not the facts reported are well-founded, while respecting an obligation of confidentiality with regard to the other persons cited in the report.

If corrective measures are necessary, the Ethics Committee will approach the appropriate managerial line to recommend what steps should be taken. The managerial line concerned shall notify the Ethics Committee of the corrective measures taken to resolve the issues raised in the report.

Any disciplinary measures or legal action shall be taken in accordance with the applicable legal provisions.



Article 4 - Miscellaneous provisions

4.1 - Storage of personal data

Any data relating to an alert that are considered to be outside the scope of the system will be either destroyed or archived, after anonymisation, without delay.

Where the alert is not followed by a disciplinary or judicial procedure, the data relating to that alert shall be destroyed or archived, after anonymisation, within two months of the closure of the verification operations.

Where disciplinary proceedings or judicial proceedings are initiated against the person concerned or the issuer of an abusive alert, the data relating to the alert shall be retained until the procedure has concluded.

Data subject to archiving measures shall be kept in a separate information system with restricted access for a period not exceeding the time limits of the litigation proceedings.

4.2 - The French National Commission for Data Protection (CNIL)

In accordance with articles 39 and 40 of the law dated 6th January 1978 as amended, any person identified in the reporting system has the right to access data concerning himself/herself and to request, if the data are inaccurate, incomplete, ambiguous or out-of-date, their correction or deletion. Under no circumstances may the person who is the subject of an alert obtain information concerning the identity of the issuer of the alert.

The present reporting system has been the subject of a declaration to the French National Commission for Data Protection (CNIL) in the context of its single authorisation AU-004 modified in accordance with Deliberation 2017-191 of 22nd June 2017.

4.3 - Communication of this procedure

This procedure for collecting alerts shall be communicated to all staff concerned by it by means of a notice board.

This procedure is also accessible on the intranet sites of those Group companies that have one.

It will be accessible to external partners on the website of LA COOPERATIVE WELCOOP and on the websites of its subsidiaries that have one.

Vandœuvre-Lès-Nancy, 16/07/2020

A handwritten signature in black ink, appearing to read 'Thierry', written over a horizontal line.

Thierry CHAPUSOT

Chairman of the Management Board of LA COOPERATIVE WELCOOP.



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