



## **PROCEDURE ON REPORTS OF MISCONDUCT**

Bonava AB (publ)  
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## 1. Background and purpose

Bonava might be faced with reports of misconduct. Those reports must be handled properly and consistently and have to be approached according to the severity of the alleged misconduct.

This procedure regulates in a uniform way how the company manages reports on misconduct as well as defining roles and responsibilities for the area.

## 2. Procedure statement

### 2.1 Reports of Misconduct

#### 2.1.1 Reports on Violations of our Values and Principles

Violations of our Values and Principles constitute a breach of internal and/or external rules.

Examples: human rights violations, corruption, fraud, embezzlement, physical violence, cartelisation, intentional health & safety breaches, intentional environmental breaches, discrimination, sexual harassment, other violations of the Code of Conduct and other Group policies and procedures.

#### 2.1.2. Contract-Related Complaints

Contract-related complaints constitute reports by third parties (e. g. customers, suppliers or subcontractors) regarding alleged misconduct that is in direct relation with a contract Bonava has concluded without involving the breach of our values or principles. If the reported conduct allegedly breaches our values and principles it must be categorized as (severe or not) report on violations of our values and principles and be handled as such.

Examples: Delayed payments, delayed handling of defects, disagreements about the owed performance

#### 2.1.3 Other reports

Other reports constitute messages that do not include allegations of violations of our values and principles and contract-related complaints.

Examples: Neighbours complain about the look or density of planned projects, Employees complain about a denied promotion or salary increase.



## 2.2 Receiving Reports of Misconduct and first Evaluation

### 2.2.1 Receiving Reports

#### 2.2.1.1 Bonava's SpeakUp System

Bonava's SpeakUp System provides every stakeholder of Bonava with the opportunity to anonymously report misconduct through an independent third-party company. Bonava guarantees protection of everyone that raises honest concerns.

The General Counsel is the process owner and the Group Head of Risk and Compliance the primary administrator of Bonava's SpeakUp System.

Reports of misconduct that are filed via the SpeakUp System will get translated and directly sent by People InTouch to the General Counsel and Group Head of Risk and Compliance. If the report concerns the General Counsel, the Group Head of Risk and Compliance shall immediately send it to the CEO.

The Group Head of Risk and Compliance then evaluates the nature of the complaint and decides in consultation with the General Counsel on the initial steps to be taken (in particular, First Evaluation and identification of responsible investigator).

#### 2.2.1.2 Other Channels (E-Mails, Letters, Phone Calls, Social Media, etc)

The nature of reports of misconduct that reach Bonava through any other channel than Bonava's SpeakUp System has to be evaluated by the recipient. Contract-related complaints will immediately be handled by the respective Group function or Business Unit. Every other report must be sent to the Group Head of Risk and Compliance without delay and before the recipient starts any own investigation. If the report concerns the General Counsel it shall be sent to the CEO. If the report concerns the Group Head of Risk and Compliance, it shall be sent to the General Counsel.

#### 2.2.1.3 Reports on negligent Health & Safety and Environmental breaches

Reports on negligent health & safety breaches will be investigated and followed-up by the Group Head of Health & Safety. Reports on negligent environmental breaches will be investigated and followed-up by the Group Head of Sustainability.

### 2.2.2 First Evaluation

The Group Head of Risk and Compliance will evaluate all incoming reports and determine under which of the following categories they fall: Probable violation of our values and principles, probable contract-related complaints, other reports, and clearly non-credible reports. Other reports, and clearly non-credible reports will be handled summarily by the Group Head of Risk and Compliance and the person who is the subject of the report, or immediately discarded. If the report concerns the General Counsel, the CEO will perform the first evaluation. If the report concerns the Group Head of Risk and Compliance, the General Counsel will perform the first evaluation.



## 2.3 Internal Investigation

### 2.3.1 Reports on Violations of our Values and Principles

a) If the alleged conduct concerns Group staff, the Group Head of Risk and Compliance will investigate the allegations, decide on the appropriate handling in consultation with the General Counsel, and agree with the concerned employee's manager on possible consequences of the investigation results.

The Group Head of Risk and Compliance will inform the CEO, the General Counsel, and the SVP HR accordingly as long as they are not subject to the allegations or this is otherwise not appropriate. If the CEO is the subject of the allegations, the Group Head of Risk and Compliance will inform the Chairman of the Board of Directors.

If the Group Head of Risk and Compliance sees fit or otherwise appropriate, other personnel and/or external service providers should be involved in the internal investigation. If the General Counsel is subject to the report of misconduct, the CEO shall be the responsible investigator. If the Group Head of Risk and Compliance is subject to the report of misconduct, the General Counsel shall be the responsible investigator.

If the Group Head of Risk and Compliance is the responsible investigator, the General Counsel decides when to conclude the investigation. If the General Counsel is the responsible investigator, the CEO decides when to conclude the investigation.

b) If the alleged conduct concerns BU staff, the BU President whose employee is subject to the alleged misconduct shall in principle be the responsible investigator. The BU President can delegate the role of responsible investigator to a member of the respective BU Staff.

In case that the BU President is potentially implicated, or it would otherwise be inappropriate for him/her to lead the investigation, Group Head of Risk and Compliance shall be the responsible investigator.

If the responsible investigator is the BU President or a subordinate to whom this has been delegated, he/she shall regularly consult with the Group Head of Risk and Compliance about developments in the investigation, including before investigation activities are initiated and before the investigation is planned to be concluded. The Group Head of Risk and Compliance will inform the CEO, the General Counsel, and the SVP HR accordingly, regardless of who is the responsible investigator.

If the responsible investigator sees fit or otherwise appropriate, other personnel and/or external consultants can be involved in the investigation.

The BU President decides when to conclude the investigation and on possible consequences. If this process would be inappropriate with regard to the results of the investigation, said decisions shall instead be taken by the CEO and the General Counsel or by the CEO alone.

Regardless of whether or not an internal investigation concerns Group or BU staff, the following steps need to be completed before and investigation is concluded:



- the person who reported the alleged misconduct has been interviewed if his/her identity is known.
- all relevant aspects have been as thoroughly investigated as the matter requires, in accordance with the Guidelines on Internal Investigations, and the findings have been documented.

#### 2.3.2 Contract-Related Complaints

Contract-related complaints are handled by the respective Business Unit.

### 2.4 Documentation and Communication

In every investigation, the responsible investigator shall document the decisions taken in the investigation according to the Guidelines on Internal Investigations. The documentation language shall be English.

At the end of each internal investigation - unless this would be inappropriate - the person who has been the subject of the investigation shall be properly informed about the outcome of the investigation and, if applicable, the consequences that have been determined.

The responsible investigator, the SVP HR, the Group Head of Communication, and the Group Head of Risk and Compliance shall decide, if and how the outcome of the investigation is communicated.

The Group Head of Risk and Compliance compiles a summary of all reports on violations of our values and principles that shall be included in the annual Risk and Compliance Report.

### 2.5 Stand-In

The General Counsel substitutes the Group Head of Risk and Compliance in his/her absence. The Group Head of Risk and Compliance substitutes the General Counsel in his/her absence. In either case, if the above-stated procedure would be inappropriate, the CFO substitutes the General Counsel and/or the Group Head of Risk and Compliance, as the case may be. If necessary, the CEO substitutes the CFO in such a case.

## 3. Relevant Entity

This procedure applies to the following entities within the Bonava Group:

- All entities



#### 4. Roles and responsibilities

All managers and employees have the general and specific responsibilities set out above. The General Counsel is the owner of this procedure.

#### 5. Monitoring of compliance

The Group Head of Risk and Compliance monitors compliance with this procedure, by

- Keeping a register of all reports of misconduct
- Compiling an annual report of all compliance incidents that is reported to the audit committee and the board of directors