

12 May 2022

# Whistleblowing Policy and Instructions

## 1 Introduction

Vimian Group AB and its subsidiaries (“**Vimian**”) is committed to high standards of ethical business conduct. In line with this commitment, this whistleblowing policy and instructions (the “**Policy**”) aim to provide routines on how concerns regarding suspected wrongdoings within Vimian may be raised.

The reporting of a suspected wrongdoing (as defined in section 2 below) is in this Policy referred to as “**Whistleblowing**” and the person submitting a Whistleblowing report is referred to as “**Whistleblower**”. If a report is submitted in accordance with this Policy, the Whistleblower is protected against retaliation due to their reporting.

It is the responsibility of each manager within Vimian to ensure that this Policy is known and complied with within their respective area of responsibility. All employees and other individuals performing work for Vimian shall familiarise themselves with this Policy and follow the contents set out herein.

Vimian encourages everyone who wants to report a wrongdoing to contact their immediate manager. As a second option, Whistleblowers may in accordance with this Policy report wrongdoings through Vimian’s internal Whistleblowing channels.

## 2 Definition of wrongdoing

A wrongdoing means any serious conduct that could have a material negative impact on Vimian’s business and/or operations or the working environment for Vimian’s employees and/or business partners or any other serious conduct that could potentially be of public interest.

Wrongdoing includes, but is not limited to, any actual or reasonably suspected:

- (i) violation of laws and regulations (whether civil or criminal);
- (ii) serious/grave violations of Vimian's policies or core values;
- (iii) bribery and corruption; and
- (iv) serious risks concerning the life or health of individual persons or animals (such as environmental crimes, grave deficiencies in the security at work or product security).

Issues that only affect the relationship between one individual and Vimian does generally not fall within the definition of wrongdoing under this Policy. Instead, Vimian encourages you to raise such concerns with your immediate manager and/or Vimian's HR department.

### **3 Scope and responsibility**

The following categories of individuals are encouraged to report wrongdoings in accordance with this Policy:

- employees (including fixed-term employees);
- temporary agency workers;
- contractors (such as consultants and other independent contractors);
- trainees and volunteers;
- self-employed persons;
- members of Vimian's board of directors;
- active shareholders of Vimian; and
- others over which Vimian exercises control and management.

This Policy shall also apply to individuals whose work-based relationship with Vimian is yet to begin in cases where information on wrongdoings has been acquired during the recruitment process or other pre-contractual negotiations. The Policy shall also apply to individuals who have acquired information within the context of a work-based relationship with Vimian which has since ended.

### **4 Non-retaliation**

If you as a Whistleblower acquire information of a wrongdoing in a work-related context, you shall not be subject to any form of retaliation

for reporting such information in good faith through Vimian's Whistleblowing channels. "Retaliation" means any direct or indirect act or omission which occurs in a work-related context, is prompted by the submission of a Whistleblowing report, and which causes or may cause unjustified detriment to the Whistleblower.

Protection against retaliation does not apply if it can be established that a criminal offence has been made when gathering the information for the report or if the report itself constitutes a criminal offence.

## 5 Data protection and privacy

Any processing of personal data will be made in compliance with applicable legislation. Processed personal data will be deleted within two years after the conclusion of an investigation, if an investigation is initiated because of a report of a wrongdoing. More information on Vimian's processing of personal data can be found in Vimian's Privacy Policy, <https://vimian.com/privacy-policy/>.

To the extent possible, information received in connection with a report will be treated as confidential and the privacy of the Whistleblower and the subject of the report will be protected. However, note the comments regarding potential disclosure under section 8 (The investigation).

## 6 Whistleblowing channels

Vimian encourages everyone who wants to report a wrongdoing to contact their immediate manager. As a second option, Whistleblowers may in accordance with this Policy report wrongdoings through Vimian's Whistleblowing channels. To submit a report, you shall have reasonable grounds for believing that the information you are in possession of is true. However, it is not necessary to be able to present any evidence of the wrongdoing. If you act in good faith, you will be protected from negative consequences even if the suspicion of a wrongdoing proves to be incorrect when the matter has been further investigated.

Whistleblowing is made through one of Vimian's Whistleblowing channels:

- Vimian uses a confidential web-reporting tool, **Whistlelink**, where you can report wrongdoings: <https://vimiangroup.whistlelink.com/>
- **Phone:** You may report to the Investigation Team over phone. The contact details are found on the confidential web-reporting tool, **Whistlelink**.
- **Meeting:** You can also request a meeting with the someone from the Investigation Team, which shall be held within a reasonable timeframe. During the meeting, information may be brought forward by you orally and/or in writing.

If you submit your report through telephone or at a meeting, your report will either (i) be recorded, if you consent to such recording, or (ii) written down in a protocol that you will be given the opportunity to review, rectify and approve by way of signing it.

To facilitate the subsequent investigation, Vimian encourages you to provide a detailed description of the wrongdoing. It is possible to include documents, images and/or videos when you submit your report. If it is not relevant for the investigation of the reported wrongdoing, no sensitive personal data (data revealing ethnic origin, political opinions, religious beliefs, trade union membership or health or sexual life) should be included in your report.

Although Whistlelink enables anonymous reporting, Vimian encourages you to include your contact information so that the Investigation Team can ask appropriate follow-up questions. You may also be asked to provide further information during the investigation. Nevertheless, if you submit your report anonymously, Vimian will not undertake investigative measures to discover your identity.

Reports can be filed in Swedish, English, German, Spanish, Italian and French. You will be informed that your Whistleblowing report has been received within seven days from receipt of the report, unless (i) you have stated that you do not want to receive such acknowledgement of receipt or (ii) there is reason to assume that such acknowledgement cannot be made without disclosing your identity.

As an alternative to or in addition to using Vimian's internal Whistleblowing channels, you may also report directly to certain Swedish authorities (external reporting) without the risk of retaliation. The competent authorities are listed **here**. Which competent authority you shall submit your report to depends on the nature of the wrongdoing. The reporting should be made using the relevant authority's established reporting channels designated for reporting of wrongdoings.

## 7 Investigation team

Vimian's investigation team consists of the following representatives

- Maria Dahllöf, Head of IR, Communications and Sustainability, Vimian
- Ellen Broström, Group Sustainability Manager, Vimian
- Christine Thronton, Vice President Human Resources, Movora
- Josefin Ilic, Business Development Director, Nextmune
- Peter Demarmels, Chief Financial Officer, Indical Bioscience
- Henrik Björkman, Chief Financial Officer, VetFamily

Whistleblowing reports submitted according to this Policy will be investigated by the relevant members of the Investigation Team. The Investigation Team will evaluate and assess the information received, ensure that the matter is investigated and recommend the appropriate course of action. The members are authorised by Vimian to undertake the investigation measures they deem necessary and appropriate in each specific case and may engage an external party to conduct the investigation. The Investigation Team reports directly to Vimian's CEO Fredrik Ullman.

The Investigation Team shall act independently and with integrity. If a Whistleblowing report concerns or relates to a member of the Investigation Team or concerns an issue or a business department in relation to which an Investigation Team member may have a conflict of interest, then such member shall not participate in the investigation.

## **8 The investigation**

Vimian's Head of IR, Communication and Sustainability or Group Sustainability Manager will receive and register the Whistleblowing report if it is submitted through the Whistleblowing channel Whistlelink. Once received, the relevant members of the Investigation Team will be informed of and gain access to the Whistleblowing report (if a member of the Investigation Team is subject to a conflict of interest such member will however not be informed). The Investigation Team will then evaluate the report and determine the next steps. They may decide not to investigate a Whistleblowing report, for example if (i) the information in the report is not relevant, (ii) there is insufficient information and/or evidence for an adequate investigation and no possibility of obtaining further information and/or evidence, or (iii) it can be established that the report has been made in bad faith. If the Investigation Team finds that the Whistleblowing report is unfounded and shall not be further investigated, the report shall be deleted immediately.

If the Investigation Team decides to initiate an internal investigation, they shall inform Vimian's CEO and the responsible business area manager of the subject of the investigation. The Investigation Team shall consider whether the responsibility for the next steps in the investigation should be assigned to relevant internal resources, for example IT, Legal, HR, Finance or a specific business area, as well as a potential need to engage external advisors. The investigation shall however always include an individual from a department/function outside the department/function which is the subject of the report.

The Investigation Team always conduct investigations discreetly, in confidence and with priority.

In conjunction with the investigation, or after the investigation has been completed, it may be necessary to disclose information which could identify you to functions within Vimian to, e.g., initiate proceedings relating to termination of employment. Disclosure may also be made to competent authorities. You will be informed of such

disclosure, provided however that informing you will not impede or complicate the purpose of the disclosure.

If you have submitted a Whistleblowing report through Vimian's internal Whistleblowing channels, and provided that you have not done so anonymously, you will receive information on actions taken as follow-up to the report and the grounds for such follow-up no later than three months from when you have received confirmation of receipt of the report, insofar as such information would not prejudice the internal enquiry or the investigation or affect the rights of any person concerned. If appropriate and attainable, you will be informed of the status of the investigation and any measures taken to address the issue raised on a continuous basis.

## **9 Course of action**

When an investigation has been concluded, the Investigation Team shall present the appropriate course of action to Vimian's CEO, who shall thereupon decide on the course of action based on the Investigation Team's recommendation(s). If the subject of the report is the CEO of the department/function, the appropriate course of action shall be decided by Vimian's chairman of the board Gabriel Fitzgerald.

Actions shall be relevant and proportional and shall take into consideration the relevant regulatory framework, corporate policies, culture and values. Actions can include measures such as a written warning or dismissal, or referrals to competent authorities for further investigation.

## **10 Documentation**

Reports received through Vimian's Whistleblowing channels shall be stored for no longer than necessary and proportionate in order to investigate the reported wrongdoing and undertake appropriate actions, however no longer than two years after a follow-up case or an investigation has been concluded.

The Investigation Team shall document all investigations properly and submit such records to Ellen Broström, Group Sustainability Manager at Vimian, for archiving purposes. Documents from an investigation shall be kept no longer than necessary and proportionate.

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This Policy was adopted by the board of directors of Vimian Group AB on 15 June 2022.