



WHISTLEBLOWING CHANNEL POLICY

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**WHISTLEBLOWING CHANNEL POLICY
BALDOCK SERVICES – CONSULTORIA E GESTÃO, LDA**

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1. Object and scope of application

Baldock Services – Consultoria e Gestão, Lda. (“Baldock Services”), adopts this policy to establish the internal rules and procedures for the reception and follow-up of reports of infractions that are made through the Baldock Services Whistleblowing Channel (**“Whistleblowing Channel”**), and which are related to the activity of Baldock Services or its workers, collaborators or third parties within the scope of a business relationship with Baldock Services (**“Policy”**).

This Policy is adopted in accordance with Law No. 93/2021, of December 20, which establishes the **General Regime for the Protection of Whistleblowers of Infractions (“RGPDI”)**, transposing **Directive (EU) 2019/1937 of the European Parliament and of the Council, of October 23, 2019 (“Directive 2019/1937”)**, relating to the protection of people who specifically report the right to Union, as well as other legal provisions.

For the purposes of this Policy, the definitions contained in **Annex 1** must be considered.

2. Features of the Whistleblowing Channel

2.1 Form and permission of complaints

The Baldock Services Whistleblowing Channel allows the submission of written reports in the following ways:

- a) In **writing, anonymously** or with the **complainant’s identification**, via the **email address: whistleblowing@baldockservices.eu**.

Choosing to maintain **anonymity**, the Whistleblower must create a specific email address for the Complaint, without identifying elements.

b) In writing, with identification of the complainant, via **postal mail, sent to the address of the Baldock Serviços headquarters**: Rua Alferes Veiga Pestana, 1L – Office 39, Santa Luzia, Funchal.

In cases where the Whistleblower chooses to remain anonymous, all communications and notifications will be made exclusively through the uncharacterized email address used for the Whistleblowing.

2.2 Whistleblowing Channel Guarantees

Complaints submitted through the Whistleblowing Channel and all information that was included in the Whistleblowing (namely the identity of the Whistleblower, the Reported Person or any persons targeted in the report, as well as any other information that, directly or indirectly, allows their identity to be deduced) are **harmful and harmful to access** by those responsible for handling reports at Baldock Services ⁽¹⁾ (“**Those Responsible for Processing**”). The obligation of confidentiality extends, however, to any person who has received or accessed any report or any data or information included therein, even if they are not responsible or competent to do so.

The identity of the Whistleblower may only be disclosed as a result of legal obligations or a court decision and must be preceded by a written communication to the Whistleblower providing the reasons for disclosing the data provided in question (except if the provision of this information compromises related investigations or legal proceedings).

To guarantee **independence, impartiality and absence of conflicts of interest** in the treatment of complaints received through the Whistleblowing Channel, it is established that, in cases where the Whistleblowing is directed against, or involves, directly or indirectly, one of the Persons Responsible for Handling reports at Baldock Services, this person must be

¹ As defined, at each time, in **Annex 1** of this Policy.

immediately removed from any participation in the process of handling and following up said report.

Those responsible for handling complaints at Baldock Services are obliged to declare or disclose any circumstances that may constitute a conflict of interest, or be perceived as such by third parties, particularly when they have a personal or professional interest that compromises their ability to act impartially and objectively in receiving, processing and/or following up on a complaint.

3. Follow-up and handling of complaints

3.1 Reception, analysis and notifications to the Whistleblower

Following the collection of any report, Baldock Services will notify the Reporter, **within 7 (seven) days**:

- a) **Notification of receipt** of the complaint; and
- b) **Information regarding** the requirements, competent authorities and form and admissibility of the **External Complaint**, as provided for in points 4.1 and 4.3.

After this communication, Baldock Services will carry out a **preliminary analysis** of its content, following which it must:

- a) **Archive it**, if it is found to be manifestly unfounded or implausible.
- b) **Forward it to the services internally competent to deal with it**, if it is found that the facts reported do not substantiate the commission of an Infraction (as defined within the scope of this Policy and the RGPD), but rather other types of internal irregularities or issues of a labor nature.
- c) **Forward it for follow-up and internal treatment**, in accordance with points 3.2 below, when it is found that the facts reported substantiate the commission of an Infringement (as defined within the scope of this Policy and the RGPD);

d) **Communicate to the competent authorities** for investigating the Infraction ⁽²⁾, if the complaint highlights accusations of the crime.

The Whistleblower may demand, at any time, that the result of the analysis carried out on the complaint be communicated to him, case in which Baldock Services must do so **within 15 (fifteen) days** after its conclusion.

3.2 Follow-up — internal investigation process and determination of measures

Following a preliminary analysis resulting in a decision to forward it to follow-up and internal processing, those responsible for handling complaints at Baldock Services will initiate an **internal investigation process**, within the scope of which all appropriate acts will be carried out to verify the bases contained in the complaint, and determine the permitted measures, namely for the purposes of:

- a) **Cessation of the Infringement**, if it is still being committed;
- b) **Preventing the production of damage** or mitigating it; and/or
- c) **Correction of behaviors in question** and/or prevention and mitigation of associated risks (including recurrence of the Infringement in question).

Within a maximum period of 3 (three) months, counting from the date of receipt of the complaint, Baldock Services will notify the Whistleblower (through a contact that the Whistleblower has made available within the scope of the complaint, via the address from which the complaint was remediated or, in cases where another contact has not been made available, through the email used by the Whistleblower to send the complaint) of the measures envisaged or proposed within the scope of the internal investigation process, as well as the respective justification.

² Namely the services of the Attorney General's Office of the territorially competent district.

Within the scope of the acts of verification and investigation that take place in the internal investigation process, the disclosure of information related to the facts reported must be limited to the limit necessary for the purpose and must never imply the disclosure of the identity of the Whistleblower (or allow the same to be deduced from the information or data disclosed).

If deemed necessary and appropriate, the Infringement will be communicated to the competent authorities, namely as indicated in point 4.3 below, particularly depending on the type and nature of the Infringement that, within the scope of the internal investigation process, is found (or suspected) to have been committed.

3.3 Recording and storing complaints

All complaints presented and received under the terms of this Policy will be recorded and kept for a **period of 5 (five) years** and, regardless of this period and when applicable, during the pendency of judicial or administrative proceedings relating to the complaint.

Any personal data that is clearly not relevant to the processing of the complaint will not be kept and will be immediately deleted.

4. Whistleblower Protection and External Whistleblowing

4.1 Whistleblower protection conditions — precedence of Internal Reporting

Whistleblowers who make reports in good faith and have serious grounds for believing that the information transmitted is, at the time of the report, true, and in compliance with the procedures set out in the Law, namely respect for the rules of precedence between the means of Whistleblowing (Internal and External) and Public Disclosure, benefit from the protection afforded under the RGPD.

Therefore, and to maintain protection against damage considering the RGPD, Whistleblowers will only be able to resort **to External Whistleblowing Channels** when:

- a) There is no Internal Whistleblowing Channel (not applicable);
- b) The Internal Whistleblowing Channel only allows the presentation of complaints by workers, not being that the Whistleblower (not applicable);
- c) Have reasons to believe that the Infringement cannot be effectively acknowledged or resolved internally or that there is a risk of retaliation.
- d) Having initially submitted an Internal Complaint without having been informed of the planned measures or obligations following the Complaint, within the deadlines set out in point 3.1; or
- e) The infraction constitutes a crime or administrative offense punishable by a fine exceeding €50,000 (fifty thousand euros).

Regarding **Public Disclosure**, Whistleblowers can only resort to it when:

- a) They have reason to believe that the Infringement may constitute an imminent or manifest danger to the public interest, that the Infringement cannot be effectively known or resolved by the competent authorities, considering the specific issues of the case, or that there is a risk of retaliation, including in the case of an External Whistleblowing; or
- b) Have submitted an Internal Complaint and an External Complaint, or directly an External Complaint (in cases where this is permitted), without approved measures having been adopted, respectively, within the deadlines set out in point 3.1 or in article 15 of the RGPD.

4.2 Guarantees and scope of protection for the Whistleblower

No Whistleblower may be harmed or suffer any type of reprisal as a result of submitting (in good faith and in accordance with the law) a complaint (Internal or External) or Public Disclosure of an Infraction.

The practice of any acts of retaliation against Whistleblowers is expressly prohibited.

For the purposes of this Policy, and in accordance with applicable legislation, the following

acts are presumed to be retaliatory (without prejudice to evidence to the contrary), when carried out up to 2 (two) years after the complaint (Internal or External) or Public Disclosure:

- a)** Changes in working conditions, such as functions, hours, place of work or remuneration, non-promotion of the worker or failure to fulfill work duties;
- b)** Suspension of employment contract;
- c)** Negative performance evaluation or negative reference for employment purposes;
- d)** Non-conversion of a fixed-term employment contract into an open-ended contract, whenever the worker had legitimate expectations of such conversion;
- e)** Non-renewal of a fixed-term employment contract;
- f)** Dismissal;
- g)** Inclusion on a list, based on a sector-wide agreement, which may make it impossible for the Reporter to find employment in the sector or industry in question in the future;
- h)** Termination of a supply or service provision contract;
- i)** Revocation of an act or termination of an administrative contract, in accordance with the Portuguese Administrative Procedure Code.

The protection afforded to the Whistleblower **extends**, with due adaptations, to:

- a)** Individual who assists the Whistleblower in the reporting procedure and whose assistance must be confidential, including union representatives or worker representatives;
- b)** Third party who is linked to the Whistleblower, namely a work colleague or family member, and may be the target of retaliation in a professional context; and
- c)** Legal persons or similar entities that are owned or controlled by the Whistleblower, for which the Whistleblower works or with which they are in some way linked in a professional context.

4.3 Requirements, competent authorities and form and admissibility of External Complaint

The presentation of an External Complaint must respect the principle of precedence of the Internal Complaint, and can only be done due to the verification of some of the **requirements** indicated in point 4.1 above, under penalty of the Complainant not benefiting from the protection granted by the RGPD.

External Complaints are presented to the authorities that, in accordance with their duties and competencies, should or may know the matter in question in the complaint — **the competent authorities** —, namely, under the terms of article 12 of the RGPD:

- a) The Public Prosecutor's Office;
- b) Criminal police.
- c) The Bank of Portugal;
- d) As independent administrative authorities.
- e) Public institutes;
- f) General inspections and similar entities and other central services of the direct administration of the State with administrative autonomy.
- g) As local authorities;
- h) Public associations; or
- i) The National Anti-Corruption Mechanism, in cases where there is no competent authority to hear the complaint.

Pursuant to article 14, no. 1, of the RGPD, External Complaints may be presented in the following **ways**:

- a) In **writing** or **verbally** (by telephone or through other voice messaging systems) and, at the request of the Reporter, in a face-to-face meeting.
- b) **Anonymous** or with **identification** of the Whistleblower.

Regarding the **admissibility** of External Complaints, in accordance with article 14, no. 4, of the RGPDI, the complaints are archived, with no place for follow-up, when the competent authorities, through a reasonable decision to be notified to the Complainant, consider that:

- a)** The reported infraction is of minor, insignificant or manifestly irrelevant severity;
- b)** The complaint is repeated and does not contain new elements of fact or law that justify a different follow-up to that given in relation to the first complaint; or
- c)** As it is an anonymous report, it will not be subject to infringement charges.

5. Approval and disclosure

This Policy comes into force immediately after its approval and must be disclosed to all Baldock Services workers and collaborators and published on the website.

Annex 1

Definitions

a) Whistleblowing Channel — available via email at whistleblowing@baldockservices.eu or by postal mail to the Baldock Services headquarters address: Rua Alferes Veiga Pestana, 1L – Office 39, Santa Luzia, Funchal, as best defined in this Policy.

b) Whistleblower(s) — any natural person who reports or publicly discloses an infringement based on information obtained during their professional activity (even if that information was obtained in the context of a professional relationship that has since ceased, during a recruitment process or during another phase of pre-contractual negotiation of a proportionate or non-financial professional relationship), namely:

i) Workers;

ii) Service providers, contractors, subcontractors and suppliers, as well as any people acting under their supervision and direction;

iii) Holders of shareholdings and people belonging to administrative or management bodies or tax or supervisory bodies of legal entities, including non-executive members;

iv) Volunteers or interns, paid or unpaid.

c) Complaint(s) — means any complaint, even if anonymous, regarding manifest or suspected/presumed manifestations of the relevant criminal law that substantiate Infractions as defined in this Policy;

d) Internal Whistleblowing — written communication of infractions through the Whistleblowing Channel;

e) External Reporting — verbal or written communication of infractions to the competent authorities, through the means made available by them for this purpose;

f) Public Disclosure — the making available, in the public sphere, through any means, of information about Infringements.

g) Complainant — the natural or legal person referred to in the complaint or in the Public Disclosure as the author of the Infringement;

h) Infraction(s) — acts or omissions that:

i) Substantiate corruption and related infractions, in accordance with article 3 of Decree-Law no. 109-E/2021, of December 9;

ii) Are contrary to (1) the rules contained in the acts of the European Union referred to in the annex to Directive 2019/1937, (2) the national rules that implement, transpose or comply with such acts or (3) any other rules contained in legislative acts implementing or transposing them, including those that provide for crimes or administrative offenses, relating to the areas of:

- Financial services, products and markets and prevention of money laundering and terrorist financing;
- Protection of privacy and personal data and security of networks and information systems;
- Public procurement;
- Product safety and compliance;
- Transport security;
- Consumer protection;
- Public health;
- Environmental protection;
- Radiation protection and nuclear safety;
- Food and feed safety, animal health and welfare;

iii) Are contrary to and harmful to the financial interests of the European Union as referred to in article 325 of the Treaty on the Functioning of the European Union (TFEU), as specified in the European Union's regulatory measures;

iv) Substantiate violent crime, especially violent and highly organized, as well as the crimes provided for in paragraph 1 of article 1 of Law no. 5/2002, of 11 January, which establishes measures to combat organized and economic-financial crime; and

v) Contrary to the purposes of the rules or standards covered by provisions i) to iii).

i) **Targeted Person** — the natural or legal person referred to in the complaint or in the Public Disclosure as in any way associated with the Reported Person;

j) **Those Responsible for Treatment** — the people designated for handling the Baldock Services Whistleblowing Channel, at any time. In this case and at the present date, the person responsible for the Administrative and Financial Department, **Cátia Martins**, and the person responsible for Legal Advice / Compliance, **Mafalda Graça**, are jointly responsible for handling the Whistleblowing Channel, subject to the limits of confidentiality and compliance with the procedures resulting from this Policy.