

Global Policy on Whistleblowing

Summary

'Trusted' is one of ABN AMRO's core values. That is why ABN AMRO is committed to integrity in all its actions and dealings – always. Abuses and irregularities negatively affect the integrity of ABN AMRO. It is important for ABN AMRO to be aware of any (potential or suspected) abuses and irregularities (hereinafter jointly referred to as 'irregularities').

The Global Policy on Whistleblowing is ABN AMRO's framework for reporting irregularities at ABN AMRO and any of its related parties (hereinafter jointly referred to as 'ABN AMRO'). Various whistleblowing reporting channels are open to both employees and / or third parties globally, supplementary to any local policies on whistleblowing. Section 3 of this policy addresses employees and Section 4 covers third parties who want to file a report under this policy.

Employees are encouraged to discuss their concerns on irregularities with management, but they may feel held back to do so. This policy is designed to ensure that employees who report irregularities at ABN AMRO in good faith are not regarded as disloyal or suffer adverse consequences. Reports can be filed anonymously.

Please note that all reports made under this policy will be handled in the strictest of confidence, subject to the relevant statutory requirements.

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1 Purpose of this policy

ABN AMRO encourages employees and third parties to report any irregularities, even when the rules or regulations do not require them to do so. Some types of abuses and irregularities, e.g. financial crime and other criminal offences, may impose a legal obligation on an employee, and hence on ABN AMRO as a bank, to file a report. ABN AMRO and its employees are under a statutory and/or regulatory obligation in many jurisdictions to report particular types of irregularities to the regulatory or government authorities; a consistent and effective mechanism must be in place to facilitate such reporting.

1.1 More information and guidance

Anyone requiring more information or further guidance under this policy is encouraged to contact Security & Intelligence Management (SIM). Employees can contact their local compliance officer for advice as well. Any contacts with either SIM or a compliance officer will be kept confidential (subject to any statutory and/or regulatory obligation on the part of ABN AMRO to file a report with any regulatory or other competent authority or agency).

1.2 Employees

Employees may well be the first to realise that something is wrong in the workplace, but they may hold back on expressing their concerns for the following reasons:

- They do not want to come across as disloyal to their colleagues; and/or
- They do not want to come across as disloyal to ABN AMRO; and/or
- They fear adverse consequences as a result of filing a report under this policy.

ABN AMRO wants to encourage and protect employees who come forward and report irregularities. By doing so, the bank:

- creates a corporate culture in which employees can raise genuine concerns regarding alleged irregularities without having to fear adverse consequences, in conformity with ABN AMRO's core values;
- increases the likelihood of alerting management to problems so that they can be addressed to prevent further losses; and
- deters people from engaging in abuses and irregularities by fostering a climate of openness, transparency and integrity.

1.3 Third parties

Besides employees, third parties are also encouraged to report their concerns about irregularities to ABN AMRO.

1.4 Policy Statements

It is ABN AMRO's policy to:

- encourage employees and third parties to report irregularities of ABN AMRO;
- protect individuals who, in good faith, report irregularities from suffering any adverse consequences;
- treat all reports under this policy confidentially, consistently and with discretion;
- investigate any reports of irregularities thoroughly, fairly and in a timely manner, with appropriate technical and investigative expertise, conduct an investigation that is fair to all parties involved.
- use all its appropriate resources to address irregularities that have occurred or are occurring; and
- discipline any individual who mistreats any other individual who files a report under the Global Policy on Whistleblowing.

2 What to report

2.1 (Potential or suspected) abuses and irregularities

This policy is designed to allow employees and third parties to report the following irregularities:

- dishonest, fraudulent, inappropriate, illegal or negligent professional activity or behaviour by another person;
- Failure by another person to act appropriately, with propriety or in accordance with the law when carrying out their duties.

Abuses and irregularities include (but are not limited to):

- Criminal offences
- Breaches of civil law or regulations
- Violations of ABN AMRO's core values or other unethical conduct
- Serious breaches of ABN AMRO's internal rules and regulations

- Repetitive and/or intentional breaches of ABN AMRO's internal rules and regulations
- Questionable accounting and audit issues
- Deliberate concealment of abuses and irregularities
- Breach of client confidentiality
- Harassment, bullying or other forms of unfair discrimination in the workplace
- Endangerment of the health or safety of any person

2.2 Examples

Examples of abuses and irregularities that are likely to force an employee to make a report, depending on their jurisdiction, include the following:

- Market abuse
- Money laundering
- Terrorist financing
- Insider trading
- Theft
- Fraud
- Bribery and corruption
- Serious irregularities in (financial) reporting

3 How to file a report – for employees

3.1 Definition of an employee

Employees are all ABN AMRO directors, officers, agents, staff, temporary workers, interns, consultants, contractors or any other person who is employed by ABN AMRO or otherwise works for ABN AMRO, regardless of the duration of their employment contract or other type of relationship.

3.2 General information

There are several channels through which an employee can report an (potential or suspected) abuse or irregularity. However, this policy is not designed to allow employees to express their personal grievances. ABN AMRO has adopted policies to resolve and redress employee grievances (see the Employee Complaints and Grievances Policy).

The nature of the abuse or irregularity makes no difference to the protection offered to the employee filing the report, nor does the fact whether or not the fact they are under a legal obligation to file a report.

Employees who raise concerns or report alleged irregularities must keep confidential within ABN AMRO the fact that they have done so, the details of the matter and any feedback given to them. They are not permitted to make disclosures other than in accordance with this policy.

3.3 Dedicated hotline and contact form

ABN AMRO has a telephone hotline that employees are encouraged to use if they wish to file an oral report; employees can use a secure contact form to submit their concerns in writing. Officers of Security & Intelligence Management (SIM) are responsible for the hotline and the contact form. Reports under this policy can be filed with:

Security & Intelligence Management

Telephone: +31 (0)20 628 86 66

(outside office hours, there is an opportunity to leave a voicemail message)

Contact form for whistleblowers (www.abnamro.com >> contact >> whistleblowing report)

3.4 Other channels

Employees are under no obligation to use the hotline or contact form to raise their concerns regarding alleged irregularities but using these reporting tools ensures that matters reported are dealt with consistently, effectively and promptly.

Alternatively, if, for any reason, an employee should feel uncomfortable using this route, they can file a report with their manager, their manager's manager, the HR business partner, the compliance officer, a trusted person, or a senior representative of the employee's choice. Concerns can be reported in writing or by telephone; employees are expected to specify that they are filing a report under this policy.

If a (potential or suspected) abuse or irregularity is reported to a line manager or senior officer, they are required to contact SIM without delay for further guidance.

3.5 External reporting

Employees are urged to file their reports with SIM rather than approaching regulatory authorities or agencies directly. This will not, however, prejudice the right of the employee to file a report directly with a regulatory authority or other relevant government body where the employee believes that this is the only appropriate course of action.

4 How to file a report – for third parties

Third parties include clients, suppliers, agents, etc. This policy is **not** designed for clients who wish to file a complaint. These clients are kindly requested to follow the complaints procedure.

Third parties can report any irregularities under this policy by phoning +31 (0)20 - 343 87 92 (outside office hours, there is an opportunity to leave a voicemail message) or use the contact form for whistleblowers on the corporate website (www.abnamro.com >> contact >> whistleblowing report). Reports can be made anonymously.

5 Procedural information

5.1 Assessment of report

To provide comfort that ABN AMRO has received the report and is addressing the issue, the person who filed the report is contacted promptly and in confidence once the report has been reviewed to confirm that the report has been received and to explain the next steps.

Please note that, if a report has been filed without leaving any contact details, the person who filed the report cannot be contacted.

The following applies:

- Each report is assessed individually given that it is recognised that there might be circumstances in which line managers of the employee filing the report could be implicated in the alleged irregularities.
- After consultation between SIM and the whistleblower, the employee's HR officer and line manager can be informed of the report that has been filed under this policy.
- The report and the alleged irregularities are treated with the utmost confidentiality by all parties involved or otherwise aware of what has been reported (subject always and only to any disclosures required to be made as part of any regulatory process and/or legal proceedings).
- Concerns relating to alleged irregularities involving inappropriate treatment of employees are usually passed on to, and investigated by, the competent HR officer.

5.2 Anonymous reports and misuse of the policy

Employees are urged not to file anonymous reports for the following reasons:

- ABN AMRO is firmly committed to protecting employees who file reports under this policy, which is why there should be no reason to file an anonymous report; and
- The subsequent investigation might be obstructed if the investigators cannot make contact with the individual raising the concern to obtain clarity or request further information; and
- ABN AMRO must respect and is committed to respecting the rights of all of its employees. This include the right of an accused person to learn the identity of his or her accuser in due course. The accuser's identity will not, however, be disclosed unless absolutely necessary for the purposes of the investigation and/or subsequent action. It will never be disclosed without having discussed this with the accuser in advance; and
- In certain jurisdictions, ABN AMRO may be unable to investigate issues that have been reported anonymously.

However, ABN AMRO would rather receive anonymous reports than not having any concerns be reported at all.

5.3 Post-disclosure issues and reporting

ABN AMRO endeavours to keep anyone who raises concerns under this policy abreast of how their concerns are being addressed. However, this is not always feasible for legal or practical reasons: for example, the fact that disciplinary action has been taken against an individual can generally not be shared with their colleagues and an investigation by a regulator or law enforcement agency will usually be confidential in itself.

All matters reported under this policy will, where required and where they are found to be true and considered to be material, either be reported to, or otherwise remain available for inspection by the relevant regulatory authorities.

All reports filed under this policy will be treated in the strictest of confidence, subject to the relevant statutory requirements. Security & Intelligence Management (SIM) receives all whistleblowing reports and records reports in a case management system. All matters reported and the status of the subsequent investigation are reported to the Audit Committee to enable it to discharge its own responsibilities.

Where a report has been filed in good faith and subsequently leads to regulatory or court hearings, the employee who filed the initial report may be expected to serve as a witness. Where this occurs, ABN AMRO will provide appropriate assistance and support,

including any necessary legal advice to the employee in the run-up to and during the hearing.

5.4 Local laws and regulations

In case of a conflict between this policy and any local laws or regulations, including rules of professional conduct, the local laws and regulations will prevail. Local policies on whistleblowing should be in line with this policy as much as possible.

6 Security & Intelligence Management

Security & Intelligence Management (SIM) is responsible for the intake, registration, assessment and subsequent investigation of reported irregularities under this policy. SIM is responsible for treating all reports confidentially, consistently and with discretion.

7 Inadequate handling of a report

In the event that, after a reasonable time, an employee should reasonably consider that the person with whom the initial report was filed has not addressed the concern adequately, the employee may raise the concern directly with the Audit Committee in writing. The Audit Committee is competent to deal with these issues.

Concerns about inadequate handling of a report can be expressed in writing to the Audit Committee:

ABN AMRO N.V.

For the attention of: The Audit Committee – **confidential**

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