

## Whistleblower Policy 2021

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Goodwell Investments

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# 1 Introduction

At Goodwell, operating with ethical conduct and integrity for a positive impact on the individuals and communities we interact with is central to our purpose as an organisation. Failure to meet these standards may expose Goodwell and/or its employees to regulatory and/or legal liability and damage the reputation of the company, hampering our ability to achieve our goals.

## 1.1 Definitions

- AMLRO: Alternative Money Laundering Officer.
- CSC: 3rd party provider of fiduciary services.
- Disclosure: Report of policy breach or report of suspicion of policy breach.
- Employee: An individual employed by Goodwell Investments B.V.
- External stakeholder: Investors, end users, members of the public.
- Internal stakeholder: Employees, suppliers, co-investors, portfolio company employees, business partners and their employees.
- MLRO: Money Laundering Officer.
- Ocorian: 3rd party provider of fiduciary services.
- This Policy: Refers to this Goodwell Whistleblower Policy.
- Whistleblower: Individual (stakeholder or not) that has suspects or has reported a breach of this whistleblower policy.

## 1.2 Scope

This policy is intended to help Goodwell in our commitment to maintaining high standards of ethical business practice throughout our organisation by providing clear guidelines that enable all stakeholders (internal or external) to anonymously report any ethical violations and have full confidence that any such breaches will be resolved.

This policy is intended for information and/or use by anyone with whom Goodwell has some type of relationship.

This policy should be utilised in response to any of the following acts:

- A criminal offence has been committed or deliberately concealed.
- A stakeholder has failed, is failing, or is likely to fail to comply with any local laws or Goodwell policies, including but not limited to breaches of:
  - Confidentiality agreements
  - The Goodwell Code of Conduct
  - The Goodwell Anti-Bribery Policy
  - The Goodwell Anti-Money Laundering Policy
  - The Goodwell Conflict of Interest Policy
  - The Goodwell Anti-Corruption Guidelines
- Withholding, destroying, manipulating, or deliberately providing incorrect information to regulatory authorities or auditors.
- A miscarriage of justice has occurred, is occurring, or is likely to occur.
- Business operations or practices have resulted, are resulting, or are likely to result in environmental damage.

- Business operations or practices have endangered, will endanger, or are likely to endanger the health and/or safety of any stakeholder.
- A stakeholder has abused, is abusing, or is likely to abuse a position of power (including any type of harassment or predatory business practices).

## 2 Reporting Procedure

This section is intended to provide clear instruction as to the correct procedure for disclosure and the procedure by which Goodwell will address disclosures.

### 2.1 To Whom (Disclosure Channels)

#### 2.1.1 Internal Disclosures

Internal disclosure should be initiated by bringing the matter to the attention of the chosen disclosure channel as soon as possible, in writing.

Would-be whistleblowers are encouraged to raise disclosures with the following internal points of contact first, to give Goodwell the opportunity to evaluate and rectify any misconduct on behalf of the company:

- The Goodwell Ethics Officer [contact details provided in section 6. Appendix]
- A Goodwell Manager

In the case of internal disclosure, the Goodwell Ethics Officer is responsible for conducting any internal investigation procedure, and for providing the whistleblower with protection. This protection is outlined as follows:

- Ensuring fair treatment of the whistleblower throughout the whistleblowing procedure through maintenance of the guidelines of this policy.
- Ensuring whistleblower rights are upheld, as stipulated in section 2.3. of this policy.

Upon receipt of disclosure, the Ethics Officer/Manager will arrange a meeting with the whistleblower at the earliest convenience, if (and only if) the whistleblower does not wish to remain anonymous.

The meeting will be an opportunity for the whistleblower to provide the Ethics Officer/Manager with further details and/or evidence of the alleged misconduct. After the meeting, an investigation should be initiated from point (ii) of the investigation procedure in section 3.

If, for whatever reason, the whistleblower does not feel comfortable disclosing to a manager/internal officer, or the manager/internal officer is somehow involved in the breach, the whistleblower should follow the procedure outlined in section 2.1.2. of this policy, which outlines the procedure to follow for external whistleblowers.

#### 2.1.2 External Disclosures

External disclosure should be conducted with the following guidance:

- All financial crimes and policy breaches as outlined in Chapter 14 of the uMunthu Internal Control Manual for funds/grievances domiciled in The Netherlands should be directed to:
  - The CSC Compliance Officer [contact details provided in section 6. Appendix].

In the case of domestic external disclosures, the Chair of the Goodwell Advisory Committee is responsible for protection of the whistle blower.

- All financial crimes and policy breaches as outlined in Chapter 14 of the uMunthu Internal Control Manual for International funds/grievances (domiciled outside The Netherlands) should be directed to:
  - The Ocorian Compliance Officer/MLRO/AMLRO [Contact details provided in section 6. Appendix].

The MLRO is a dedicated objective and external point of contact available to Goodwell whistleblowers through Ocorian. The Ocorian Compliance Officer/MLRO will report to the Chair of the Goodwell Advisory Committee and coordinate follow-up and investigation.

In the case of international disclosures, the Chair of the Goodwell Advisory Committee is responsible for protection of the whistleblower. In the case that the whistleblower is unwilling or unable to disclose to the MLRO, disclosure should be directed to the AMLRO (Alternative MLRO) at Ocorian.

## 2.2 How? (Required Information/Evidence)

Stakeholders who make disclosures are requested to provide as much of the following information and/or documentation as possible:

- The context of and reason for the disclosure
- The date and time of the event(s) in the disclosure
- The nature of the event(s)
- The name(s) of the person(s) involved in the event(s)
- Name(s) and contact details of any witness(es) to the event(s)
- Any evidence of the event(s) (e.g. documents, e-mails, audio recordings)

The whistleblower is required to keep all information and evidence confidential and documented where possible pending an investigation. Failure to meet any reasonable request(s) to clarify the information or evidence provided can hinder investigation efforts and/or undermine the legitimacy of the disclosure.

Goodwell guarantees that no disciplinary or legal action will be taken against a whistleblower in the case that a disclosure turns out to be mistaken or misguided

## 2.3 Your rights

Any whistleblower retains the right to full or partial anonymity. Goodwell will ensure that an anonymous whistleblower's identity is only divulged on a need-to-know basis, or when Goodwell is legally obliged to do so.

It is advised to refrain from anonymous disclosures where possible, as the inability to contact a whistleblower could hinder any investigation, however disclosing a breach anonymously will have no adverse impact on the gravity or urgency with which a disclosure is addressed.

# 3 Investigation Procedure

Following disclosure, the investigation procedure will be conducted as follows:

- i. The appropriate Officer/MLRO is responsible for reviewing all disclosures in an independent, reliable, result-oriented way on behalf of Goodwell. Upon receipt of a disclosure, the appropriate Officer/MLRO will communicate acknowledgement of receipt and an explanation of the subsequent process with the whistleblower.

- a. In the case of international disclosure, the Ocorian Compliance Officer/MLRO will notify the Chair of the Goodwell Advisory Committee at this stage.
- ii. The appropriate Officer/MLRO will make a report describing the facts and circumstances of the disclosure. A copy will be shared with the whistleblower, who should then confirm the contents of the report in writing.
- iii. The appropriate Officer/MLRO informs Goodwell's managing partners of receipt of the disclosure, without disclosing the whistleblower's identity.
- iv. The appropriate Officer/MLRO will collect information from the witness(es) by means of interviews and/or statements, as well as collect evidence from company files and/or ICT systems to determine the scope of the investigation. An external independent investigator body may then be appointed if so.
- v. The whistleblower will be informed of the results of Goodwell's investigation, or the independent investigator's involvement.
- vi. A report of the investigation will be made (either by the appropriate Officer/MLRO/independent investigator) and be shared with Goodwell Investments B.V.'s Advisory Committee. The Advisory Committee will decide on the appropriate action to take, based on the results of the investigation.
- vii. A report of actions taken and supporting documentation will be retained by the appropriate Officer/MLRO and a copy will be shared with the whistleblower.

For internal disclosures, it is the responsibility of the Goodwell Ethics Officer to ensure the action taken is suitable and adequate given the results of the investigation and takes into consideration the well-being of all stakeholders and Goodwell Investments B.V.'s reputation.

For domestic external disclosures, the above responsibility lies with the CSC Compliance Officer.

For international external disclosures, the above responsibility lies with the Chair of the Goodwell Advisory Committee.

## 4 Breaches

Failure to comply with the procedures and requirements outlined in this policy may result in disciplinary action being taken against the offender.

## 5 Training and Awareness

At Goodwell we want to make sure disclosure is as accessible as possible. For this reason, Goodwell will endeavour to foster a culture of transparency and promote a 'speak-up' culture. It is the responsibility of Goodwell Investments to ensure that all internal stakeholders are aware of this whistleblower policy and its contents, and to ensure it is fully accessible to external stakeholders.

- The Goodwell Ethics Officer will ensure that this policy is re-evaluated and updated at regular intervals, and that this policy is properly reflected on the Goodwell website.
- The Goodwell Risk Manager will be responsible for ensuring that all internal stakeholders are regularly familiarised with the contents of this policy and any changes made.

## 6 Appendix

### Contact details

Goodwell Ethics Officer: Amasja Tromp  
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