



# KLM whistleblower policy

Procedures for handling reports of suspected misconduct

Royal Dutch Airlines



# Contents

<b>1</b>	<b>Introduction</b>	<b>3</b>	<b>Appendix 1</b>	<b>15</b>
			Procedure for hierarchical managers	
1.1	Introduction	3	<b>Appendix 2</b>	<b>16</b>
1.2	Scope of the KLM Whistleblower Policy	3	Procedure for the KLM Compliance Committee /	
1.3	Reading guide	4	Chairman of the KLM Supervisory Board	
1.4	Dutch law and personal data protection	4		
<b>2</b>	<b>Approach and procedure</b>	<b>5</b>		
2.1	KLM's approach	5		
2.1.1	KLM Compliance Committee	5		
2.1.2	Confidentiality	5		
2.2	Procedure	5		
2.2.1	To whom can I report?	5		
2.2.2	How can I submit a report to the KLM Compliance Committee/Chairman of the KLM Supervisory Board?	6		
2.2.3	Where can I get answers to other questions about the Whistleblower Policy?	6		
<b>3</b>	<b>KLM Whistleblower Policy</b>	<b>7</b>		
<b>4</b>	<b>Sanctions</b>	<b>14</b>		

# 1 Introduction

## 1.1 Introduction

It is important to KLM that its employees, former employees, and anyone working with KLM can adequately and safely report suspicions of misconduct within the company. The submission of reports of such suspicions enable KLM to act and remedy the situation. It will not always be clear whether a certain situation constitutes misconduct. In such cases, KLM prefers its employees and other associates to express their concerns rather than stay silent. This booklet contains regulations that enable these individuals to report suspected misconduct. We refer to these regulations as the Whistleblower Policy [*Klokkenluidersregeling*].

The Whistleblower Policy describes the procedure that must be followed to report suspected misconduct and how such reports are handled. The Whistleblower Policy also describes the guarantees regarding confidentiality and the protection afforded the whistleblower under the Whistleblower Policy.

The Whistleblower Policy applies to all employees of KLM and its subsidiaries (in the Netherlands and abroad), as well as to all individuals who have contact with KLM through their work. 'Employees' are defined as all persons, whether or not directly employed by KLM, as well as certain other parties who are not: former KLM employees, external co-workers, and employees hired in from agencies can also report under this policy. This publication describes how misconduct can be reported, which bodies investigate the report, and precisely how the reports are handled.

KLM encourages its employees to report suspected misconduct to their hierarchical manager first. The report will then be processed by the KLM Compliance Committee or – in exceptional cases – the Chairman of the KLM Supervisory Board [*Raad van Commissarissen*]. If the employee cannot, or does not wish to, report to his/her hierarchical manager, he/she may report directly to the KLM Compliance Committee or – in exceptional cases – to the Chairman of the KLM Supervisory Board.

Confidential advisors [*vertrouwenspersonen*] have been appointed to handle enquiries from employees who first wish to know more about the Whistleblower Policy or who want advice about whether or not to file a report under the Whistleblower Policy. The contact details for the confidential advisors can be found on the KLM intranet ([myklm.org](http://myklm.org)).

In addition to this publication, there is also a flyer entitled '10 questions about the KLM Whistleblower Policy', that includes the most important information about the Whistleblower Policy. This flyer is available on MyKLM.

## 1.2 Scope of the KLM Whistleblower Policy

The Whistleblower Policy covers the reporting of all suspected misconduct involving KLM. For the definition of 'suspected misconduct', please refer to Article 1, paragraph 7, of the Whistleblower Policy (Chapter 3). Reports may regard current or past misconduct, or the suspicion that misconduct will occur in the future.

This Whistleblower Policy does not cover questions or problems regarding employment terms and conditions, performance reviews, or personal complaints. Employees should contact their HR manager about such matters.

### 1.3 Reading guide

**Chapter 2** describes the approach and procedure for reporting suspected misconduct. Among other things, it explains how and where reports can be filed, as well as the role of the KLM Compliance Committee.

**Chapter 3** contains the actual Whistleblower Policy, stating the rules and guarantees regarding the reporting of suspected misconduct.

**Chapter 4** discusses the sanctions that may be imposed on employees who have engaged in misconduct, as well as those who have reported misconduct in bad faith.

**Appendix 1** states the procedures intended for hierarchical managers to follow when an employee reports suspected misconduct.

**Appendix 2** describes how reports are handled by the KLM Compliance Committee (or the Chairman of the Supervisory Board).

### 1.4 Dutch law and personal data protection

The Whistleblower Policy satisfies the requirements of Dutch law with regard to employment legislation and the Dutch Personal Data Protection Act [*Wet bescherming persoonsgegevens*]. For this reason, KLM has registered the Whistleblower Policy with the appropriate regulator, the Dutch Data Protection Authority [*Autoriteit Persoonsgegevens*].

In the unexpected event that the Whistleblower Policy is inapplicable outside the Netherlands because it does not satisfy local legislation (or does not do so in full), the other provisions of the Whistleblower Policy will remain in effect. The inapplicable provision will then be replaced with a provision which is

permissible under the relevant law and which differs as little as possible from the original provision so that the objectives of the Whistleblower Policy can be met. In such cases, the KLM Compliance Committee will perform a risk assessment before the report is handled.

Questions and complaints about the use of personal data by the KLM Compliance Committee and/or the KLM Supervisory Board can be submitted to the Corporate Privacy Office (AMS/PI, [privacy@klm.com](mailto:privacy@klm.com)).

## 2 Approach and procedure

### 2.1 KLM's approach

KLM enables its employees to report suspected misconduct under the KLM Whistleblower Policy. This makes it possible for employees, former employees, and all those who come into contact with KLM through their work to report in a way that ensures adequate follow-up while providing protection and guaranteed confidentiality. KLM encourages these reports because these enable KLM to rectify misconduct within the organisation and to improve its rules and procedures, as well as their implementation.

#### 2.1.1 KLM Compliance Committee

The KLM Supervisory Board has appointed a special KLM Compliance Committee to receive reports filed under the Whistleblower Policy and handle them in accordance with that same policy.

The KLM Compliance Committee consists of the following members:

- Senior Vice President of Corporate Center & General Counsel – AMS/DS (Chair)
- Executive Vice President of Human Resources & Industrial Relations – AMS/GA
- Vice President of Internal Audit – AMS/DC
- Vice President of KLM Security Services – SPL/AV
- Legal & Business Ethics Compliance Director – AMS/DJ (Secretary)

#### 2.1.2 Confidentiality

KLM highly values contact with the whistleblower, partly with a view to providing that person with optimal protection and guidance. This is why KLM has stated a clear preference for reports to be made non-anonymously. Whistleblowers are therefore asked for their personal details when making a report. These personal details are optimally protected and are not provided to third parties or disseminated within the company. The KLM Compliance Committee treats the whistleblower's identity as strictly confidential. This publication explains how these details are handled.

If a whistleblower still wishes to remain anonymous, that is an option, but he/she should understand that this will make it more difficult to handle the substance of the report, since it will be more difficult to maintain contact with the whistleblower. **KLM therefore requests anonymous whistleblowers to provide as much detailed information as possible (such as events the whistleblower observed, background information, reasons for concern, names, dates, places, etc.) to ensure that the case can be assessed as effectively as possible.**

### 2.2 Procedure

#### 2.2.1 To whom can I report?

Employees should initially contact their hierarchical manager to make a report (see also Appendix 1: the Procedure for Hierarchical Managers). If reporting to a hierarchical manager is impossible or undesirable, employees may also submit their reports directly to the KLM Compliance Committee. If the report involves members of the KLM Board of Managing Directors [*Directie*] or members of the KLM Compliance Committee themselves, the report should be submitted directly to the Chairman of the KLM Supervisory Board.

Former employees and other individuals who come into contact with KLM through their work should initially report to the KLM Compliance Committee or, in the exceptional cases referred to above, the Chairman of the KLM Supervisory Board.

In exceptional circumstances such as those referred to in Article 6 of the Whistleblower Policy, a report can be submitted to an external third party such as the Home for Whistleblowers [Huis voor Klokkenluiders], the police, or a trade union [vakbond].

#### 2.2.2 How can I submit a report to the KLM Compliance Committee/-Chairman of the KLM Supervisory Board?

1. Reports to the **KLM Compliance Committee** may be submitted by e-mail to [compliancecommittee@klm.com](mailto:compliancecommittee@klm.com) or by telephone on +31 (0)20-649 2834. If the report involves members of the KLM Board of Managing Directors or members of the KLM Compliance Committee themselves, the report should be submitted by regular post directly to the Chairman of the Supervisory Board. The address of the **KLM Supervisory Board** can be found in paragraph 2 (ii).
2. Whistleblowers may submit their reports by regular post by sending them to the addresses listed below:
  - (i) Reports to the KLM Compliance Committee must be sent to:  
KLM Compliance Committee  
PO Box 75782  
NL-1118 ZX Schiphol Airport

- (ii) Reports to the KLM Supervisory Board must be sent to:  
Voorzitter KLM Raad van Commissarissen  
PO Box 75770  
NL-1118 ZX Schiphol Airport

#### 2.2.3 Where can I get answers to other questions about the Whistleblower Policy?

Someone who is considering filing a report but who wants to obtain advice before doing so may contact one of the confidential advisors appointed by KLM to handle these enquiries on behalf of KLM and its subsidiaries (see also Article 4 of the Whistleblower Policy). Confidential advisors are bound by a duty of confidentiality. This means that employees can thus safely contact a confidential advisor regarding suspected misconduct.

Other questions may be posed to the Chairman of the KLM Compliance Committee by e-mail to [compliancecommittee@klm.com](mailto:compliancecommittee@klm.com) or by telephone on +31 (0)20-649 2834.



# 3 KLM Whistleblower Policy

## Article 1. Definitions

The terms used in the Whistleblower Policy are defined as follows.

1. **whistleblower:** person who reports (or is considering reporting) suspected misconduct under the Whistleblower Policy.
2. **employee:** a person who is or was employed by the company or worked on behalf of the company and who is filing (or considering filing) a report under the Whistleblower Policy (N.B.: this definition of 'employee' excludes individuals who are the subject of a report of suspected misconduct);
3. **KLM, KLM Group, or the company:** Koninklijke Luchtvaart Maatschappij N.V. and its subsidiaries (but only those in which it holds a shareholding >50%), these being KLM Cityhopper B.V., KLM Cityhopper UK Ltd., Martinair Holland N.V., Transavia Airlines C.V., KLM Health Services B.V., KLM Equipment Services B.V., KLM Catering Services Schiphol B.V., KLM Luchtvaartschool B.V., Epcor B.V., Cygnific B.V., KLM UK Engineering Ltd., and International Airline Services Ltd.
4. **hierarchical manager:** the person within the KLM Group who is the employee's manager in the hierarchy;
5. **The executive in charge:** the executive who bears final responsibility within the business unit or subsidiary, or, in the absence of this person, the member of the KLM Board of Managing Directors who is responsible for said business unit or subsidiary;
6. **Confidential advisors:** a number of persons designated by KLM who can be contacted by persons who are considering filing a report but who wish to obtain advice beforehand;
7. **suspected misconduct:** a reasonable, substantiated suspicion that KLM is involved in a situation in which a social and/or commercial interest is at stake in connection with:
  - a) a violation of a statutory provision, including a criminal offence, or the threat thereof;
  - b) a violation of rules other than those contained in statutory provisions, including company rules, or the threat thereof;
  - c) a situation in which the proper operation of KLM is jeopardised as a result of improper conduct or negligent acts or omissions, or the threat thereof;
  - d) a hazard to public health, safety, or the environment, or the threat thereof;
  - e) the deliberate misleading of public bodies, or the threat thereof;
  - f) a waste of government or company monies, or the threat thereof; or
  - g) the deliberate concealment, destruction, or manipulation of information concerning the aforementioned facts, or the threat thereof.
8. **Managers Procedure:** the Procedure for Hierarchical Managers relating to the Whistleblower Policy (Appendix 1 to this publication);

9. **KLM Compliance Committee Procedure:** the Procedure for the KLM Compliance Committee relating to the Whistleblower Policy (Appendix 2 to this publication).

## **Article 2. Reporting to the hierarchical manager, KLM Compliance Committee, or Chairman of the KLM Supervisory Board**

1. An employee will report suspected misconduct to his/her hierarchical manager (see Appendix 1 for the applicable procedure) or to the KLM Compliance Committee if he/she cannot or does not wish to make the report to his/her hierarchical manager (see Appendix 2 for the applicable procedure).
2. The KLM Compliance Committee is the first point of contact for former employees and other persons who come into contact with KLM through their work (see Appendix 2 for the applicable procedure).
3. If the suspected misconduct involves members of the KLM Board of Managing Directors or members of the KLM Compliance Committee, the whistleblower may submit the report directly to the Chairman of the KLM Supervisory Board (see Appendix 2 for the applicable procedure).
4. An investigation into the suspected misconduct will commence immediately.

## **Article 3. Anonymous reporting**

1. KLM highly values contact with the whistleblower, partly with a view to providing that person with optimal protection and guidance. This is why KLM has stated a clear preference for reports to be made non-anonymously. Whistleblowers are therefore asked for their personal details when making a report. These personal details are optimally protected and are not provided to third parties or disseminated in the company (see Article 7 - Handling of information). The KLM Compliance Committee treats the whistleblower's identity as strictly confidential.
2. If a whistleblower still wishes to remain anonymous, that is an option, but he/she should understand that this will make it more difficult to follow up on the substance of the report, since it will be more difficult to maintain contact with the whistleblower.

## **Article 4. Preliminary advice from a confidential advisor**

1. Confidential advisors have been appointed on behalf of KLM and its subsidiaries to handle enquiries from employees who first wish to know more about the Whistleblower Policy or who want advice about whether or not to file a report under the Whistleblower Policy. The contact details for the confidential advisors can be found on the KLM intranet (myklm.org).
2. In order to provide advice, a confidential advisor may - only after consulting the employee and obtaining his/her approval - consult the members of the KLM Compliance Committee.



3. The employee is not bound by the advice rendered by a confidential advisor.
4. If the issue is of key importance to the company, a confidential advisor may independently decide – with due observance of Article 8 of the Whistleblower Policy (confidentiality regarding the identity of the employee) – to report the suspected misconduct to the KLM Compliance Committee or the Chairman of the KLM Supervisory Board, regardless of whether the employee decides to file a report after receiving the advice. The confidential advisor will immediately inform the employee of the report in such case.
5. Articles 8 (confidentiality of the identity of the reporting employee) and 9 (legal protection of the reporting employee) apply mutatis mutandis to preliminary advice.

#### **Article 5. Conclusions of the KLM Compliance Committee (or the Chairman of the KLM Supervisory Board)**

1. The whistleblower will be informed in writing by or on behalf of the KLM Compliance Committee (or, if applicable, the Chairman of the KLM Supervisory Board) of the conclusions regarding the suspected misconduct. This notification will be made within a period of eight weeks from the report date. The notification will also state the steps to which the report has led.
2. If the KLM Compliance Committee (or, if applicable, the Chairman of the KLM Supervisory Board) is unable to notify the whistleblower of its

conclusions within the eight-week period described in paragraph 1, either it or its representatives will notify the whistleblower of that fact as soon as possible, but by no later than one day after the eight-week period elapses, informing the whistleblower about when he/she can reasonably expect to be provided with information about the conclusions.

3. When the whistleblower receives the decision from the KLM Compliance Committee/the Chairman of the KLM Supervisory Board that indicates that no further action will be taken on the report, the whistleblower may submit a substantiated objection to the KLM Board of Managing Directors. The KLM Board of Managing Directors will formulate a substantive response to that objection within a period of four weeks.

#### **Article 6. Reporting to an external third party**

1. A whistleblower may report suspected misconduct to an external party as meant in Article 6, paragraph 3, with due observance of the provisions of Article 6, if:
  - a. he/she disagrees with the conclusions referred to in Article 5;
  - b. he/she has not received such conclusions within the required period of time referred to in the first and second paragraphs of Article 5;
  - c. in view of all the circumstances, the period referred to in the second paragraph of Article 5 is unreasonably long and the whistleblower has voiced his/her objection in this respect to the KLM Compliance Committee; or
  - d. he/she cannot reasonably be required to submit an internal report first. That will in any event be the case if, either pursuant to a statutory provision or otherwise:

- i. there is an acute threat involving a serious and urgent public interest that requires an external report to be made immediately;
  - ii. the whistleblower has good reason to fear reprisals if he/she reports the matter internally;
  - iii. there is a clear risk that evidence will be concealed or destroyed;
  - iv. a prior report of the same misconduct in accordance with the procedure did not eliminate the misconduct;
  - v. the whistleblower has a duty to report the matter to an external body;
  - vi. the situation involves the exceptional grounds referred to in the following paragraph.
2. As meant in these regulations, an external third party is any external organisation (or representative thereof) that the whistleblower reasonably believes to be the most suitable recipient of the report. External third parties are understood to include, in any case:
  - a. an authority charged with investigating criminal offences;
  - b. an authority that is charged with monitoring compliance with the provisions of, or provisions formulated pursuant to, any statutory requirement;
  - c. another authority where suspected misconduct can be reported, including the investigative division of the Home for Whistleblowers.
3. If the whistleblower reasonably believes the social interest to outweigh KLM's interest in confidentiality, the whistleblower may also report the matter to an external third party who the whistleblower reasonably believes is in a position to eliminate the suspected misconduct or cause it to be eliminated, either directly or indirectly.
4. The employee shall report the suspected misconduct to the external third party that he/she deems most appropriate given the circumstances of the case, while duly considering how effectively that party can intervene as well as KLM's interest in minimising the harm or loss suffered as a result of such intervention, in so far as such loss or harm is not necessarily the result of measures taken to oppose the misconduct.
5. The greater the risk that reporting suspected misconduct to an external party will cause serious loss or damage to KLM, the stronger the whistleblower's suspicions must be before doing so.

## Article 7. Handling of information

1. Information that is collected during an investigation may only be passed on within KLM if its confidentiality can be sufficiently guaranteed.
2. Information will only be passed on after receiving the whistleblower's consent, but only to the extent necessary for the investigation and then only to the persons who supervise and/or audit and regulate KLM and who are authorised to take action based on this information.
3. Only after adequate preservation measures have been taken (in order to prevent the destruction of evidence) may an individual be informed that he/she is the subject of the investigation being conducted pursuant to a report of suspected misconduct. This individual, however, will never be provided with information regarding the identity of the whistleblower.

## **Article 8. Confidentiality regarding the identity of the whistleblower; whistleblower's duty of confidentiality**

1. To the extent permitted by law, every effort will be made to maintain the confidentiality of the whistleblower's identity, in accordance with the need to conduct a proper investigation and in accordance with the need to protect the whistleblower.
2. The investigation will be conducted in such a way that the report cannot be traced back to the whistleblower.
3. The KLM Compliance Committee will be informed of the whistleblower's identity. Unless compelling interests dictate otherwise, no one else will be informed of the whistleblower's identity. This may be otherwise if the whistleblower has granted his/her explicit written consent to the KLM Compliance Committee.
4. The whistleblower's personal details will only be disclosed, and exclusively to the extent necessary for the investigation, once the whistleblower has given his/her written consent or if such disclosure is required by national laws or regulations.
5. In cases in which the whistleblower himself/herself has taken part in the misconduct, or in situations in which the whistleblower has deliberately abused the Whistleblower Policy, the whistleblower's identity may be disclosed to authorised agencies outside KLM.

6. The whistleblower undertakes a duty of confidentiality with regard to the report, unless compelling interests dictate otherwise, said determination to be made by the KLM Compliance Committee.

## **Article 9. Legal protection of the whistleblower**

1. KLM will not discriminate in any way against a whistleblower who has properly reported suspected misconduct in good faith.
2. The term 'discrimination' as used in paragraph 1 will in any case encompass the taking of a discriminatory measure, such as:
  - a. Dismissing the whistleblower, except at the whistleblower's own request;
  - b. Terminating the whistleblower's employment early, or refusing to extend the whistleblower's temporary employment;
  - c. Refusing to convert temporary employment into permanent employment;
  - d. Disciplining the whistleblower;
  - e. Prohibiting the whistleblower or his/her colleagues from participating in an investigation, subjecting them to gag orders, or banning them from the workplace and/or contact;
  - f. Forcing the whistleblower to accept an alternative position;
  - g. Increasing or restricting the whistleblower's workload, except at the whistleblower's own request;
  - h. Relocating or transferring the whistleblower, except at the whistleblower's own request;
  - i. Refusing the whistleblower's request for relocation or transfer;

- j. Changing the workplace or refusing a request to that effect;
  - k. Withholding pay rises, incidental remuneration, bonuses, or allowances/reimbursements;
  - l. Denying opportunities for promotion;
  - m. Rejecting the employee's request to report ill, or having the employee registered as ill;
  - n. Refusing a request for leave;
  - o. Granting leave, except at the whistleblower's own request.
3. The discrimination referred to in paragraph 1 will also be deemed to exist if there are reasonable grounds for calling the whistleblower to account for his/her performance or if KLM takes a discriminatory measure listed in paragraph 2 against him/her but the measure is disproportionate to the grounds.
4. If, within a foreseeable period after a report is made, KLM takes one of the discriminatory measures referred to in paragraph 2 against the whistleblower, it must provide substantiation for why this was considered necessary and affirm that the measure was not taken in relation to a report of suspected misconduct that was made properly and in good faith.
5. KLM will ensure that the whistleblower's managers and colleagues refrain from engaging in discriminatory conduct against the whistleblower in connection with the report of suspected misconduct that was made properly and in good faith in any way that would impede the whistleblower in the latter's performance of his/her personal or professional duties. This discriminatory conduct will in any case be understood to comprise:
- a. Bullying, ignoring, or excluding the whistleblower;
  - b. Making unfounded or disproportionate accusations regarding the whistleblower's performance;
  - c. Imposing de facto bans, howsoever named or formulated, prohibiting the whistleblower or his/her colleagues from participating in an investigation, subjecting them to gag orders, or banning them from the workplace and/or contact;
  - d. Intimidating the whistleblower by threatening to take certain measures or engage in certain conduct if he/she persists in making the report.
6. KLM will call employees who discriminate against the whistleblower to account for their actions, and may issue a warning or impose disciplinary measures on such employees.
7. To ensure the employee's protection, his/her personal details will not be provided to other parties who are the subject of the investigation, even if this person/these persons submit a request for access pursuant to Section 35 of the Dutch Personal Data Protection Act.
8. Please see the Procedure for the KLM Compliance Committee, which contains additional provisions regarding contacting the employee during the investigation.
9. If necessary, the employee may request personal, professional guidance. The employee may, only after consulting the KLM Compliance Committee, charge KLM the reasonable costs of obtaining such guidance.

## Article 10. Reporting and archiving reports and investigations

1. The KLM Compliance Committee will report to the KLM Supervisory Board twice a year regarding its work and findings, the reports received, and how the reports were followed up.
2. The periodic reports to the Chairman of the KLM Supervisory Board regarding specific reports, or reports in a particular period, will be made in accordance with the Procedure for the KLM Compliance Committee (Appendix 2).
3. The KLM Works Council will receive an anonymised report twice a year regarding the reports received and a statement of how these reports were followed up. These biannual reports will also be discussed with them.
4. The KLM Compliance Committee will retain the files pertaining to all reports for the statutory retention period.
5. If disciplinary or legal measures are taken against the individual who engaged in misconduct or against an employee who reported suspected misconduct in bad faith, the information regarding the investigation will be retained until any legal proceedings have been completed.

## Article 11. Effective date

This Whistleblower Policy enters into effect on 1 November 2013 and concerns version: AMS/DJ / 2017 / v.1.



# 4 Sanctions

Employees who are suspected of engaging in misconduct will only be considered guilty once the suspicions are sufficiently proved. Irrespective of the authority vested in it by law, KLM may take the disciplinary measures stipulated in the collective agreements that apply to KLM and its subsidiaries.

In addition, and regardless of the authority vested in it by law, KLM may take the disciplinary measures stipulated in the collective agreements that apply to KLM and its subsidiaries against individuals who report suspected misconduct in bad faith.



# Appendix 1

## Procedure for hierarchical managers

### Receiving reports

1. The hierarchical manager will receive and record reports of suspected misconduct.

### Registration method

2. The hierarchical manager will record the report in writing, including the date on which it was received, and will have the whistleblower sign it for approval, unless the employee objects to signing. The employee will receive a copy of the record.

### Procedure

3. The hierarchical manager will ensure that (i) the executive in charge is informed without delay of the reported suspicion of misconduct and the date on which the report was received, and (ii) the executive in charge receives a copy of the record.
4. The hierarchical manager will also send a copy of the record to the KLM Compliance Committee without delay.

5. The hierarchical manager will ensure the confidentiality of the report and its content, the identity of the person who is the subject of the report, and the identity of the person who submitted the report.
6. An investigation into the suspected misconduct will commence immediately. The executive in charge will request the KLM Compliance Committee to conduct the investigation. The report will then be transferred to the KLM Compliance Committee.

# Appendix 2

## Procedure for the KLM Compliance Committee/ Chairman of the KLM Supervisory Board

### Receiving reports

1. The KLM Compliance Committee/Chairman of the KLM Supervisory Board will receive and record reports of suspected misconduct.

### Registration method

2. Each registration will be assigned a unique registration number: KLM/.... (country)/(ascending consecutive number)/01(day)/01(month)/2013(year).
3. The KLM Compliance Committee/Chairman of the KLM Supervisory Board will record the report in writing based on the questionnaire that is completed for all reports. The KLM Compliance Committee/Chairman of the KLM Supervisory Board will question the whistleblower to obtain as much information possible about the suspected misconduct and get a complete picture of the situation.

4. The KLM Compliance Committee/Chairman of the KLM Supervisory Board will anonymise the report. Information that could lead to the identity of the employee must not be included in the recitation of the facts.
5. After the registration of the report is completed, the whistleblower will receive two copies of the report signed by the Chairman of the KLM Compliance Committee or his/her substitute/Chairman of the KLM Supervisory Board, which copies will include the report date. Where necessary, the whistleblower will add information to the copy, after which he/she will sign one copy and return it to the KLM Compliance Committee/Chairman of the KLM Supervisory Board.

### Procedure

6. The whistleblower will receive written confirmation of the report.
7. The KLM Compliance Committee/the Chairman of the KLM Supervisory Board will immediately commence investigating the report of suspected misconduct.
8. The KLM Compliance Committee/Chairman of the KLM Supervisory will advise the whistleblower about the protection of his/her personal data and about the follow-up process and communication during the process. The KLM Compliance Committee/Chairman of the KLM Supervisory Board will ask the whistleblower for a preferred correspondence/e-mail address for written contact and for a preferred telephone number and suitable times for telephonic contact with the whistleblower.
9. The KLM Compliance Committee will keep the employee's personal data in a separate document. Only one copy of this document will be kept, to be stored in a fire- and burglary-proof safe.

10. The KLM Compliance Committee will keep reports received digitally in a database designed for that purpose on a separate computer or on a secure hard drive. Any printouts of this information will be stored in a fire- and burglary-proof safe designated for that purpose.

### Contact with the employee

With reference to Article 8, paragraph 3, of the Whistleblower Policy regarding the legal protection of the whistleblower, the following must also be observed in contacts with the whistleblower.

1. The KLM Compliance Committee/Chairman of the Supervisory Board will ensure that the whistleblower's personal details will only be disclosed to the extent necessary for the investigation and only after the whistleblower consents to that disclosure in writing or if such disclosure of personal details is required by national laws and regulations. The whistleblower's identity may also be disclosed to authorised agencies outside KLM in cases in which the whistleblower himself/herself has taken part in the misconduct, or in situations in which the whistleblower has deliberately abused the Whistleblower policy.
2. If personal details must be disclosed, KLM will ensure that the whistleblower's position is properly protected.
3. The KLM Compliance Committee/Chairman of the KLM Supervisory Board will inform the whistleblower about the start of the investigation and, in the event of a longer-term investigation, will periodically contact the whistleblower with general progress reports.

4. The KLM Compliance Committee may only provide the whistleblower with more substantive information about the investigation if doing so would be in the interests of the investigation.

### Concluding action on the report

1. The KLM Compliance Committee/Chairman of the KLM Supervisory Board will take a carefully weighed, substantiated decision regarding the severity of the suspected misconduct, whether the report constitutes a cause of action, and the degree to which the report justifies taking further steps. The decision will be recorded in writing and added to the file.
2. The KLM Compliance Committee will send the anonymised report to the KLM Board of Managing Directors and inform the latter of the proposed investigation plan and an indication of the severity of the report. This paragraph will not apply if the report is made to the Chairman of the KLM Supervisory Board. In the latter case, the Chairman of the KLM Supervisory Board himself/herself will formulate an investigation plan (possibly with the assistance of the parties referred to in paragraph 5).
3. When a report involves serious suspected misconduct that could materially affect KLM (or its continuity), or which could influence the exchange listing of Air France-KLM, or could result in serious reputational harm, the KLM Compliance Committee will formulate an investigation plan in cooperation with the KLM Board of Managing Directors. This paragraph will not apply if the report is made to the Chairman of the KLM Supervisory Board. In the latter case, the Chairman of the KLM Supervisory Board himself/herself will formulate an investigation plan (possibly with the assistance of the parties referred to in paragraph 5).

4. The KLM Compliance Committee/Chairman of the KLM Supervisory Board is authorised to conduct the investigation of the report (and the underlying circumstances) or to cause such investigation to be conducted. This investigation may, depending on the situation, consist of hearing parties involved, bystanders or other parties who may be able to shed light on the case, as well as a financial audit, audit of documents, and an ICT audit. With regard to independence and objectivity, reports will be prepared regarding all of the activities and findings relating to the investigation, and these will be included in the file.
5. In the context of the investigation, the KLM Compliance Committee/Chairman of the KLM Supervisory Board may request assistance from:
  - the Internal Audit department;
  - the Security Services department;
  - the Legal Affairs department;
  - the Human Resources department;
  - other internal departments or other departments at subsidiaries; or
  - one or more external investigation agencies.When engaging the aforementioned parties, the KLM Compliance Committee/Chairman of the KLM Supervisory Board must safeguard the maintenance of the whistleblower's anonymity.
6. In the case of severe suspected misconduct (such as fraud or corruption), the KLM Compliance Committee/Chairman of the KLM Supervisory Board may directly conduct an independent external investigation agency to obtain advice about the actions to be taken to prevent further losses and/or preserve existing evidence.
7. If, after careful consideration, the KLM Compliance Committee/Chairman of the KLM Supervisory Board decides that the report does not merit further investigation, it will formulate a decision stating the grounds for declining to take further action on the report. If the report was submitted to the KLM Compliance Committee, the KLM Compliance Committee will submit its decision to the KLM Board of Managing Directors. If no objection is received from the KLM Board of Managing Directors within ten days, the KLM Compliance Committee will send the decision to the whistleblower at the agreed address.
8. If the report was submitted to the KLM Compliance Committee, the KLM Compliance Committee will prepare a final report of the investigation on behalf of the KLM Board of Managing Directors. If an external agency is requested to conduct the investigation, the report of the external agency may be separately appended to the final report. The final report may advise the KLM Board of Managing Directors with regard to follow-up steps and possible sanctions.
9. If the report was submitted via the hierarchical manager, the KLM Compliance Committee will, unless compelling interests on the part of the whistleblower dictate otherwise, notify that manager of the findings of the investigation of the suspected misconduct that was reported.
10. The KLM Compliance Committee/Chairman of the KLM Supervisory Board will inform the employee in writing of the findings of the investigation of the suspected misconduct that was reported and will indicate – if the report was submitted to the KLM Compliance Committee – the date on which the investigation was transferred to the KLM Board of Managing Directors.

11. The KLM Board of Managing Directors will study the results of the investigation and issue a decision regarding follow-up. If the report is held to be well-founded, the KLM Board of Managing Directors will consider any sanctions to be imposed or other measures to be taken.
12. The decisions and rulings of the KLM Board of Managing Directors will be recorded by the KLM Compliance Committee, affirmed by the KLM Board of Managing Directors, and added to the report file.

## Reporting

1. The KLM Board of Managing Directors will be periodically informed of reports submitted under the Whistleblower Policy and the work of the KLM Compliance Committee. This will be done in any case:
  - if the nature and severity of the report could present major risks for KLM;
  - if the results of an individual investigation demand measures be taken against and/or sanctions imposed on the individual who was the subject of the investigation conducted of a report of suspected misconduct;
  - if the reports result in important general recommendations for the KLM Board of Managing Directors;
  - every six months based on a copy of the general report by the KLM Compliance Committee to the KLM Audit Committee of the KLM Supervisory Board (see paragraph 2).
2. The KLM Compliance Committee will submit a summarised report every six months to the KLM Supervisory Board, sending a copy to the KLM Board of Managing Directors. The report must contain the following information:
  - the number of internal reports;

- insight into the geographical distribution of the reports;
- an overview of the various main topics of the reports;
- the number of reports that did not lead to further investigation;
- the internal and external agencies that were involved in the investigation as a result of the report and the manner in which the KLM Board of Managing Directors and/or Chairman of the KLM Supervisory Board followed up on the reports.

3. The KLM Works Council will receive an anonymised version of the report referred to in paragraph 2.

