Speak Up Policy
INTRODUCTION

At Kerry we value our employees, stakeholders and business partners who speak up about any potential concerns about Kerry that may need to be addressed. We believe that we all have a responsibility to report any breaches or potential breaches of our Code of Conduct, policies, standards or applicable laws. If you become aware or suspect that something is potentially illegal, unethical, unsafe or something seems contrary to our Code of Conduct, policies, standards or applicable laws, we encourage you to promptly report the matter so that a timely investigation and appropriate action can be taken.

Policy Objectives

This policy is established to provide a process for Kerry Group employees, stakeholders and business partners to disclose any concerns they may have about Kerry so that a timely investigation and appropriate remedial action can be taken by Kerry.

Policy Scope

This policy applies to all Kerry Group employees (including part-time, interim, interns, etc) worldwide.

This policy also applies to anyone doing business for or with Kerry Group and others acting on Kerry Group’s behalf, any person who has a professional relationship with Kerry and other business partners (for example, consultants, contractors, agents, agency workers, shareholders, board members, former employees, job applicants, suppliers, distributors, customers, etc) whether in progress, terminated or not yet started (collectively “Stakeholders”).

This policy has been revised to align with the requirements of the EU Whistleblowing Directive (Directive (EU) 2019/1937 and it replaces The Employee Concerns Disclosure Policy.

This policy may be augmented or adjusted by other local jurisdictional laws as well as process policies and procedures and the stricter law or policy applies.

This policy does not form part of any employee’s contract of employment and it may be amended at any time.

Our Commitment to Speaking Up

Kerry is committed to doing business with integrity and ensuring that business results are always achieved ethically and legally. Regardless of role, seniority or location, we are required to comply with our Code of Conduct, our policies and with all applicable laws, regulations and industry standards that relate to our everyday work.

Kerry values employees and Stakeholders who speak up about ethical issues and disclose and potential breaches of Kerry’s Code of Conduct, policies, standards or applicable laws. We encourage our employees and Stakeholders to always speak up.

It is in this context that Kerry has implemented an internal speaking up service and established a compliance organisation and Ethics and Compliance Team aimed at collecting reports and disclosures from employees and Stakeholders so that appropriate investigations and remedial actions can be undertaken where necessary.

Our Commitment to Non-Retaliation

We know that raising a concern can take courage, and sometimes you may be reluctant because you fear a reaction from your colleagues. We want our employees and Stakeholders to feel supported and not have any fear of retaliation or reprisals. We are committed to ensuring that any employee or Stakeholder who raises a concern is protected from any form of retaliation or reprisals.

We have a strict policy prohibiting retaliation or reprisals against any employee or Stakeholder who reports a concern or assists in an investigation in good faith. An employee or Stakeholder will also not be subject to disciplinary measures or incur any negative impact on their employment (or relationship with Kerry) for reporting a concern or assisting in an investigation in good faith.

If you have been subject to or threatened with retaliation or reprisals of any kind from anyone in Kerry, you should immediately contact a Human Resources Partner or a member of the Ethics and Compliance Team as this is a potential violation of the Speak Up Policy which should be investigated.

Ways to Report Your Concerns

There are a number of ways employees and Stakeholders can report concerns about Kerry. We encourage employees and Stakeholders to first contact someone in Kerry.

(a) An employee with a concern can contact a line manager, or a senior manager, or a Human Resources Partner, or a member of the Ethics and Compliance Team.

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Resources Partner, or a member of the Ethics and Compliance Team.

(b) A Stakeholder with a concern can contact a member of the Ethics and Compliance Team.

(c) Alternatively, employees and Stakeholders can contact our Speak Up service on a confidential and anonymous basis if they find speaking to another Kerry employee or to the Ethics and Compliance Team too difficult or impractical.

**Our Speak Up Service**

Our Speak Up service is operated by an external and independent company called Navex Global Inc (“Navex”) (www.navexglobal.com). Navex provides a confidential online (Speak Up Website) and freephone call service (Speak Up Call Centre), 24 hours a day, 7 days per week.

The Speak Up Website can be accessed from links at two locations on mykerry (under the “How do I …” section and under the “About Kerry Group” section in the footer of the home page) or via the link in the footer of the home page of the Kerry Group website (www.kerrygroup.com) and the Kerry website (www.kerry.com).

The Speak Up Call Centre is staffed by professional specialists who will listen to your concerns in your language. The freephone Speak Up Call Centre telephone numbers are on page 8 of this policy. You can also find the telephone numbers on the “Report by Phone” section on the Speak Up Website.

Every report coming through the Speak Up Website or Speak Up Call Centre will be handled discreetly and professionally and in a confidential manner and promptly forwarded in a report to our Ethics and Compliance Team for investigation.

**Our Ethics and Compliance Team**

The Ethics and Compliance Team will be comprised of Kerry employees from the Legal function. They will be in charge of communicating with the staff of Navex and communicating with any employee or Stakeholder who discloses a concern about Kerry.

The Ethics and Compliance Team will also be in charge of investigations and they will reply to you within two (2) months with feedback on the progress of the investigation.

Regardless of how you choose to report your concerns, the information you provide will only be shared by the Ethics and Compliance Team with individuals who have a need to know or who are necessary to complete a thorough investigation and take any decisions and required remedial actions. The members of the Ethics and Compliance Team and the Navex staff and anyone else who have access to the confidential information of the disclosure are subject to an obligation of confidentiality.

**How Does the Speak Up Service Work?**

**Which suspected wrongdoings can you disclose?**

We encourage our employees and Stakeholders to disclose concerns about suspected breaches involving Kerry of:

(i) EU law (including the EU Whistleblowing Directive) in the following areas: public procurement, prevention of money laundering, terrorist financing, product safety and compliance, transport safety, protection of the environment, food and feed safety, animal health and welfare, public health, consumer protection, protection of privacy and personal data, and security of network and information systems;

(ii) local laws or regulations in the countries where Kerry has a presence or is doing business;

(iii) wrongdoing and dangers in relation to Kerry’s activities; and

(iv) Kerry’s Code of Conduct, policies, or standards.

This includes, for example:

(a) bribery, money laundering, fraud, corruption or other criminal activity;

(b) violations of local laws or regulations;

(c) facilitation of tax evasion or other financial misconduct;

(d) health and safety risks;

(e) damage to the environment;

(f) violence, threats, bullying, harassment, discrimination, substance abuse;

(g) abuse of Kerry property (including intellectual property and confidential information);

(h) any breach of legal or professional obligations;

(i) any breach of data protection requirements;

(j) any other breach of the Code of Conduct and policies;
(k) any hinderance or obstruction or attempts to hinder or obstruct a disclosure; and

(l) the deliberate concealment of any of the above matters.

These are examples of “relevant” or “admissible” concerns about Kerry which are dealt with under this policy.

Concerns about an employment status, abusive disclosures, rumours or disclosures not concerning Kerry are “not relevant” or “inadmissible” and not dealt with under this policy.

Who can disclose a suspected wrongdoing?
Kerry’s employees and Stakeholders disclosing in good faith, with reasonable grounds to believe that the disclosed information is true can disclose a suspected wrongdoing.

Are you required to disclose a suspected wrongdoing?
Kerry is committed to conducting business with honesty and integrity and we expect employees and Stakeholders to maintain high standards. If an employee or Stakeholder decides not to report a concern they have knowledge about they will not be disciplined under this policy. However, we encourage employees and Stakeholders to raise any concerns as stated above.

In addition, under this policy, an employee or Stakeholder must not deliberately conceal any wrongdoing or hinder or obstruct, in any way whatsoever, the reporting of a disclosure by another employee or Stakeholder. A deliberate concealment, hinderance or obstruction may result in sanctions under local laws in some jurisdictions.

Can you remain anonymous?
If you use the Speak Up service you can remain anonymous if local laws permit. However, giving your name is likely to help the Ethics and Compliance Team investigate the issue you have raised, because it enables us to contact you if we have any questions or require further information.

Even if you choose to remain anonymous, a unique, randomised number called a “report key” will be generated by Navex in order for the Ethics and Compliance Team to reply to you.

How can you disclose a suspected wrongdoing?
Kerry’s employees and Stakeholders can use the Speak Up service, which provides a confidential and secure online and freephone call service, 24 hours a day, 7 days per week.

Kerry’s employees and Stakeholders can also contact the Ethics and Compliance Team directly using the contact details provided on page 6 of this policy.

Kerry’s employees can contact a line manager, or a senior manager, or a Human Resources Partner.

You are encouraged to provide accurate and objective information about the facts. Documents supporting your disclosure, if any, may also be included.

What Happens to your Disclosure?

How is the disclosure handled and when will you be contacted?
These are the steps when a disclosure is made via the Speak Up service:

1. Navex will send an acknowledgment of receipt of the disclosure to the employee or Stakeholder (“Reporter”) within seven (7) days from the date of receipt of the disclosure.

2. Navex will send the report on the disclosure to the Ethics and Compliance Team.

3. The Ethics and Compliance Team will send a confirmation of the admissibility or inadmissibility of the disclosure to the Reporter within seven (7) days from the date of acknowledgment of receipt of the disclosure by Navex.

4. If the disclosure is admissible, the Ethics and Compliance Team will give feedback on the disclosure to the Reporter within two (2) months from the acknowledgment of receipt.

5. The Ethics and Compliance Team may contact the Reporter on the Speak Up service to ask the Reporter for additional information about their disclosure.

6. If the disclosure is not admissible (e.g., a concern about the Reporter’s employment) the Ethics and Compliance Team may redirect the Reporter to the right contacts in Kerry and the Reporter may be invited to a meeting to discuss their disclosure with a Human Resource Partner or with other management.

If you send your disclosure directly to the Ethics and Compliance Team, or a line manager, or a senior manager, or a Human Resources Partner, and not through the Speak Up service, then the Ethics and Compliance Team or the Kerry employee receiving your disclosure will be in communication with you according to the timelines above.
What is the follow-up to your disclosure?

The Ethics and Compliance Team will manage each disclosure made to it directly or via the Speak Up service. The Ethics and Compliance Team may rely on Human Resource or other functions and employees at Kerry as appropriate for investigations, action taking and decision making.

The Ethics and Compliance Team (or any person referred to by the Ethics and Compliance Team) may then:

1. conduct a thorough investigation and, if necessary, instruct an external law firm or consultant to conduct the investigation;
2. request management to make decisions and take remedial action;
3. initiate disciplinary and/or legal proceedings, or;
4. close the case without further action.

If you send your disclosure directly to a line manager, or a senior manager, or a Human Resources Partner, then the Kerry employee receiving your disclosure will manage the disclosure, conduct an investigation, make decisions and actions, as appropriate. If your disclosure involves complex issues, or if the Kerry employee otherwise needs support and assistance from the Ethics and Compliance Team, they may transfer your disclosure to the Ethics and Compliance Team and the steps above will be followed by the Ethics and Compliance Team.

What can you do if you do not receive any feedback?

If you disclosed a concern to a line manager, or a senior manager, or a Human Resources Partner and you did not receive any feedback, you can directly contact the Ethics and Compliance Team.

If you do not receive any feedback from the Ethics and Compliance Team within the times set out in this policy, then you may be able to send your disclosure to the competent authorities or regulators of your country.

What Are Your Protections?

Is your disclosure confidential?

Yes. We will make our best effort to keep your identity, the disclosed facts and the identity of the persons covered by the disclosure confidential.

Any information that can reveal your identity will not be disclosed without your consent, unless we are required to do so by law or by a judicial authority, and unless it is necessary to conduct the internal investigation.

In addition, information relating to the identity of the persons covered by the disclosure will not be communicated, unless we are required to do so by law or by a judicial authority.

What are you protected from?

Employees and Stakeholders are protected from any kind of retaliation or reprisal, including threats of retaliation or reprisal and attempts of retaliation or reprisal including in particular in the form of:

(a) suspension, lay-off, dismissal or equivalent measures;
(b) demotion or withholding of promotion;
(c) transfer of duties, change of location of place of work, reduction in wages, change in working hours;
(d) withholding of training;
(e) a negative performance assessment or employment reference;
(f) discrimination, disadvantageous or unfair treatment;
(g) blacklisting on the basis of a sector or industry-wide informal or formal agreement, which may entail that the person will not, in the future, find employment in the sector or industry; and
(h) any negative impact on your contractual relationship with Kerry.

If you believe that you have suffered any such treatment, you should immediately contact a Human Resources Partner or a member of the Ethics and Compliance Team as this is a potential violation of Kerry policy.

Is a person who assisted a Reporter protected from retaliation?

Yes. Legal protection measures also apply to:

(a) the person who assists a Reporter in the disclosing process in a work-related context;
(b) the employees interviewed during an internal investigation;
(c) any third persons who are connected with the Reporter and who could suffer retaliation in a work-related context, such as colleagues or relatives of the Reporter;
(d) legal entities that the Reporter owns, works for or are otherwise connected with in a work-related context.

**Will you face a sanction if a disclosure ultimately proves to be mistaken or untrue?**

An employee or Stakeholder will not face any type of sanction (i.e. dismissal, punishment, discrimination in any way, directly or indirectly, etc.) for disclosing facts in good faith and with reasonable grounds to believe that the disclosed information is true, even if they turn out to be mistaken or untrue.

**Who can be sanctioned?**

Depending on local laws and regulations, a criminal sanction and/or sanction according to Kerry’s disciplinary procedure may apply to any person who:

(a) threatens or retaliates against a Reporter or against persons who assist the Reporter in any way (e.g. in the United States, a criminal penalty of imprisonment of up to ten years and/or a fine is imposed against those who retaliate against a person who reveals a violation of any criminal act to law enforcement authorities);

(b) deliberately conceals or attempts to conceal a wrongdoing;

(c) hinders or obstructs or attempts to hinder or obstruct a disclosure;

(d) commits a breach of the duty of maintaining the confidentiality of the identity of Reporter, without his/her consent; and

(e) makes a disclosure maliciously with false allegations, in bad faith or with a view to personal gain or causing harm to others.

**What Happens to Personal Data?**

**How long is the data collected as part of the internal speaking up service stored?**

In your disclosure you should keep the personal data you are sharing to a minimum.

The data processing is implemented in order to collect and process disclosures aimed at revealing a suspected breach of EU law or local laws in other countries, or suspected wrongdoing and dangers in relation to Kerry’s activities, or suspected breaches of the Kerry’s Code of Conduct, policies, or standards.

Disclosures shall be stored for no longer than is necessary and proportionate in order to comply with legal requirements under EU or local laws.

In the event of inadmissible disclosures, Kerry will delete the data collected without delay.

In the event no proceedings or follow-up is initiated, the data collected will be deleted within two (2) months of disclosure.

In the event of proceedings being initiated, the data collected shall be kept until the end of the procedure and the expiry of the legal remedies.

The data collected during the process on the Reporter who has a contract with Kerry will be kept for the duration of the contractual relationship in order to guarantee the legal protection granted to the Reporter.

Data may be kept in archive mode for longer periods where legally required.

**What Are Your Personal Data Rights And How Can You Exercise Them?**

The persons concerned by this policy (Reporter and persons covered by the disclosure) may have, in accordance with the limits of EU law and local laws in other countries, a number of rights, including, a right of access and rectification, a right of objection, a right to limit processing, as well as the right to define guidelines on the fate of their personal data after their death, in accordance with and within the limits of EU law and local laws in other countries.

For this purpose, you can contact Kerry’s Data Protection Officer.

If you consider that the use of your personal data does not comply with data protection regulations, you have the right to file a complaint with the national authority for the protection of personal data.

**Contact Details**

For further advice relating to the policy or if you have concerns relating to a potential breach of the policy, please contact the Ethics and Compliance Team.

**Ethics and Compliance Team:**

speakup@kerry.com

Ethics & Compliance Team, Legal Department, Prince’s Street, Tralee, Co. Kerry, Ireland.

**Data Protection Officer:**

data.protection@kerry.com
Data Protection Officer, Kerry Global Technology & Innovation Centre, Millennium Park, Naas, Co. Kildare, Ireland.

**Speak Up Call Centre Numbers**

See page 8.

**Responsibility**

This policy is owned and maintained by Legal. Legal is responsible for the creation, administration, updating and communication of this policy and related training.

**References**

Further details on this Speak Up Policy may be found in related procedures manuals.

**Document Approval and Change History**

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Note: Policy revisions must be approved by appropriate individuals/teams as described in the Kerry Group Code of Conduct and policy governance model. The most current policy, noting the most recent change or approval, is available to employees on MyKerry and supersedes previous versions.
Speak Up Service Contact Details

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<tbody>
<tr>
<td>Argentina</td>
<td>0800-345-3156</td>
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<tr>
<td>Australia</td>
<td>1800 512 184</td>
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<tr>
<td>Austria</td>
<td>0800 068789</td>
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<td>Belarus</td>
<td>8 820 0321 0424</td>
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<td>Belgium</td>
<td>0800 76 410</td>
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<tr>
<td>Brazil</td>
<td>0800 000 0226</td>
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<tr>
<td>Canada</td>
<td>(833) 674-1737</td>
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<tr>
<td>Chile</td>
<td>800 681 003</td>
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<tr>
<td>China</td>
<td>400 120 0187</td>
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<td>Colombia</td>
<td>018005190510</td>
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<td>Costa Rica</td>
<td>0800-032-0037</td>
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<td>Czech Republic</td>
<td>800 144 526</td>
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<tr>
<td>Denmark</td>
<td>80 83 01 42</td>
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<tr>
<td>Egypt</td>
<td>0800 006 0272</td>
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<tr>
<td>El Salvador</td>
<td>(833) 674-1737</td>
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<td>France</td>
<td>0 800 99 02 84</td>
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<td>Germany</td>
<td>0800 1821076</td>
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<td>Greece</td>
<td>800 848 1073</td>
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<td>Guatemala</td>
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<td>Honduras</td>
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<td>Hong Kong</td>
<td>800 930 164</td>
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<td>Hungary</td>
<td>06 80 088 409</td>
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<td>India</td>
<td>000 800 919 1309</td>
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<td>Indonesia</td>
<td>0800 1503228</td>
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<td>Ireland</td>
<td>1800 851 698</td>
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<tr>
<td>Israel</td>
<td>1-809-399-861</td>
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<tr>
<td>Italy (includes San Marino, Vatican City)</td>
<td>800 761 605</td>
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<td>Japan</td>
<td>0800-300-3046</td>
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<td>Russia</td>
<td>8 (800) 301-84-32</td>
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<td>Saudi Arabia</td>
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<td>Singapore</td>
<td>800 492 2512</td>
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<td>Spain</td>
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<td>Sweden</td>
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<td>United States</td>
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<td>Venezuela</td>
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