



# Rules of Procedure

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## 1. Objective

In a globalized economy, companies are responsible for observing and protecting human rights in their own business and along their supply chains. Also our is committed to ensuring that no violations of human rights occur at its Group companies, suppliers or business partners, and that efforts are made to improve the respective circumstances in the event that human rights violations are identified. In doing so, we are fulfilling an important social responsibility.

The establishment of a complaint procedure is not only a result of this commitment, but also a key requirement of the Act on Corporate Due Diligence in Supply Chains (*Lieferkettensorgfaltspflichtengesetz*, hereinafter referred to as the "**Supply Chain Act**"). Its purpose is to gain knowledge of risks and violations relating to human rights and certain environmental aspects at the earliest possible stage in order to take effective preventive and remedial measures and avert possible harm to the persons affected, our employees, and society. The insights gained from the complaint procedure also constitute a further important source of information for improving our risk management process.

These rules of procedure are binding for the employees of our company who process the complaints (hereinafter referred to as "**Employees**"), as well as for any third parties commissioned by our company to process complaints.

## 2. Scope

These rules of procedure apply to reports or complaints (hereinafter referred to as "**Complaint(s)**") that refer to human rights and certain environmental risks or violations at our company and along the supply chain in line with the Supply Chain Act.

The Supply Chain Act specifies the international conventions for the protection of human rights and defines human rights risks. More specifically, it focuses on the following human rights risks in particular:

The prohibition of child labor, the protection against slavery and forced labor, the disregard of occupational health and safety and work-related health risks, the disregard of the freedom of association and the right to collective bargaining, the violation of the prohibition of unequal treatment in employment, the violation of the prohibition of withholding an adequate living wage, the destruction of the natural livelihood by environmental pollution, the unlawful violation of territorial law, and the violation of the prohibition of hiring or using private/public security forces, which can lead to impairments due to a lack of instruction or control.



Environmental risks arise in particular in connection with the improper emission of mercury, persistent organic pollutants (POPs), and hazardous waste.

### 3. Making Contact

#### Entitlement to Complain

Any natural or legal person (internal or external) can submit a Complaint relating to human rights or certain environmental risks or violations that occur at our company or along the supply chain in line with the Supply Chain Act.

#### Complaint Channels

The following channels can be used to submit Complaints:

- Our compliance hotline for recording the Complaint can be contacted via the Internet at [www.bkms-system.net/ISPEAKUP](http://www.bkms-system.net/ISPEAKUP). The input screen is available in 42 languages.
- Via e-mail to: [Compliancehotline@emdgroup.com](mailto:Compliancehotline@emdgroup.com).
- Complaints can also be submitted by mail or internal mail to the following address:

Merck KGaA  
Group Compliance Office  
HPC: A003/905\_D  
Frankfurter Strasse 250  
64293 Darmstadt  
Germany

Notifications via e-mail or mail can be accepted in all living languages and translated into the working language of the complaint procedure (English or German). Upon request, our company will make an effort to communicate in the language of the whistleblower or complainant (hereinafter referred to as "**Complainant**").



## Anonymous Complaints are Possible

It is also possible to submit suspected cases anonymously through all reporting channels. In this case, it is not necessary to specify personal data (e.g. contact details). Secured and direct communication with an Employee via a so-called mailbox is possible, in particular for the (anonymous) submission via the compliance hotline on the Internet. To do this, the Complainant can set up a secured mailbox that should be checked regularly by the Complainant when using the compliance hotline.

## Free Complaint Procedure

The Complainant can use the complaint procedure free of charge. However, our company will not assume any costs that arise for the Complainant in connection with using the complaint procedure (Internet, telephone, etc.) and beyond (travel costs or costs for legal advice).

## 4. Confidentiality of the Complainant's Identity

All information is processed in due consideration of the principle of confidentiality. This applies in particular to personal data. The identity of the Complainant is not disclosed.

However, we are obliged to comply with legal duties of disclosure toward authorities and legal exemptions from the confidentiality requirement.

## 5. Protection Against Discrimination or Penalization

Our company uses its available means to protect the Complainant against discrimination and reprisals they may face after raising a Complaint.

This means that our company does not tolerate discrimination, intimidation, or other harmful measures toward the Complainant.

The protection against discrimination and penalization due to a Complaint applies to all Complainants who have addressed suspected or actual Supply Chain Act-relevant misconduct in good faith. A deliberate false report on a violation of the Supply Chain Act that is submitted with the aim of intentionally and untruthfully accusing another person may constitute a violation of the law (including criminal law) and be prosecuted accordingly by our company or official authorities.



## 6. Complaint Procedure

Complaints that are received via the above reporting channels are documented internally.

### Confirmation of Receipt

Our company will confirm the receipt of the Complaint to the Complainant. Depending on the communication channel chosen by the Complainant and the contact details provided this can be done in writing, via e-mail or electronically via the compliance hotline.

Group Compliance accepts Complaints received via the channels specified above and passes them on within our company to the specialist departments responsible for processing. The respective Group functions are responsible for Complaints that concern the business activity of our company. The respective Center of Expertise within Group Procurement is responsible for possible violations in the supply chain. Complaints regarding our business partners are checked by Group Compliance.

### Review of the Complaint and Clarification of the Facts

The Employees check the circumstances of the situation communicated when the Complaint is raised. In a first step, the plausibility of the Complaint is checked. It is investigated whether the submission provides indications that a violation of the legal positions specified in Section 2 may occur or has occurred.

Should a check not be possible due to insufficient information, the Employee will contact the Complainant to request further information. If there is insufficient fact-based information and the Complainant cannot be contacted, the case is closed.

If the Complaint includes sufficient information on the situation, the Employee will discuss the situation with the Complainant and check it thoroughly. An effort will be made to ensure the greatest possible transparency toward the Complainant during processing of the Complaint. However, conflicting legally protected interests of other persons and companies must be taken into account. These include in particular data protection requirements or other secrecy obligations in the context of an investigation of a person.

If necessary, the Employee will specify which further investigations are to be performed. Furthermore, the Employee will ensure that investigative measures observe the principle of



proportionality, i.e. that they are suitable, necessary, and appropriate for fulfilling the purpose of the investigation.

Investigations are conducted in an objective manner and in compliance with the presumption of innocence.

## Possible Results

Should the investigation confirm human rights or certain environmental risks or violations at our company, at suppliers, or at other business partners, suitable subsequent measures (preventive and remedial measures) will be initiated. In certain cases, the measures may involve our company dismissing employees who contributed to human rights or certain environmental risks or violations or discontinuing the business relationship with immediate suppliers or other business partners.

The complaint procedure is closed if, after the situation has been investigated, it has been ascertained with sufficient certainty that there are no human rights or certain environmental risks or violations. The Complainant will be informed of the reasons for closing the procedure.

## Processing Time

The processing time depends on the case and can extend from a few days to several months, depending on the complexity of the case. The Complainant will be informed of the timeline.

Our company always gives priority to Complaints and strives to complete processing as quickly as possible.

## 7. Optional Procedure for a Mutual Settlement of Disputes

Our company remains free to offer a procedure for a mutual settlement of disputes in any phase of the complaint procedure. The details of the procedure for a mutual settlement of disputes are regulated in an agreement to be concluded separately.

## 8. Data Protection

Complaints are processed within the framework of the applicable data protection provisions. Only personal data or data that allows conclusions to be drawn on a person who is required



for processing the complaint procedure is processed and stored. After the procedure has been concluded and existing retention periods have expired, the personal data is deleted or anonymized.

## 9. Protection of Business and Trade Secrets

The obligation of our company to protect business and trade secrets remains unaffected. Information that is subject to this confidentiality is therefore not disclosed to third parties.

