



SPEAK-UP POLICY BASIC-FIT N.V.

This Speak-Up Policy (previously called the Whistleblower Policy) was adopted by the Management Board on 10 November 2023.

BASIC-FIT

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SPEAK-UP POLICY

BASIC-FIT N.V.

INTRODUCTION

Speaking up about a Misconduct in good faith, is important and encouraged within Basic-Fit. We want to create a safe and honest environment for all people who work for and with us. Nevertheless, irregularities can occur.

The purpose of this Speak-Up Policy (“Policy”) is to explain how to raise a (potential, suspected or actual) misconduct within or related to Basic-Fit N.V. and its subsidiaries (“Basic-Fit”) without any risk or fear of retaliation. This Policy applies to Basic-Fit in all countries in which we have clubs and/or offices.

We invite everyone who works or has worked for us to report suspected or actual misconducts as stated in this Policy, as soon as possible, so we can respond quickly and follow up appropriately.

We find it very important that you feel completely free to report concerns about a potential Misconduct. Without these reports, we cannot resolve these concerns. If you follow the steps described in this Policy, your position in our organization is protected. This means that no one from within Basic-Fit may disadvantage you as a result of your report. Do you still experience that you are being disadvantaged? Please discuss this with your manager or with our (external) confidential advisor(s).

1. THE BASICS ABOUT SPEAKING UP

Who can speak up?

You can follow the procedures in this Policy (i) when you are or were employed by Basic-Fit or (ii) when you worked for Basic-Fit in a different way, for example if you are an intern, freelancer, trainee, a temporary worker; (iii) if you work for a supplier or contractor (or a subcontractor of such party) of Basic-Fit or (iv) if you are or were a shareholder or investor of Basic-Fit.

What can you report?















You can file a report if you have concerns about a (suspected or actual) Misconduct within or related to Basic-Fit.

A Misconduct can be an activity, behaviour, incident or situation that:

- (i) is in violation of any national or European laws and/or regulations that applies to Basic-Fit;
- (ii) or which is an act or negligence by which the public interest is harmed (in which the case the act or negligence happens in a structural way or when it is very serious or extensive; not when personal interests are solely at stake).

A misconduct can also be an activity, behaviour, incident or situation that is not in line with the values and rules of our Code of Conduct, implying that we are not carrying out our business with integrity.

Examples of concerns that can be raised under this Policy are:

-  Violation of European Union laws or national laws/regulations;
-  Human rights violations;
-  Discrimination, racism;
-  Insider trading;
-  Any form of harassment or intimidation;
-  Bribery, corruption, fraud;
-  Health & safety issues;
-  Environmental issues;
-  Disclosure of confidential information and/or personal data;
-  Conflict of interest;
-  Inadequate financial or non-financial recordkeeping;
-  Violations of any of our (other) policies;
-  Retaliation against anyone for speaking up in good faith, or
-  Someone within the company attempting to cover up a Misconduct.

We want to make sure our employees and other stakeholders under this Policy feel absolutely free to speak-up about a possible Misconduct.

However, we want to clarify that this Policy is not meant to ask questions, raise concerns or file complaints that would normally be handled by the HR-department (such as, an employment condition performance review, promotion or conflict with your manager or colleague). Unless the concern can (potentially) be qualified as a Misconduct under this Policy, these concerns can be raised via the appropriate channels within the HR-department.

In the event of doubt if this Policy applies to a certain situation about which you have concerns, feel free to consult the Compliance Officer (per email: compliance@basic-fit.com). The Compliance Officer will help you with finding the right channel for your concern.

To whom can you report?

As a general guideline regarding a Misconduct, a first step for Employees can be to approach their direct manager, and for Stakeholders (meaning persons other than Employees) to reach out to their regular business contact.

Depending on the nature of the concern, the matter can also be discussed with an HR representative or a trusted person in the organisation, such as a confidant/person of

trust. If these channels do not feel appropriate or comfortable, the concern can be reported under this Policy.







Under this Policy, you can report to the Central Speak-Up Officer or the Local Speak-Up Officer of one of the countries Basic-Fit is located in. When this Policy uses the term Speak-Up Officer, it is either the Central or the Local Speak-Up Officer, to whom you reported the Misconduct and who is further handling the report.




In Annex II, the Central and Local Speak-Up Officers are listed.

How can you speak up?

In the next section, the procedure for reporting is set out in detail.

2. HOW TO SPEAK UP

- 2.1. A (suspicion of) Misconduct can be reported (i) in writing (per email), (ii) by phone, or (iii) in a live meeting at one of the office locations of Basic-Fit, to the Central Speak-Up Officer, or if you prefer, to the concerning Local Speak-Up Officer, in the country you live and/or work. The contact information of the (local) Speak-Up Officers is stated in [Annex I](#).
- 2.2. In the event the Misconduct is reported via phone or live, the Speak-Up Officer shall register the report and either record the conversation (subject to your permission) or make a written detailed report of the conversation, which will be shared with you (per e-mail) for review, possible correction and approval (per e-mail).
- 2.3. You can also report a Misconduct anonymously, by sending a letter or an e-mail from a temporary e-mail address. If you do so, please make sure to provide sufficient and concrete details for the Speak-Up Officer to review your concern and to be able to handle the report in accordance with the Policy. When you report anonymously, it is still important we can communicate to you to keep you updated or to ask you for more information.
- 2.4. In the event you don't feel comfortable to follow the Policy for the internal speak-up channel within Basic-Fit, reporting to a suitable external authority is possible, which is further described in Section 8 of this Policy. Basic-Fit strongly encourages speaking up internally and believes that reporting externally should be considered carefully.
- 2.5. If you wish to report, please ensure that the report is sufficiently detailed to allow an initial assessment on how to further handle the report. The report preferably includes the following information (if and insofar available/possible and/or known):
 -  Your name, (working) location and contact details (again, you may choose to stay anonymous);
 -  The nature and a description of the Misconduct;
 -  When and where the Misconduct occurred;
 -  Who was involved in the Misconduct;
 -  If there were any witnesses, and if so, who they are;
 -  If you acted in response to the Misconduct, and if so, how;

-  Whether you have already discussed the Misconduct with anyone and their response;
-  Any evidence that supports your report;
-  Any further information that could help investigate your report.

Don't hesitate to send in the report even if it is not possible to include all information in the report. The Speak-Up Officer will contact you about the report and ask for more information if needed.

3. HANDLING OF REPORTS AND FOLLOW UP ACTIONS

- 3.1. The Speak-Up Officer that receives a report about a Misconduct, is responsible for the follow up actions as described in this Section 3.
- 3.2. In the event the Misconduct relates to a member of the Leadership Team (including Management Board), or Supervisory Board, the Central Speak-Up Officer will handle the report. When a report about a member of the Leadership Team (including Management Board) or Supervisory Board is received by a Local Speak-Up Officer, the Local Speak-Up Officer shall inform the Central Speak-Up Officer (unless the reporter explicitly requests not to do so). The Chairman or Vice-Chairman of the Supervisory Board will be involved in reports about members of the Leadership Team (including Management Board), or Supervisory Board.

Receipt of the report & initial assessment

- 3.3. The Speak-Up Officer confirms the receipt of your report to you in writing (per email) within seven (7) days thereafter, with a short description of the Misconduct and the date of its receipt.
- 3.4. The Speak-Up Officer shall perform an initial assessment if the report should be considered as a Misconduct under this Policy or whether it is a matter that should be handled via another appropriate procedure (such as HR for example). You will be informed about the outcome of this initial assessment.
- 3.5. In the event more information is needed to perform the initial assessment, you will be contacted and requested to provide any missing information.

The investigation

- 3.6. When the Speak-Up Officer qualifies the report as a Misconduct based upon the initial assessment, an investigation will be performed.
- 3.7. Annex III includes information on the investigation procedure and principles.
- 3.8. The Speak-Up Officer may decide not to follow up with an investigation when for example (i) there is insufficient information for a fair investigation, or (ii) when there is a clear indication that the report was done in bad faith.
- 3.9. Reports are considered to have been made in bad faith when, for example, the reporting person knows that the allegation made is not true, but when the Speak-Up procedure is made for personal grievances or for personal benefit, or to intentionally harm the person subject to the report of Basic-Fit or when the Reporter receives a (financial) compensation for reporting.

Decision and feedback

- 3.10. Within three (3) months after sending the confirmation of receipt of the report (as stated in Section 3.3), the Speak-Up Officer shall provide you with an investigation report including written feedback on the reported Misconduct.
- 3.11. This investigation report shall include the outcome of the Investigation, the position of Basic-Fit, a decision regarding the reported Misconduct, and any action(s) taken or advised to be taken in the future.
- 3.12. The Investigation report will be shared with you as reporter and with the person(s) subject to the report.

Experts & advisors

- 3.13. The Speak-Up Officer may in his sole discretion consult the Director Legal, Risk and Compliance and instruct external experts and advisors, including the external legal advisors and the external auditors of Basic-Fit, as deemed necessary to properly carry out the duties under this Policy. Any costs and expenses with respect to the consultation and instruction of such experts and advisors shall be borne by Basic-Fit. Section 5 of the Policy (Confidentiality) should be taken into account in this regard.
- 3.14. The external experts or advisors consulted and/or instructed in accordance with Section 3.13, may, on behalf of the Speak-Up Officer, carry out any investigation as the Speak-Up Officer may determine to be necessary or desirable.

Filing and internal reporting

- 3.15. The Speak-Up Officer ensures proper registration and filing of all reports, the outcome of Investigation, the actions taken and the date of closing of the report.
- 3.16. The Local Speak-Up Office shall inform the Central Speak-Up Officer about any received reports, and the Central Speak-Up Officer shall inform the Management Board and Supervisory Board about the reports that are received. In both situations, reporting is on an anonymous basis (unless the Reporter has explicitly – at request – to provide its permission to disclose its identity).

4. LEGAL PROTECTION

- 4.1. If you reported a Misconduct in good faith, you shall in no way be subject of any form of retaliation meaning being prejudiced, disadvantaged or harmed in your position, or threatened to be disadvantaged or harmed, as a consequence of or in relation to the submission of your report.
- 4.2. Also, people who help you in speaking up, are protected in the same way, such as confidential adviser and trade union representatives are entitled to protection, but also individuals who are connected with you and who might fear to suffer from retaliation in a work-related context (such as colleagues or relatives).
- 4.3. The person that is subject to an investigation of a Misconduct, and their family members if employed or related are also entitled to protection.
- 4.4. If you feel or experience any form of retaliation, please inform your manager and/or the Compliance Officer about this.
- 4.5. Anyone who intentionally and knowingly reports in bad faith, or discloses incorrect or misleading information, is not entitled to protection. Disciplinary measures can be taken. In that case, the person(s) assisting you, an involved third person and the members of the Investigation Committee, are entitled to

protection as long as they are involved in good faith, and do not report or disclose incorrect or misleading information. If you report in good faith, but your report remains unfounded, the protection remains in effect.

5. CONFIDENTIALITY

- 5.1. The Speak-Up Officer treats all confidential information and documents obtained during the procedure of speaking-up as strictly confidential, unless (i) there is a requirement by law to deviate from this obligation or (ii) you provide explicit consent (after consultation) to disclose your identity or other confidential information to others. For the avoidance of doubt, your identity is also kept confidential for the Investigation Committee, unless you provide explicit consent to disclose it.
- 5.2. Confidential information as stated in section 5.1, includes in any case your identity, the persons subject to a report and company confidential information.
- 5.3. The Speak-Up Officer shall ensure that the provisions in Section 5.1 and 5.2 shall equally apply to the experts or advisors as referred to in Sections 3.14 and 3.15.

6. OTHER RIGHTS AND OBLIGATIONS

- 6.1. Upon request, you will be given access to any reports of the Investigation (in which your name (and other parts that can be traced to statements of a specific Reporter) will be redacted), unless there are serious grounds for not doing so.
- 6.2. If you have reported to a Speak-Up Officer, you have the right to report to the General Counsel & Company Secretary if (i) the Speak-Up Officer has not provided timely response, the (ii) when you have reasonable grounds to disagree about the outcome of the Investigation; or with the position of Basic-Fit with regard to the reported Misconduct and the action(s) taken as a consequence of the report.
- 6.3. It is expected from you to cooperate at all times with the procedures as set out in this Policy.
- 6.4. You (and the person that help you in reporting) have the right to ask for advice of the (national) external authorities for whistleblowers.

7. PROCESSING OF PERSONAL DATA

- 7.1. For the purpose of the procedure as set out in this Policy, Basic-Fit processes the following personal data: (i) name, title/role, email address, phone number of the person reporting a Misconduct, (ii) information about the person who is subject to a report, and (iii) if applicable, the information on any involved third parties (witnesses for example).
- 7.2. Any personal data obtained as part of a report and/or investigation under this Policy shall only be used and processed for the purposes stated in this Policy and in accordance with relevant applicable legislation and Basic-Fit's Privacy Policy.
- 7.3. Personal data that is not relevant for handling a report, shall be deleted without undue delay. Personal data which is processed in the course of handling a report, shall be deleted by the Speak-Up Officer within one (1) year after a report is closed (when closing after the initial assessment or after closing the report with feedback following an investigation).

- 7.4. Personal data collected as part of an investigation may be retained for a longer period if this is required due to the nature of the Misconduct up to the maximum statutory limitation period for the relevant country, but no longer than is necessary and proportionate.

8. REPORTING EXTERNALLY

- 8.1. You may report a Misconduct to a suitable external authority. The different authorities are listed in Annex IV. Please visit the website of the concerning external authority or contact them directly to have a better understanding about the specific procedures.
- 8.2. Since reporting externally may have serious impact for Basic-Fit, it is encouraged to speak up internally or very carefully consider if reporting externally is the preferred approach.
- 8.3. In the event a report is done externally in good faith, you have the same legal protection rights as stated in Section 4.











9. MISCELLANEOUS

- 9.1. This Policy is publicly available on the corporate website of Basic-Fit and is shared and addressed within Basic-Fit for its Employees.
- 9.2. The provisions of this Policy may be amended and supplemented by a resolution of the Management Board. Amendments and additions shall enter into force on the date that they are announced, unless the announcement specifies otherwise.

ANNEX I

LIST OF DEFINITIONS

The terms used in this Policy have the following meaning:

-  **“Misconduct”** means an activity, behaviour, incident or situation within or related to Basic-Fit of which the person that reports (Employee or Stakeholder) reasonably suspects, or has evidence that is in violation of (i) any national or European laws and/or regulations that apply to Basic-Fit, (ii) an act or negligence by which the public interest is harmed (which is the case when the act or negligence happens in a structural way or when it is very serious or extensive; not when there are only personal interests at stake), or (iii) our Code of Conduct, which can result in not carrying out our business with integrity.
-  **“Basic-Fit”** means Basic-Fit N.V. and/or any of its group companies/subsidiaries as defined in Section 2:24b of the Dutch Civil Code.
-  **“Speak-Up Officer”** means the Central or Local Speak-Up Officer.
-  **“Central Speak-Up Officer”** means the person(s) designated by the chairman of the Management Board to act as an official to whom Misconducts can be reported. Basic-Fit has appointed the Compliance Officer to be the Central Speak-Up Officer, substituted by the Data Privacy Officer in the absence of the Compliance Officer.
-  **“Employee”** means any person employed by Basic-Fit, including members of the Management Board and Supervisory Board.
-  **“Investigation”** means the investigation following an initial assessment. How this Investigation takes place, is described in Annex III, ‘Investigation Protocol’.
-  **“Investigation Committee”** means the committee that possibly performs the Investigation of the reported Misconduct, existing of the concerning Speak-Up Officer that received the report, together with carefully selected relevant members such as (not limited) an HR-manager, legal counsel, the chairman of the Supervisory Board, and/or a person from an independent external party. The Compliance Officer will in any case take place in the Investigation Committee (unless it is subject of the report itself).
-  **“Local Speak-Up Officer”** means the person(s) designated by the Chairman of the Management Board, to act as a local official for the subsidiaries of Basic-Fit N.V. that are located outside of The Netherlands, to whom Misconducts can be reported.
-  **“Management Board”** means the management board of Basic-Fit.
-  **“Policy”** means this Speak-Up Policy of Basic-Fit as adopted on 10 November 2023.



“Stakeholder” means anyone who is not an Employee, but has a direct or indirect (contractual) relation to Basic-Fit, such as freelancers, trainees, interns, temporary workers, members, suppliers and contractors but also their staff and subcontractors, candidates, former employees, shareholders and investors.



“Supervisory Board” means the supervisory board of Basic-Fit.

ANNEX II - EXTERNAL SPEAK-UP OFFICERS

A reporter can choose to report to the Central Speak-Up Office or to one of the Local Speak-Up Officers. Contact details can be requested by sending an email to confidential@basic-fit.com.

Reporting Line	Speak-Up Officer
Central reporting line Basic-Fit	Compliance Officer Basic-Fit
Basic-Fit The Netherlands	Compliance Officer Basic-Fit
Basic-Fit Belgium	Team Manager Legal BE/NE/DE
Basic-Fit Luxembourg	Team Manager Legal France/Luxembourg
Basic-Fit France	Team Manager Legal France/Luxembourg
Basic-Fit Spain	Team Manager Legal Spain
Basic-Fit Germany	Team Manager Legal BE/NE/DE

ANNEX III

INVESTIGATION PROTOCOL

This annex contains extensive information and rules on how the Investigation (as stated in Section 3.6 and further) must be carried out.

1. When the Speak-Up Officer decides to follow up with an Investigation, it can set up an Investigation Committee, which members will be selected depending on the topic of the Misconduct. The Compliance Officer will at all times take place in the Investigation Committee.
2. The members of the Investigation Committee must be impartial and have no prior involvement in the Misconduct or have a personal or close working relationship with the person being investigated. The members of the Investigation Committee cannot be direct colleague, a manager or direct report of the investigated person. The Investigation Committee must maintain a clear and open mind and refrain from drawing conclusions until the investigation has been completed.
3. Members of the Investigation Committee and the representatives that handle reports under this Policy, are also entitled to the protection as stated in Section 5.1.
4. The Speak-Up Officer will keep you informed during the investigation.
5. The following principles apply during the investigation:
 - (a) the principles of Dutch and European privacy laws and regulations are observed;
 - (b) information is collected lawfully and proportionately;
 - (c) unlawfully obtained data is not used;
 - (d) hearing and adversarial takes place. If this cannot take place during the investigation, this will be done at the latest before the decision is taken regarding the investigation. The Speak-Up Officer shall inform the person(s) subject of a report, about the report, unless there are serious objections to do so (for example, the possibility that the person(s) subject of a report, can/will dispose evidence). This has to be determined together with the Director Legal, Risk & Compliance and recorded with arguments.
6. The steps and actions the Speak-Up Officer / Investigation Committee will perform are the following:
 - a. hearing Reporter;
 - b. hearing the person(s) subject of the report;
 - c. hearing other person(s) that are in some way involved, or have evidence or witnessed the possible Misconduct;
 - d. make written reports of all interviews and submit the report to the person that was interviewed for review and confirmation;
 - e. collect and review all documents / information / e-mails / evidence etc. that it considers relevant for the investigation. Employees may also on their own initiative provide documents/information that they think is relevant
 - f. draw up a draft investigation report with feedback and provide the draft report to the Reporter and the person(s) subject to the report to give them

the opportunity to respond to the draft report. The view of the Reporter and person(s) concerned by the report are added to the investigation report.

- g. provide a final investigation report, including the outcome of the Investigation, the position of Basic-Fit, a decision regarding the reported Misconduct, and any action(s) taken or advised to be taken in the future.
7. When the investigation relates to a member of the Management Board, the investigation report will be sent to the Chairman of the Supervisory Board.
8. The Speak-Up Officer shall provide the reporting party and the person(s) to whom a report relates with a copy of the final investigation report, unless there are serious objections to this. If there are serious objections to this, it may be assessed whether parts of the report can be shared.

ANNEX IV

EXTERNAL AUTHORITIES

This annex shows the names of external authorities of the countries Basic-Fit is located in. Please read the Policy carefully (especially Section 8), before reporting at one of these external authorities.

Country	Authority
The Netherlands	General Whistleblower Authority <i>Het Huis voor Klokkeluiders</i>
	Privacy Authority <i>Autoriteit Persoonsgegevens</i>
	Authority for consumers <i>Autoriteit Consument & Markt</i>
	Authority for financial markets <i>Autoriteit Financiële Markt</i>
France	General Whistleblower Authority <i>Défenseur des droits</i>
	Privacy Authority <i>Commission nationale de l'informatique et des libertés (CNIL)</i>
	Authority for Consumers <i>Direction Générale de la Concurrence, de la Consommation et de la Répression des Fraudes (DGCCRF)</i>
	Authority for the Financial Markets <i>Autorité des Marchés Financiers (AMF)</i>
Spain	General Whistleblower Authority
	Privacy Authority <i>Agencia Española de Protección de Datos</i>
	Authority for Financial Markets <i>Comisión Nacional de los Mercados y la Competencia (CNMC)</i> <i>Comisión Nacional del Mercado de Valores (CNMV)</i> <i>Autoridad Independiente de Responsabilidad Fiscal (AIREF)</i>
	Authority for Consumers <i>Ministerio de Consumo</i>

Belgium	General Whistleblower Authority <i>Federale Ombudsman</i>
	Privacy Authority <i>Gegevensbescherming Autoriteit</i>
	Authority for consumers <i>Consumenten ombudsdienst</i>
	Authority for Financial Markets <i>Autoriteit Financiële diensten</i>
Germany	Authority for Whistleblowers <i>Hinweisgeberschutzgesetz (HinSchG)</i>
	Privacy Authority <i>The German Federal Commissioner for Data Protection and Freedom of Information (Bundesbeauftragter für Datenschutz und Informationsfreiheit – "BfDI")</i>
	Authority for Consumers and Market <i>Bundeskartelleamt</i>
	Authority for Financial Markets <i>Bundesanstalt für Finanzdienstleistungsaufsicht</i>
Luxembourg	Authority for Whistleblowers <i>Office des signalements</i>
	Privacy Authority <i>Commission nationale pour la protection des données Grand-Duché de Luxembourg</i>
	Authority for Consumers and Market <i>Ministère de la Protection des Consommateurs</i>
	Authority for Financial Markets <i>Commission de Surveillance du Secteur Financier</i>