

WHISTLEBLOWER POLICY

AVANTIUM N.V.

INTRODUCTION

This whistleblower policy (**Whistleblower Policy**) of Avantium N.V., a public company incorporated under the laws of the Netherlands, having its official seat (*statutaire zetel*) at Amsterdam, the Netherlands, meets the requirements of the Dutch corporate governance code (**Code**) of having a whistleblower policy for its employees. The Whistleblower Policy is embedded in the Company's internal compliance system and is adopted on 14 March 2017 by the Management Board of the Company, as set out below.

1 Reporting irregularities

- 1.1 Any employee of the Company or of a direct or indirect subsidiary of the Company (**Employee**) must at all times must report irregularities regarding the implementation of the Company's principles or any other legal, operational or other issues that concern the Company as a whole, the respective local subsidiary of the Company or the Employees personally, including (suspicion of) acts of bribery, through the Whistleblower Policy.
- 1.2 Upon becoming aware of an irregularity, the respective Employee should:
- (a) consult with his/her direct supervisor; or
 - (b) if consultation with his/her direct supervisor is not an option, consult with local management of the Company where the Employee is employed; or
 - (c) if consultation with local management is not an option, consult with the Company's corporate counsel or the Company's management board (**Management Board**); or
 - (d) if consultation with the Company's corporate counsel and the Management Board is not an option, consult with the chairperson of the Company's supervisory board. A similar procedure applies if reporting to the Management Board referred to in article 2.5 is not an option.
- 1.3 Consultation with the respective level of management is not an option, when this level of management is subject of or contributes to the irregularity, or if after various consultations on the subject matter, this level of management does not address the issue adequately.

2 Further procedure

- 2.1 When an irregularity is reported, the issue is discussed between the reporting Employee and the consulted level of management, and subsequently documented.
- 2.2 If the consulted level of management finds it necessary to do so, he/she informs the Management Board of the report.
- 2.3 The consulted level of management must inform the Management Board in case the irregularity, or the (potential) consequences thereof if the irregularity is not remedied in time, are not limited to the local group company.
- 2.4 Acts of bribery or suspicion of acts of bribery must be disclosed immediately by the consulted level of management to the Management Board at all times.
- 2.5 Reporting to the Management Board is not an option, when the Management Board is subject of or contributes to the irregularity.

3 Confidentiality

Any irregularity reported under this Whistleblower Policy shall be treated as confidential and shall only be disclosed in the manner as described in article 2. The identity of the reporting Employee shall not be disclosed to the respective level of management in case the irregularity concerns this management, nor to higher levels of management, and the irregularity shall be dealt with objectively and swiftly.