

Joanknecht Financieel-Juridisch & Corporate Finance Adviseurs B.V.'s code of conduct: the main points

Significance of a code of conduct

One of the reasons for drawing up this code of conduct is to inform our clients about our standards and values. Joanknecht Financieel-Juridisch & Corporate Finance Adviseurs B.V.'s quality policy is all about safeguarding the quality of the services provided by all disciplines within Joanknecht Financieel-Juridisch & Corporate Finance Adviseurs B.V. as well as safeguarding the public function of the audit profession. In addition, the aim of this policy is to provide direction and support to Joanknecht Financieel-Juridisch & Corporate Finance Adviseurs B.V.'s common practice in order to help contribute to the successful realisation of our mission: "Stay on top" [*Bovenop zaken*].

Our services and work must be characterised by reliability and commitment at all times.

Integrity and objectivity

During the exercising of duties, employees of Joanknecht Financieel-Juridisch & Corporate Finance Adviseurs B.V. are even-handed and deliver their services in an honest, transparent and clear manner to all parties concerned. We say what we do and we do what we say.

We are impartial in making judgments. We form our opinions by considering the interests of everyone involved.

Expertise and scrupulousness

Knowledge and skill are at the heart of all our activities. Our duties are carried out with expertise, scrupulousness and a solid basis. We take into account the wishes of clients and other parties concerned within the boundaries of our technical responsibility as well as legislation and regulations.

We record the basis for work carried out, or advice given, either in writing or electronically. As a result, what we do and why we do it is clear, to the client and to ourselves.

Confidentiality and privacy

We treat confidentially information obtained during, and to benefit, the exercise of our duties. The information obtained will not be made public without express permission from those concerned, unless required by legislation and regulations.

We use information that comes to our attention during our work for that purpose alone. At the same time, we ensure that others cannot make improper use of that knowledge.

Independence

We are independent of the client or other interested parties. We form our opinions without influence from commercial or other interests and operate accordingly. We also ensure that no one has cause to doubt this.

Representation of a special interest

A Joanknecht Financieel-Juridisch & Corporate Finance Adviseurs B.V. employee represents a special interest when he or she, in connection with an assignment other than the monitoring, assessment or compilation of an account, comes into contact with third parties.

Whenever asked to represent a special interest, we ensure that other interested parties are aware of the fact that a special interest is being represented. The representation of a special interest may not lead us to being restricted in making objective judgments.

Fiscal activities

Any fiscal advice must be technically sound and well founded, may not conflict with the integrity and objectivity of the employee, and must comply with the law in our assessment. Lack of clarity or uncertainty concerning the explanation of a law may be described in favour of the client in relation to the tax authorities.

We take responsibility for ensuring that clients experience no lack of clarity in terms of the status of fiscal advice.

Collaboration with third parties

We attend only to those activities of which we are technically capable. As a result of this, collaboration with third parties is necessary for the completion of some assignments. If the interests of the client require this, these third parties can include accountants from other organizations. We always carefully safeguard our independence and impartiality when it comes to third parties.

Acceptance of assignments

We only accept assignments for which we have the required expertise and human resources capacity. At the same time, we ensure that potential clients are clear of their own responsibilities and those of Joanknecht Financieel-Juridisch & Corporate Finance Adviseurs B.V. in terms of legislation and regulations. Finally, we make sure that clients have no unfounded expectations in terms of Joanknecht Financieel-Juridisch & Corporate Finance Adviseurs B.V.'s services.

Complaints procedure

The complaints procedure of Joanknecht Financieel-Juridisch & Corporate Finance Adviseurs B.V. covers situations where a client, employee or other interested party considers that (an employee of) Joanknecht Financieel-Juridisch & Corporate Finance Adviseurs B.V. in the execution of work has violated principles as stated in this code of conduct such as integrity, objectivity, competence, diligence, confidentiality, secrecy and independence.

The procedure to be adopted is as follows:

1. A situation that is within the scope of this complaints procedure may be reported in writing, by telephone (+31 40 2409475) or email (mpelzers@joanknecht.nl) to the confidential counsellor of Joanknecht Financieel-Juridisch & Corporate Finance Adviseurs B.V.: M.L.A. (Marc) Pelzers RA.
2. The confidential counsellor shall acknowledge receipt of the complaint within 1 week to the complainant. The counsellor informs the complainant also how and in what time his complaint will be handled. This period is basically up to four weeks after receipt of the complaint.
3. The counsellor assesses immediately after receipt of the complaint which individuals within the organization should be involved in the handling of the complaint.
4. The counsellor informs the complainant within four weeks about the outcome of the procedure and the measures taken. If, due to unforeseen circumstances, this deadline cannot be met, the counsellor informs the complainant on this and he indicates at what period the complainant will be informed about the final outcome of his complaint.
5. Reports that relate to a (potential) violation of internal or external professional regulations will in all cases be handled by the counsellor in consultation with the compliance officer with due regard for confidentiality.

If a complaint relates to the counsellor, the complaint may be filed with the compliance officer drs. J.M.A. (Job) van den Heuvel RA in writing, by telephone (+31 40 2409445) or email (jvdheuvel@joanknecht.nl).

Whistleblower policy

Joanknecht Financieel-Juridisch & Corporate Finance Adviseurs B.V.'s whistleblower policy covers the following situations:

- a. actions leading to criminal acts by Joanknecht Financieel-Juridisch & Corporate Finance Adviseurs B.V. or its employees;
- b. all actual or suspected violations of external laws and regulations by Joanknecht Financieel-Juridisch & Corporate Finance Adviseurs B.V. or its employees;
- c. all actual or suspected violations of internal regulations by Joanknecht Financieel-Juridisch & Corporate Finance Adviseurs B.V. or its employees;
- d. (threatened) harassment of staff by colleagues, supervisors and/or external parties;
- e. (threatened) unlawful destruction or manipulation of data or information;
- f. all other situations which in the opinion of a complainant are eligible to alert the counsellor.

If situations occur such as those mentioned in the scope of the complaints procedure of Joanknecht Financieel-Juridisch & Corporate Finance Adviseurs B.V., this whistleblower policy can also be used. The difference with the complaints procedure is that use of the whistleblower policy always takes place on the basis of anonymity.

The procedure to be adopted is as follows:

1. A situation that is within the scope of this whistleblower policy may be reported in writing, by telephone (+31 40 2409475) or email (klokkenluider@joanknecht.nl) to the confidential counsellor of Joanknecht Financieel-Juridisch & Corporate Finance Adviseurs B.V., M.L.A. (Marc) Pelzers RA.
2. The confidential counsellor shall acknowledge receipt of the complaint within 1 week to the complainant by email, if the complainant allows this by providing an (email) address at the time the complaint is filed to which the counsellor can address his correspondence.
3. The counsellor informs the complainant also how and in what time his complaint will be handled. This period is basically up to four weeks after receipt of the complaint.
4. The counsellor assesses immediately after receipt of the complaint which individuals within the organization should be involved in the handling of the complaint. In case a report relates to a (potential) criminal act, the counsellor will immediately inform the compliance officer and the chairman of the board of Joanknecht Financieel-Juridisch & Corporate Finance Adviseurs B.V. In case a report relates to a (potential) violation of internal or external professional regulations the counsellor will immediately inform the compliance officer of Joanknecht Financieel-Juridisch & Corporate Finance Adviseurs B.V.
5. In informing and consulting with the chairman and the compliance officer as provided in Section 4 the counsellor will not make known the source of the complaint.
6. The counsellor informs the complainant by email within four weeks about the outcome of the procedure and the measures taken. If, due to unforeseen circumstances, this deadline cannot be met, the counsellor informs the complainant on this and he indicates at what period the complainant will be informed about the final outcome of his complaint.

The report, the correspondence on this subject and the handling of the matter will be carried out under complete secrecy and confidentiality, unless the complainant releases the counsellor of confidentiality in writing or by email.

If a complaint relates to the counsellor, the complaint may be filed with the compliance officer, drs. J.M.A. (Job) van den Heuvel RA in writing, by telephone (+31 40 2409445) or email (jvdheuvel@joanknecht.nl).

The board of Joanknecht Financieel-Juridisch & Corporate Finance Adviseurs B.V. ensures that employees who report to the confidential counsellor pursuant to this whistleblower policy will in no way encounter effects on their performance and/or career within the organization.