

Misconduct Reporting Procedure (MRP)

The Misconduct Reporting Procedure (MRP) outlines the steps to follow if you suspect or have evidence of any serious misconduct within or relating to the AUSY Group and its subsidiaries and affiliates. This policy applies to all operating companies of the AUSY Group (shareholdership or operational), and therefore, Celerity. Definitions used in this policy include:

Complainant: Anyone, within or outside Celerity, who submits – in good faith – a complaint, report, or concern regarding misconduct within or relating to Celerity.

Business Principles: Set of principles around and supportive of Celerity and the AUSY Group’s core values. These convey a positive message, guide us to live up to the core values, and ensure that the needs of the workplace, our business, and personal behavior are aligned and reinforce one another.

Local Integrity Officer: Every country/operating company – including the AUSY Group – has its own Local Integrity Officer. The function of the Local Integrity Officer can either be held by an AUSY Group employee or an external party, as deemed appropriate by the relevant managing director.

Central Integrity Officer: The Central Integrity Officer is appointed by AUSY Group’s shareholder, Randstad, and will receive and investigate allegations involving misconduct by the management team of a country and/or operating company. This Officer receives periodical reports from the Local Integrity Officers, and submits a quarterly report to Randstad’s Executive Board and an annual report to the Audit Committee of the Supervisory Board.

Supporting our Core Values

As an international organization with a global emphasis on excellence, the AUSY Group expects all companies and employees to behave at all times in accordance with our Business Principles. This means acting ethically, with integrity, and in compliance with Celerity’s policies and procedures – and with all applicable laws and regulations. Celerity expects its employees to help the AUSY maintain its excellent reputation by adhering to the high standards reflected in our core values: to know, to serve, to trust, simultaneous promotion of all interests, and striving for perfection. As part of our culture of openness and accountability, we encourage all stakeholders to report any incidents, situations, and concerns where it is evident that conduct falls short of these values.

In order to assist in the reporting of concerns related to serious misconduct within Celerity, we have established dedicated channels through which stakeholders may voice concerns, either through local reporting mechanisms in place at the operating company level or through our Celerity reporting procedure (see Reporting of Misconduct, below). All concerns raised in accordance with our official procedures will be treated strictly confidential (except as required to conduct an adequate investigation and, if necessary, take appropriate action) – with the complete assurance that there will be no retaliation against any employee filing a good faith complaint.

The Misconduct Reporting Procedure outlines the steps to follow if you suspect or have evidence of any serious misconduct within, or relating to, Celerity. This includes, but is not limited to, serious cases of the following:

- Breaches of human rights principles
- Breaches of Celerity and the AUSY Group’s Business Principles

- Breaches of Celerity and the AUSY Group’s policies or procedures
- Criminal offences
- Failure to comply with obligations imposed by law or regulation
- Personal misconduct or disrespectful behavior
- Health and safety failures
- Violation of any policies or procedures set forth in Celerity’s Employee Handbook

Celerity and the AUSY Group have an overall responsibility for the Misconduct Reporting Procedure and its application. All managers across Celerity and the AUSY Group have a specific duty to facilitate compliance within their operations.

Reporting of Misconduct

Anyone who suspects, with reasonable grounds, or has witnessed misconduct is obligated to report it. Stakeholders are encouraged to first raise concerns through their local reporting channels, either through local management lines or regular local contacts, such as via identified confidants, complaint desks, etc. Reporting to management is usually the fastest and preferred route, and the best way to ensure a good and open work environment throughout Celerity.

The Misconduct Reporting Procedure should not be used to bypass normal reporting procedures. It is only intended for use when reporting locally is likely to be inappropriate or ineffective, and should be considered as a last resort.

Reports can be submitted through Celerity’s reporting platform, which consists of a telephone hotline, accessible 24 hours per day via free phone local access numbers, and a secure webpage. Both are operated by an independent external provider. Although reports can also be submitted anonymously, Celerity encourages you to reveal your identity when you submit a report, as this greatly facilitates the investigation of the report. Contact information is noted below:

Local Integrity Officer:

- Anne-Marie Evans; Chief Financial Officer
- integrityofficer@celerity.com;
- 703.848.3739

Central Integrity Officer:

- Dieuwke Visser; Senior Compliance Counsel
- dieuwke.visser@randstad.com
- T: +31 (0)20 569 1237

Speak-up:

Hotline accessible 24 hours a day, 7 days a week:

Hotline Number	Access	Code	On-Line Access
1-866-250-6706		69557	www.speakupfeedback.eu/web/integrityatausy/us

In order to minimize unreliable and false reports, as well as for reasons of privacy protection, Celerity and the AUSY Group will not investigate any anonymous reports received through other channels.

Further, employees should be aware that unless external reporting is required or otherwise authorized by applicable law, reporting misconduct externally without first making use of internal procedures may violate contractual or other confidentiality obligations owed by our employees to Celerity. Violation of these obligations may result in disciplinary action.

Handling of a Report

Reports received through Celerity's reporting platform are forwarded to the Local Integrity Officer (Anne-Marie Evans, Celerity's CFO). A copy is also sent to the Central Integrity Officer.

The Local Integrity Officer ensures that all reported cases are investigated and dealt with in a lawful and timely manner, and with full respect to the rights of all individuals involved. In certain instances, reported cases may be referred to and handled by a local management representative. In these cases, the same practices with regard to anonymity and no retaliation apply.

The Local Integrity Officer may decide not to investigate a report if:

- There is insufficient information for a fair investigation and there is no possibility of obtaining further information, or
- There is an indication that a report has been made in bad faith.

The Local Integrity Officer will confirm receipt of a report to a Complainant within five business days. To the extent possible, the Complainant will be kept informed of the progress of the investigation. However, for reasons of confidentiality, we may be prevented from sharing specific details of the investigation or actions taken.

If a report should have been submitted through the local reporting procedures, rather than via Celerity's reporting procedure, the Local Integrity Officer will refer the Complainant to the applicable local reporting procedures.

If the reported misconduct involves the local management team of the country and/or company, the Local Integrity Officer will redirect the complaint to the Central Integrity Officer. The Central Integrity Officer may inform local management and will inform the responsible member of AUSY Group's Management. Alternatively, the Central Integrity Officer has the discretion to involve an Audit Committee. Prompt and appropriate corrective action will be taken when and as warranted in the judgment of the relevant investigating person or body. The AUSY Group expects management at all levels within Celerity to handle all reports concerning any alleged misconduct seriously, confidentially, in an expeditious manner and to not retaliate against a Complainant. Management is obligated to fully cooperate with any investigation into alleged misconduct.

Reporting in Bad Faith

Celerity and the AUSY Group view reporting of allegations in bad faith very seriously. Any report made in bad faith by an employee will be considered a serious breach of the Business Principles. Celerity and the AUSY Group may take further action, if appropriate, against any Complainant who knowingly makes a false accusation or acts with malicious intent. Further action may include disciplinary action, which could result in termination of employment.

Protection, Rights, and Duties of the Complainant

The identity of all Complainants will be protected to the greatest extent possible and there will be no retaliation against good faith Complainants – retaliation is not tolerated. Specifically, Celerity will not discharge, demote, suspend, threaten, harass, or in any manner, discriminate against any employee based on any good faith and lawful actions, with respect to reporting misconduct that the employee reasonably believes to be true, or which are otherwise protected by applicable law. Any perceived retaliation should be promptly reported to the Central Integrity Officer.

Submitting a report does not automatically protect Complainants who have participated in the reported misconduct from disciplinary action related to their participation in the misconduct. If a Complainant is not satisfied with the follow-up to a complaint and/or the outcome of an investigation, he/she can file a subsequent complaint via the appropriate reporting channels. When reporting misconduct, the Complainant must continue to respect all confidentiality obligations. Therefore, the Complainant shall avoid any form of external or internal publicity, unless to do so would constitute an infringement of local law requiring or authorizing direct reporting to the relevant authority.

Protection and Rights of the Accused

When a person is under investigation as a result of a report through this procedure, he/she will normally be notified of this fact. Celerity will generally wait no more than five business days before notifying the person under investigation. This period can be extended if there is a perceived risk of destruction of evidence and/or obstruction of the investigation.

Any person under investigation has the right to respond to the allegations and can appeal against any adverse findings or decisions.