



European Union Whistleblower Directive Compliance Policy

Category: Functional Area

Date Established: August 2022

Responsible Department: Department Name

Date Last Revised: August 2022

Responsible Executive: Ehsan Zargar

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Summary

This European Union Whistleblower Directive Compliance Policy (the “Policy”) sets forth the policy of Spectrum Brands Holdings, Inc. and its controlled affiliates and subsidiaries (collectively, “Spectrum Brands” or the “Company”) in order to comply fully with European Union (“EU”) Directive 2019/1937, the EU Whistleblower Directive (the “Directive”). This Policy guides both Whistleblowers, as defined in this Policy, as well as those responsible for receiving, investigating, and following up on reports pursuant to this Policy.

Scope

This Policy applies to all employees of Spectrum Brands who work in the European Union, including full-time, part-time, temporary, seasonal, or limited term employees, as well as interns or contractors acting on Spectrum Brands’ behalf. The Policy also protects persons who are not yet employed by Spectrum Brands if the information they wish to report is acquired during the recruitment process or pre-contractual negotiations. Some countries may have local law requirements that differ from or go above and beyond the requirements of this Policy. Where that is the case any applicable local law or policy will additionally apply. It is unlikely that there will ever be any conflict between applicable local law and this Policy but, in the event there is any or if you identify any, then please let Spectrum Brands know, and in any case the local law will take priority over a conflicting requirement contained in this Policy. The Policy cannot and is not intended to cover every applicable law or provide answers to all questions that might arise; for that we must ultimately rely on each person’s diligent approach to ascertain what is right, including a sense of when it is proper to seek guidance from others on the appropriate course of conduct.

Policy Compliance

I. Background and Summary

“Whistleblowers” are persons who are reporting breaches of EU law or regulations concerning, in particular but not limited to, the following areas: (i) public procurement; (ii) financial services, products and markets, and prevention of money laundering or terrorist financing; (iii) product safety and compliance; (iv) transport safety; (v) protection of the environment; (vi) radiation protection and nuclear safety; (vii) food and feed safety, including animal health and welfare; (viii) public health; (ix) consumer protection; (x) protection of privacy and personal data, including security of network and information systems; (xi) breaches affecting the financial interest of the EU; (xii) other breaches related to the internal market of the EU, including EU competition and state aid rules (collectively referred to as a “Breach”).

EU member states have the authority to extend protection under their national laws to areas not listed above. This Policy will be updated as the various member states implement the Directive through their national laws, and the protections described by this Policy may be broader depending on the location of the Spectrum Brands entity that employs you. For persons responsible for investigating reports, the procedures for each Spectrum Brands entity may vary based on the member state in which the Spectrum Brands entity is located. There may be substantial variation between the implementation of the Directive in various member states of the EU and thus between the various Company entities subject to this Policy. If any employee is unsure of what Directive or requirement applies in a specific country or situation, please contact the Legal and Risk Management Team (LRM).

II. Conditions for protection under the Policy

Whistleblowers qualify for protection provided they had reasonable grounds to believe that the information they had regarding a Breach was true at the time they reported it, that it fell within the scope of this Policy and the Directive, and they reported that information either internally according to this Policy, or externally as described in the laws of the EU members state where the Spectrum Brands entity that employs them is located.

III. Internal Reporting Procedures

Spectrum Brands provides an internal reporting channel for Whistleblowers that is confidential, secure, and allows for both written and oral reporting of information regarding a Breach. There is a 24-hour helpline available at 1-866-384-4277, and website, <https://secure.ethicspoint.com/domain/media/en/gui/7424/index.html>. The person or persons responsible for receiving a report from a Whistleblower shall provide acknowledgement of receipt of that report to the Whistleblower within seven (7) calendar days of the receipt of the original report.

An impartial person or department within Spectrum Brands (the “Investigator”) shall be responsible for following up and investigating the report, including acquiring further information and providing feedback to the Whistleblower. The Investigator may be the same person or within the same department to whom the initial report was made.

The Investigator shall diligently follow up with the Whistleblower to acknowledge receipt of the report, but in any event not later than seven (7) days after receiving the initial report. The Investigator shall then diligently complete a thorough investigation of the claims and information in the report. Such investigation may involve, among other actions, speaking with the Whistleblower as well as independently working to verify the claims made in the report. The Investigator shall also contact Spectrum Brands’ General Counsel or its designee to alert them regarding the filing of a report, what steps have been taken, and the status of the investigation.

Within a reasonable time, but not more than three (3) months after the Investigator acknowledged receipt of the report, the Investigator will provide feedback to the Whistleblower regarding the results of the investigation and steps that have been taken or will be taken to remedy any wrongdoing confirmed by the investigation.

The identity, including information that may identify the identity, of the Whistleblower must not be disclosed to anyone beyond the Investigator without the explicit written consent of the Whistleblower, or unless required to comply with or investigate requirements of applicable law. The identity of the Whistleblower may be disclosed only where it is necessary due to a legal obligation imposed by either EU law or the law of another member state, including any disclosure required in any judicial proceedings.

IV. External Reporting Channels

EU member states have an obligation under the Directive to establish their own reporting channels for breaches. Whistleblowers may choose to report through these external reporting channels. The availability, policies, and procedures of these external reporting channels will vary depending on the EU member state where the Whistleblower is located.

While Whistleblowers may report through either internal or external reporting channels, Spectrum Brands encourages reporting through internal reporting channels first, in compliance with this Policy.

V. Prohibition on Retaliation

Under no circumstances will any Spectrum Brands employee, shareholder, or anyone working on behalf of Spectrum Brands retaliate in any fashion against any Whistleblower because they filed a report. This includes, but is not limited to the following actions: (i) suspension, layoff, dismissal, or the equivalent, (ii) demotion or withholding of a promotion, (iii) transfer of duties, change of location of place of work, reduction in wages or a change in working hours, (iv) withholding of training, (v) negative performance assessments or employment references, (vi) imposing any disciplinary measures or penalties, including financial penalties of any kind, (vii) intimidating, harassing or ostracizing the Whistleblower, (viii) discriminating against the Whistleblower or treating them unfairly relative to the others similarly situated, (ix) failing to convert a temporary contract into a permanent one where the Whistleblower had a legitimate expectation of permanent employment, (x) failing to renew or terminating early a temporary contract, (xi) harming the Whistleblower's reputation, whether on social media or otherwise, (xii) blacklisting the Whistleblower on an industry-wide agreement (formal or informal), (xiii) early termination or cancellation of a contract with the Whistleblower or a related entity, (xiv) cancellation of any licenses or permits, (xv) referring the Whistleblower for psychiatric or medical help.

If anyone with authority to take any of these actions against a Whistleblower believes that any of these steps are appropriate or would have been taken against the Whistleblower except for this Policy, that person must immediately contact Spectrum Brands' General Counsel or its designee.

General Rules for Handling Reports and Data Retention

Any personal information that identifies or could identify the Whistleblower must be handled in keeping with the provisions of the General Data Protection Regulation 2016/679 also known as the GDPR. Personal data that is completely irrelevant for investigating reports shall not be collected and if it is collected shall be deleted.

Records of each report received shall be kept by Spectrum Brands in a confidential and secure manner. Reports that may reasonably become the subject of legal proceedings will be kept until such time as the legal proceedings have reached their final disposition or the statute of limitations has passed. Reports, along with any associated files, that are not reasonably the subject of any further legal proceedings, external investigations, or other reporting, to the extent permissible based on the Company's recordkeeping requirements and applicable legal obligations, will be destroyed without undue delay after the conclusion of the investigation.

Policy Compliance / Discipline for Violations

Any employee who violates this Policy, or other similar policy of any other employer, may be subject to disciplinary action, up to and including termination. Additionally, violations of this Policy may result in serious consequences, including criminal prosecution. Any employee who has concerns or issues

complying with this Policy should immediately contact the LRM prior to taking any further actions. The LRM will evaluate the situation and decide what corrective actions are required, if any.

Deviations from this Policy will not be permitted without express and advanced written permission from Spectrum Brands' General Counsel or its designee.

Contact Information

Contact Information
Spectrum Brands, Inc.
Attn: General Counsel
3001 Deming Way
Middleton, WI 53562

Related Information

Spectrum Brands Documents:
Code of Business Conduct and Ethics
Supplier Code of Conduct

Other Documents:
None

Related Links:
None

Revision History

August 2022 Creation of policy for review and approvals.

Responsible Executive



Ehsan Zargar
Executive Vice President, General Counsel & Corporate Secretary