

**RONSON EUROPE N.V.**  
**WHISTLEBLOWER RULES**

***(Effective 1 November 2007)***

This document sets out the rules for receipt, recording, and handling alleged irregularities of a general operational and financial nature (the "**Whistleblower Procedure**") received by Ronson Europe N.V. and its group companies (" **Ronson**") adopted by the management board and the supervisory board of Ronson.

**1. General**

- 1.1. This Whistleblower Procedure was adopted by the Supervisory Board of Ronson on 24 October 2007.
- 1.2. This Whistleblower Procedure ensures that employees of Ronson or any of its group companies have the possibility of reporting alleged irregularities of a general operational and financial nature in any of the group companies to a reporting official designated by the management board (the "**Reporting Official**"), without jeopardizing their legal position as a result of the report, if and to the extent the employee(s) who reported an alleged irregularity acted in good faith ( *te goeder trouw*).

**2. Reporting Official**

- 2.1. The Reporting Official will be the Chief Executive Officer. The Reporting Official shall be designated by the Management Board from time to time.
- 2.2. The Reporting Official shall ensure that the Management Board is informed regularly about his functioning and any pending or expected complaints of employees by virtue of this Whistleblower Procedure.
- 2.3. The Reporting Official may in his sole discretion carry out any investigation which he considers to be necessary or desirable to carry out his duties. The relevant group company shall cooperate in the investigation carried out by the Reporting Official.
- 2.4. The Reporting Official shall take care that separate files are maintained for all reported complaints.

**3. Procedure**

- 3.1. Each employee of the group companies may report alleged irregularities of a general, operational and financial nature in the group companies to the Reporting Official, without jeopardizing his legal position.

- 3.2. The employee shall indicate as accurately and fully as possible the nature of the irregularity, when or during what period it took place, and the names of the persons involved.
- 3.3. The Reporting Official shall record the date on which the employee reported the complaint (the "**Record Date**"). If the matter in question so requires the Reporting Official shall also record the exact time on which the complaint was reported by the employee.
- 3.4. Promptly after receipt of the report, the Reporting Official shall start an investigation into the suspected irregularity.
- 3.5. An employee who reports an irregularity and the person to whom the irregularity is reported, as well as the Reporting Official, shall treat the report in confidence. No information shall be provided to other employees or third parties, except with the permission of the Reporting Official. When information is provided, the employee's name shall not be disclosed and the information shall be provided in such a way that the employee's anonymity is guaranteed to the fullest extent possible.
- 3.6. Within four weeks from his or her internal report, the employee shall be informed in writing, by or on behalf of the Reporting Official, of the Reporting Official's position with regard to the suspected irregularity and the action taken as a consequence of the employee's report.
- 3.7. If no position can be given within four weeks, the employee shall be notified thereof by or on behalf of the Reporting Official and be given an indication as to when he or she will be informed of the Reporting Official position.

#### **4. Safeguarding of legal rights**

- 4.1. An employee who has reported an irregularity in good faith and who derives no personal gain from that irregularity shall not be prejudiced in his position in any way as a consequence of having done so.
- 4.2. This safeguarding of rights means that the group company in question shall not dismiss, demote, suspend, threaten, put pressure on or otherwise discriminate against an employee in respect of his or her terms of employment on the grounds of a report of what he or she reasonably suspects to be an irregularity.
- 4.3. It is not acceptable for an employee to deliberately make a report to the Reporting Official or any other authority or person whatsoever that he or she knows or could reasonably be expected to know to be untrue. Such untruthful report may have negative consequences for the employee in question, who may also be held liable for damages suffered by somebody as a consequence of such untruthful report

**5. Confidentiality**

- 5.1. The Reporting Official shall treat all documents obtained in his capacity as Reporting Official as strictly confidential. Documents and information concerning employees of any of the group companies shall not be disclosed without the prior written consent of the employee concerned, unless required by law.

**6. Complaints about the Reporting Official and Management Board members**

- 6.1. Alleged irregularities concerning the functioning of the Reporting Official or concerning any other Management Board member shall be reported to Chairman of the Supervisory Board. The articles 3, 4 and 5 apply mutatis mutandis to the Chairman of the Supervisory Board when investigating alleged irregularities concerning the function of the Reporting Official or any other member of the Management Board.

**7. Effective Date**

- 7.1. These procedural rules take effect on 1 November 2007.