

WHISTLEBLOWING POLICY
OF
MOTORK PLC

1. Introduction

1.1. MotorK plc. (the “**Company**”) aims to conduct all business activities in a responsible and transparent way, and with integrity towards all its stakeholders. This Policy has been adopted by the Board of directors of the Company (the “**Board**”) with effect as of 5 November 2021.

1.2. The Board prepared this whistleblowing policy (the “**Policy**”) for reporting actual or suspicion of irregularities within the Company and its affiliated enterprise. This Policy sets forth how Staff Members (as defined below under clause 1.6) can internally report any unethical or even suspected criminal behaviour. All Staff Members are encouraged to report, in good faith, any suspected misbehaviour or malpractice to the Compliance Officer of the Company (the “**Compliance Officer**”).

1.3. It may be the case that Staff Members as defined below may in certain instances feel unable or uncomfortable reporting any suspected misbehaviour to the Compliance Officer. Therefore, this Policy provides for ways Staff Members as defined below can anonymously report a suspected abuse using the informatic tool accessible at the link: <https://motork.integrity.complylog.com/>.

1.4. At the moment this Policy enters into force, the compliance officer shall be: Andrea Servo. In case the query relates to, or otherwise involves Andrea Servo himself, the Compliance Officer shall be the chair of the Company’s audit committee.

1.5. All reports are treated with the utmost confidentiality and are promptly investigated without the risk of retaliation for the reporting Staff Member, as defined below.

1.6. This Policy applies to all individuals who carry out or have carried out work (whether or not on the basis of an employment contract) for the Company or a direct or indirect subsidiary and any other external individuals who come in contact with those people (the “**Staff Members**”).

1.7. Any references in this Policy to one gender include all genders.

2. Reportable situations

2.1. For the purpose of this Policy, any suspected abuse means a Staff Member’s suspicion of an abuse, malpractice, breach, misconduct or other irregularities of a general, environmental, operational or financial nature within the Company, in so far as the suspicion is:

(a) based on reasonable grounds resulting from the knowledge gained by the Staff Member at the service of his employer or from the knowledge obtained by the staff member through his work at another business or organization, and

(b) a public interest is at stake since the suspected abuse concerns a breach of statutory regulations, a risk to public health, public safety or the environment, or an improper act or omission that jeopardises the proper functioning of the public service or an undertaking.

3. Internal report of suspected abuse and investigation procedure

3.1. A Staff Member that suspects a suspected abuse may (first) consult an adviser confidentially about this suspicion. If consulting an adviser would incur costs such Staff Member should first discuss this with the Compliance Officer. In principle, the Company will reimburse reasonable costs made of consulting an adviser.

3.2. A Staff Member reports a suspected abuse within the Company to the Compliance Officer, in the ways indicated in paragraphs 1.2 and 1.3. The reporting Staff Member will receive a confirmation in writing that his report has been received, with the date and time of the receipt of the report.

3.3. Any further oral explanations will be written down by the Compliance Officer and provided to the reporting Staff Member for his approval.

3.4. If the Compliance Officer deems a reported suspicion to be legitimate and within the scope of this Policy, a preliminary investigation is carried out, after which a full investigation may be launched if a reasonable cause is found. After the date of receipt of the report, the Company shall take the decision to discard or carry on the suspected abuse within a period of 90 (ninety) days. The Company will also describe what further steps were taken/will be taken within the Company following the report, if applicable. The reporting Staff Member will always be allowed to respond in writing to the findings of the Company.

3.5. If requested, and to the extent possible given the investigation, the Staff Member may be provided with general information on the progress of such investigation and its outcome. The Staff Member will be informed in a timely manner if no reasonable cause is found to pursue the suspicion and conduct further investigation.

4. Prohibition on retaliation

4.1. The Company will not disadvantage the reporting Staff Member in connection with its report of a suspected abuse, provided it is reported in good faith and in line with the provisions of this Policy. The Company will procure that the Staff Member is protected against retaliation and will keep the Staff Member's identity confidential, to the extent possible.

4.2. The Company prohibits retaliation against any Staff Member and will endeavour to ensure that any managers and colleagues of the reporter refrain from any form of prejudice in connection with reporting in good faith a suspicion of abuse which interferes with the professional or personal functioning of the reporter.

4.3. The Company may take disciplinary actions against persons who are guilty of prejudicing any reporting Staff Member.

4.4. Staff Members who believe they have been subject to retaliation for reporting an incident should immediately contact the respective appointed officer.

5. Confidentiality

5.1. The Company will procure that any reports of suspected abuse will be treated in a confidential manner, to the extent possible. The Company shall only share the contents of the report and the identity of the reporting Staff Member to those individuals whose involvement is necessary for the handling or investigation of the reported suspicion.

5.2. If the reporting Staff Member has not given its consent to unveil its identity, the identity of the reporting Staff Member will be kept confidential.

5.3. The Company may disclose incident reports and any facts relating thereto to third parties, including regulatory, governmental, law enforcement or self-regulatory agencies, to the extent necessary.

6. Accounting and audit committee reporting

The Company's audit committee shall be immediately notified of incident reports regarding accounting, internal accounting controls or auditing matters. The audit committee shall address all such reports concerning incidents and issues needing immediate attention.

7. Record retention

All documents relating to incident reports must be retained in accordance with applicable legislation. If information may be relevant to any pending or potential litigation, inquiry or investigation, the information must not be destroyed and must be retained for the duration of that litigation, inquiry or investigation and thereafter as necessary in accordance with applicable laws, regulations and internal policies and procedures.