



## Ethics Investigation Protocol

### Introduction

This protocol applies to internal investigations of significant alleged violations of law or the Modulaire Group's ("**Modulaire**") Code of Ethics or supporting policies.

For the purposes of this protocol, an "employee" means employees (whether fixed term, permanent or temporary) directors, officers and other individuals working for Modulaire, such as contractors and agency workers.

It is unlikely that this protocol will conflict with local laws or regulations, but if it does the local law or regulation must always be followed.

Modulaire may have policies providing guidance to employees which are specific to the country they are working in, however, these local protocols should be consistent with this global protocol.

### Investigation Classification and Responsibility

Allegations can be classified as *significant*, *secondary* or *out of scope*. The investigation procedure set out in this protocol is applicable to the investigation of significant allegations only.

#### *Significant Allegations*

Significant allegations include all notable matters that have, or may have, an impact on Modulaire, Modulaire's shareholder, Brookfield Corporation ("**Brookfield**"), or any related entities. Significant allegations include, but are not limited to, matters that may have a significant adverse regulatory, financial, legal or reputational impact.

Below is a non-exhaustive list of matters that, if reported, would be classified as significant allegations:

- bribery of government officials
- fraud
- sexual harassment
- discrimination
- racial discrimination or abuse
- violations of anti-trust or competition laws
- violations of law that could expose Modulaire and/or Brookfield to more than nominal penalties
- issues resulting in, or likely to trigger, a non-routine government investigation
- issues resulting in, or likely to result in, a potential material financial impact to Modulaire and/or Brookfield
- notice of an investigation or inquiry from law enforcement or governmental authorities
- misappropriation of assets over €50k in value

- any allegation involving an Executive Committee member

Recipients of significant allegation claims must report the allegations to the Group General Counsel within 24 hours of its receipt in accordance with Modulaire's Speak-Up Policy. The recipients of the allegation should not communicate details of the allegation or the fact that the allegation has been received to any person within Modulaire other than the Group General Counsel. The Group General Counsel will determine the appropriate investigators for significant allegations.

Depending on the nature and the category of the allegation, personnel from other departments may also be involved in the investigation to provide the necessary expertise (e.g. members of the Human Resources team or Internal Audit). If the significant allegation relates to a member of the Executive Committee, the Group General Counsel will inform the senior management of Brookfield and Brookfield Internal Audit so that a decision regarding investigation roles and responsibilities can be made.

No person who is, or reasonably may be, implicated in the allegation should be involved in the investigation process. If the investigation team does not have the necessary expertise to handle the investigation, specialist third parties should be engaged. In this case, Brookfield Internal Audit may oversee or carry out the investigation, as appropriate.

#### *Secondary Allegations*

Secondary allegations involve matters that are not likely to have a significant adverse reputational, regulatory, financial, or legal impact on Modulaire, Brookfield, or any related entities. Secondary allegations should be investigated at the SBU level.

Below is a non-exhaustive list of matters that, if reported, would be classified as secondary allegations:

- matters that do not involve any of the matters and/or individuals noted above
- a loss to Modulaire and/or Brookfield valued at less than €50k
- disparate employee treatment
- wrongful discipline or termination
- misuse of company time or assets
- petty cash thefts
- allegations of legal, ethical, or policy violations that expose Modulaire and/or Brookfield to minimal liability and/or employees and others to minimal risk

#### *Out of Scope Allegations*

Allegations that are unrelated to ethics, conduct, governance, anti-bribery and corruption fall outside the scope of this protocol. Below is a non-exhaustive list of matters that, if reported, would be classified as out of scope allegations:

- customer service complaints
- complaints about employee competency
- complaints about management style that do not involve any sort of workplace misconduct
- operational problems
- vendor/service provider complaints regarding non-payment

## **Investigation Principles**

### *Investigator Competence*

Investigators must be competent to perform the investigation and adhere to the highest standards of ethical conduct. Investigators should demonstrate a commitment to professionalism, not engage in any illegal or unethical conduct, or any activity that would constitute a conflict of interest. At no time will investigators engage in, tolerate, condone or overlook acts contrary to law or Modulaire's code of Ethics or supporting policies.

### *Promptness*

The initiation of an investigation should not be delayed to avoid reputational risk exposure or harming Modulaire's position in relation to the allegation. To the extent possible, the individual who made the allegation should receive an acknowledgement within 48 hours of its receipt. Once the allegation is acknowledged, the investigation planning should begin, to the extent possible, within 24 hours of its receipt. The investigation planning should be finalised within 5 working days.

### *Privacy and Confidentiality*

Data privacy and confidentiality are of critical importance to the conduct of an investigation. All information pertaining to the investigation must be held in strict confidence and only revealed on a legitimate business need-to-know basis. All evidence shall be stored securely to prevent access by unauthorised individuals.

### *Impartiality and Objectivity*

Investigators should disclose to the Group General Counsel any actual or potential conflicts of interest to maintain independence, impartiality, and objectivity.

### *No Retaliation, Retribution or Disciplinary Action*

No retribution, retaliation or disciplinary action should be taken against any individual who makes an allegation where they genuinely believe that a violation of the law or the standards expected by Modulaire's Code of Ethics or supporting policies has occurred or may occur in the future.

## **Investigation Procedure and Purpose**

The Investigation procedure is divided into three phases: 1) investigation work plan; 2) investigation fieldwork; and 3) closing and reporting.

The investigation should begin with the investigation objectives set up, the identification of potential system records and documents to be reviewed, relevant data custodians and interviewees. Individuals should be assigned for the investigation by the Group General Counsel.

The investigator's primary role is to conclude whether the allegations are substantiated or not, based on the facts identified during the investigation. An investigation is substantiated if direct evidence that the allegation occurred is gathered. Direct evidence is factual evidence that indisputably shows that the allegation occurred beyond all reasonable doubt (e.g. statement from an eyewitness).

Several inter-connected indirect pieces of evidence may also be sufficient to substantiate an allegation. Indirect evidence does not directly prove that the allegation is true, however, it is evidence that could lead to the conclusion or infer that the reported allegation took place.

An allegation is not substantiated when there is no direct or indirect evidence that is sufficient to conclude that the allegations described occurred.

### **1) Investigation Work Plan**

The investigation approach should be reasonable and flexible. A written work plan should be prepared and at a minimum, attempt to answer the questions: (i) what happened; (ii) when did it happen; (iii) who are the possible parties involved; and (iv) how did it happen? Invariably both the objective of the investigation and the work plan will need to be updated or revised as more information is obtained during the investigation. Such changes may lead to either a broadening of the scope of the investigation and therefore of the relevant team, including going from a situation where the investigation can be completely handled internally to one where an outside firm may be needed for expertise, staffing numbers or independence. Conversely the investigation may be less complex than originally thought. These changes should be documented in the written work plan.

Every work plan should include the following:

- summary of the reported allegation (including details of the parties involved and dates and times of the incident(s))
- clear objectives
- investigation team members and roles (including information regarding external third parties)
- list of anticipated phases
- investigative procedures for each phase
- investigation timeline

As soon as possible, the investigation team should take steps to ensure that all relevant documents and information are secure, subject to data and documentation retention requirements. This may require the issuing of document retention notices to key personnel in certain circumstances and ensuring that business records can be collected and retained based on local data privacy legislation. IT personnel may need to be contacted to ensure that electronic material is not destroyed. When appropriate, relevant senior management should be informed in advance of the data collection consistent with the communication protocols herein. Electronically stored information should include relevant metadata such as time and date created and information about modified and accessed date.

### **2) Investigation Fieldwork**

Depending on the allegation, it may be necessary to map specific business processes and read internal policies and procedures to be able to identify deviations from regular process. Emails, invoices, contracts, payments, and other relevant pieces of evidence should be reviewed to identify unusual aspects that could add useful information to the investigation.

As part of an investigation, it is usually necessary and appropriate to interview individuals that may have knowledge about the allegations, including the individual that made the allegation (if known), witnesses and the reported individual.

Proper employment protocols should be followed during all interviews as improperly conducted interviews can lead to legal, employment, and labour relations implications. It is preferable that interviews are conducted in-person. However, if circumstances preclude in-person interviews, a telephone or video conference may be appropriate.

Interviews should take place in a private setting to avoid distractions and interviewee's exposure. Rooms where interviews take place must not be locked and nothing should obstruct an interviewee

from leaving the interview room. An interviewee cannot reasonably believe an arrest or detention is occurring.

Investigators should take accurate and complete notes during every interview. At a minimum, the notes should capture the date, start, and finish time, location, persons present and a summary of the relevant content of the interview.

Generally, interviewees should be interviewed separately. Whenever possible, at least two investigators should be present during an interview to corroborate the information obtained.

If necessary, the investigation lead should contact the individual that made the allegation to obtain more information about the reported allegation using either the hotline system or the personal contact details left by the individual. Unless appropriate in the circumstances, the investigation team should generally avoid sharing investigation details and outcome.

### **3) Investigation Closing & Reporting**

A report on the findings of the investigation together with a summary of the report (the “**Reports**”) must be prepared by the investigation team. The Reports should be provided to Brookfield Internal Audit immediately after the investigation finalisation. Any follow-up measures or results following the production of the Reports should also be communicated to Brookfield Internal Audit.

The Reports must reflect the facts identified rather than opinions of the investigators. The Reports should not include bias, speculation, or conjecture, nor should a Report draw any legal conclusions or state a recommended legal course of action unless the report is prepared by a member of the Legal and Risk Department. With input from a member of the Legal and Risk Department and HR, recommendations in relation to employment action (e.g. warning, demotion, termination) can be provided. The Reports must be timely, accurate, clear, and impartial. If the investigator is unable to conclude that the allegations are substantiated, the Report should include the rationale.

The Reports should include the following:

- description of the allegations (including details of the parties involved and dates and times of the incident(s))
- procedures followed
- relevant findings
- recommendations to address the findings
- process and control improvements (if applicable)
- conclusions

The Report must show details sufficient to allow relevant parties to make an informed decision. The outcome of allegations should be stated to be substantiated for confirmed allegations and not substantiated for allegations that are not confirmed, including when no conclusion can be reached. When an investigation involves more than one allegation, an outcome should be defined for each allegation. The Reports should be kept strictly confidential and should only be disclosed to those with a specific business need to know.

If there is an external investigator, the external investigator should prepare the Reports, and the internal investigation team should review and approve the Reports. The investigator may be instructed to take additional investigative steps and measures, as necessary.

Case files should include notes of all interviews and any evidence gathered in support of the investigation. Documentation may be required in support of a grievance or legal proceeding.

Supporting documentation should be maintained with limited accessibility and in a manner otherwise consistent with the confidentiality requirements herein.

On a strictly need-to-know basis, members of the management team should be notified about the investigation, periodically updated on the progress of the investigation and receive the final investigation Reports.

Substantiated allegations of theft should be reported to the police. In some cases, it may be appropriate to report an allegation of theft that is still being investigated (i.e. it has not been concluded whether the allegation is substantiated or not) where the value of the assets allegedly being misappropriated is material, however, the Group General Counsel should be consulted before such an allegation is reported to the police. At the end of the investigation, the individual who made the allegation should be informed that the investigation was finalised and that Modulaire will take steps and actions in line with legislation, policies and protocols to address any findings identified with respect to the allegations.

### **Legal and Risk Team Contacts Group**

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