



Group Code of Practice for Investigating Code of Conduct and Other Policy Violations



Contents

1. Why this Code of Practice	3
2. Commitments, Expectations and Responsibilities	3
a) The Syngenta Group commitment	3
b) For employees	3
c) For managers	4
3. Reporting an incident	4
4. Investigating an incident	5
a) Principles to be followed	5
b) Investigative procedures	6
c) The treatment of evidence	7
5. Reporting the results of an investigation	7
6. The importance of confidentiality	7
7. Recommending further action	8
8. Learning from the experience	9
9. Controlling and allocating expenses	9
10. Enforcement and sanctions	9

Group Code of Practice for Investigating Code of Conduct and Other Policy Violations

1. Why this Code of Practice

Actual or potential violations of Syngenta Group's Code of Conduct, or related policies or codes of practice, are taken seriously and it is essential that they are properly investigated.

This document sets out the procedures to be followed and the principles to be maintained during internal investigations, from initial report to final corrective action. Allowing for variations in local law, they are valid for all companies within the Syngenta Group.

For guidance on the reporting and investigation of HSE incidents such as employee accidents or hazardous spills, please see the HSE CoP 08 INC "[Incident Investigation Process](#)".

2. Commitments, Expectations and Responsibilities

a) The Syngenta Group commitment

Syngenta Group takes seriously all reports of potential violations of its Code of Conduct, its related policies and codes of practice and undertakes to investigate them properly.

Investigations will be conducted objectively and impartially and the conclusions reached will be based solely on the facts of the case.

Appropriate measures will be put in place to protect the rights of all individuals involved, including those under investigation, those questioned or those who have made the initial report. All employees implicated directly or indirectly will be treated fairly and respectfully and any investigation will be conducted in accordance with the principles outlined below.

If it is concluded that a violation has occurred, appropriate disciplinary action will be taken.

b) For employees

All Syngenta Group employees are expected to abide by the Code of Conduct and with related policies, codes of practice and other rules adopted by the Syngenta Group.

Employees are encouraged to report suspected violations of these codes and policies by anyone, including third parties working for or on behalf of Syngenta Group. The company's Anti-Fraud Policy also requires employees to report any suspicion of actual, potential or attempted fraud. See below for details of how to make a report.

Employees should not discuss suspected violations with anyone, except in cases of emergency or potential conflict with their terms and conditions of employment. This is to minimize the risk of legal or reputational damage to the individuals involved or to Syngenta Group.

All employees, including those under investigation, must cooperate with those conducting the investigation. Any retaliation of any kind towards employees reporting a potential violation

will not be tolerated.

c) For managers

Managers are not to investigate incidents, actual or potential, unless previously authorized to do so by a Compliance Officer (CO). Should they become aware of a potential violation, whether reported to them or otherwise, they must pass on the details to the Compliance Department immediately. Managers are encouraged to use the Manager Incident Report Tool (link [here](#)).

If subsequently tasked with the investigation, they must conduct it and report their conclusions following the procedure set out below.

They should not disclose details of the case to anyone else, whether Syngenta Group employees or third parties, to minimize the risk of legal or reputational damage to the individuals involved or Syngenta Group.

3. Reporting an incident

Anyone who suspects a breach of Syngenta Group's Code of Conduct has occurred, its related policies or codes of practice, must report it.

A report can be made to any manager or member of the Compliance, Legal or HR in which case the person receiving the allegation will have to pass the details on to the Compliance Department straightaway. The report can also be made using the Compliance Helpline (link [here](#)). Reports can be also made anonymously*. However, anonymous reports can impact the efficiency of the investigation. We keep the identity of the reporter confidential at all times* and do not tolerate any type of retaliation against employees who report concerns.

Only the CO is authorized to start an internal investigation. As a first step, the CO will conduct an initial assessment of the evidence and, if required, consult with representatives from the relevant department and other experts.

This initial assessment will determine:

a) Who needs to be informed?

The Ethics and Compliance Board (ECB) comprises Group CFO, Group Chief Human Resources Officer, Group General Counsel, Head Internal Audit and Financial Compliance and Head Group Compliance and Risk Management. The ECB scope is to set ethical compliance standards and approve decisions regarding consequences/actions to be applied for material non-compliance. ECB will be informed by Head Group Compliance (HGC) of all substantiated cases involving:

- Senior managers; WL 6 and above or involving CU, Territory, Regional, Functional and Sites LT members;
- USD100k and above potential / actual loss to the company;
- Stubborn or systemic issues.

*unless local laws restrictions apply

Others can be informed under a strict need-to-know basis and before discussing with the CO.

b) Who should conduct any further investigation?

Minor violations can often be resolved by education or guidance. In that case, further investigation may be delegated by the CO to the relevant line manager or a nominated investigation leader.

For more serious violations, it's up to the CO to determine the make-up of the Incident Investigation Team (IIT) and who is to lead it.

The nature and class of allegation will determine the core areas that should be involved in the investigation. (e.g., HR, Finance, Commercial etc)

It's also the responsibility of the CO to decide if any third party assistance is required for the investigation.

4. Investigating an incident

a) Principles to be followed

Objectivity. The conduct of the investigation should be free of bias. Conclusions are to be reached purely on the basis of the facts determined by the gathered evidence.

Independence. An independent team is paramount to assure a fair and credible investigation. The IIT must be able to maintain its independence at all times and have the necessary freedom to pursue the investigation and determine the facts without outside influence or fear of retaliation.

Access. Subject to any legal limitations, the investigation team will have free and unrestricted access to all Syngenta Group records and premises, whether owned or rented. This includes the right to examine, copy and image any physical or electronic records held on the premises that are within the scope of the investigation.

It is the responsibility of the IIT leader to take legal advice as to the limits, if any, of the access permitted.

Diligence: All investigations must be conducted in a timely and proper manner, in order to help leaders to take timely and informed decisions.

Complying with the law. It is essential that the investigation proceeds in a manner that is both legal and compliant with Syngenta Group policies. The interests and reputation of the Company and its employees must be protected at all times.

Evidence. Appropriate action should be taken to obtain and preserve evidence, as well as protecting company data, proprietary information and other assets. For further guidance, see "the treatment of evidence" as described under 4c).

Fair treatment. Investigators must abide by Syngenta Group's Code of Conduct and treat all employees, directly or indirectly implicated in the investigation, fairly and respectfully. In return, individuals are expected to be cooperative.

Protection from retaliation. Any form of retaliation against an employee who has reported a suspected compliance violation in good faith is totally unacceptable. Employees that suffer such treatment will receive appropriate protection and support.

Recommending action. If it is determined that a violation has occurred or was intended, the IIT leader, the manager responsible for the area where the reported incident occurred and the HR Business Partner should recommend corrective and/or disciplinary actions. The recommendation, must be fair and appropriate to the seriousness of the matter under consideration. For the cases listed on item 3.a herein above, consequences/actions recommended must be supported by the ECB.

b) Investigative procedures

An internal investigation is an administrative procedure intended to ascertain the facts of an allegation and is not a judicial or adversarial process. The goal of the IIT is to determine if there is enough factual evidence to substantiate a Code of Conduct or related policy violation.

It is the responsibility of the IIT leader to assemble the team and initiate the investigation with whatever resources are required. These may include technical assistance from the HGC or relevant CO, Head of Corporate Security or Region Security Manager, Finance Compliance Manager, or relevant Legal Counsel, HR Business Partner, and, if necessary, from other areas or third parties.

The leader and IIT members will keep details of the investigation confidential, communicating information only when authorized by the CO to do so. Regular updates should detail progress and the investigation should be concluded as quickly as possible.

In the course of the investigation, it is the responsibility of the IIT leader to:

- Review the facts of the alleged issue, considering their origin, nature, risk level and credibility. This may involve the collection of relevant documents and data from internal systems or external sources, the conducting of interviews and so forth. Evidence obtained must be properly handled and preserved (see “the treatment of evidence” as described under 4c).
- Inform the employee who has reported the issue, and all those interviewed in connection with it, that they must maintain confidentiality and that the IIT will also preserve confidentiality as long as this is compatible with conducting a proper investigation.
- Instruct all interviewees to report any retaliatory action, actual or threatened, to the CO immediately, who will then consult with HR and recommend appropriate, corrective measures.
- Give any employee under investigation the opportunity to present their version of the facts.

The IIT leader will ensure that other members of the team are kept regularly informed of progress.

If practical and appropriate, and as long as confidentiality is protected, a brief explanation of the course of the investigation and any actions taken should be provided to the person who raised the issue.

c) The treatment of evidence

Evidence gathered during an investigation may later be used in legal proceedings. It must therefore be handled and secured in a manner that makes its relevance clear and shows that it has not been contaminated in any way.

Before commencing an investigation, IIT members should familiarize themselves with the Records Management Policy.

5. Reporting the results of the investigation

The IIT leader is to complete a compliance investigation report. This will present all the relevant facts and evidence and clearly state whether a violation did or did not take place. The report should also include:

- The Root Cause Analysis (RCA) and recommended actions to avoid similar issues to occur in the future;
- A list of those who should receive the report, based on the decisions of the CO.
- A recommendation as to whether details of the incident and the investigation should be distributed more widely within the broader Syngenta Group community.

The relevant CO should receive personal copies of the report and, in the case of fraud investigations, the report should be shared with the Head Internal Audit and Financial Compliance.

Finally, a summary of the investigation will be provided as needed to the country/territory/regional/function/site LT, for the purpose of understanding their ethical risks and implementing necessary actions. It's LTs to ensure that the risk is mitigated and there is a sustainable process in place to prevent recurrence (see also item 8 hereunder).

6. The importance of confidentiality

The identity of any employee reporting an alleged compliance violation or concern is to remain confidential as long as this is compatible with a proper investigation of the case.

Any individual with knowledge of the investigation is to keep the information confidential and not disclose any details unless required by law or authorized by the CO.

The names of those involved in an investigation should only be revealed if necessary for the progress of the investigation and only with the authority of the CO or if mandatory by local laws.

All reports are classified as confidential or secret, depending on the matter under investigation and in accordance with Syngenta Group's Security Code of Practice for information Classification and Handling.

7. Recommending further action

If the investigation concludes that a violation has occurred, the IIT should recommend appropriate disciplinary and corrective measures in consultation with the manager(s) of the department concerned. The aim of such measures is to prevent similar incidents.

It is vital to define who is responsible for developing and implementing the measures and a timeframe within which this is to be done.

The following steps should be taken:

- After consulting together, the relevant line manager, HR Business Partner and IIT leader will make a recommendation of corrective measures to be taken.
- This recommendation will be discussed with the line manager and the Functional Manager at least one level above him or her, who will then agree on the actions and/or measures to be taken.
- It is the line manager's accountability to impose the disciplinary action and take any corrective measures.

Possible disciplinary actions include:

- Counselling and coaching
- A letter of reprimand
- Probation
- Implementation of an action plan
- Termination
- Criminal prosecution

In the event of disagreement regarding disciplinary actions, the IIT leader should consult with the relevant CO. Differences will be settled at the ECB.

After inputs from relevant manager, it is the responsibility of the Head Compliance and Risk to consult with the ECB to determine:

- any corrective or disciplinary actions in all cases listed in item 3.a herein above or in case the investigation team and the CO or HGC decide that a case is of significant importance to the Syngenta Group
- the necessity to pursue criminal prosecution against anyone found to have committed a violation

Human Resources will keep a record of all disciplinary actions against employees as a result of breaches of the Code of Conduct.

8. Learning from the experience

Communicating the conclusions of an investigation can deter others from committing similar violations and also provide valuable lessons for managers and employees.

LTs are to use the experience to lead Ethics Share and roll out awareness training. Ethics Share needs to communicate about the compliance violation and Syngenta Group's position. The awareness training shall cover the issue concerned (e.g. conflict of interest etc). CO or HGC should be consulted on what aspects of the case should be communicated to the wider Syngenta Group community. The relevant Communication Business Partner shall be involved to develop the best way of achieving this.

9. Controlling and allocating expenses

An investigation is likely to incur costs. The IIT lead is accountable to ensure that investigations are performed in the most efficient way, seeking for alternative ways to avoid disproportional costs. All expenses will be allocated to the cost center of the department(s) concerned. Line Manager +1 the employee subject of the investigation shall inform the cost center to where all costs on investigation should be allocated.

10. Enforcement and sanctions

This Code of Practice applies to all Syngenta Group managers and any employee who may be appointed to an Incident Investigation Team. Violations of this code will result in disciplinary action and, if warranted, dismissal.

Summary sheet	
Title	Group Code of Practice for Investigating Code of Conduct and Other Policy Violations
Purpose	This document sets out the procedures to be followed and the principles to be maintained in case of investigations related to Code of Conduct and Policy violation – from initial assessment to final corrective action.
Scope	Syngenta Group's Code of Conduct and other Policies
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Further References	

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EU Whistleblowing Addendum

to Syngenta Group Code of Practice for Investigating Code of Conduct and Other Policy Violations (“Investigations CoP”)

This document adds the procedures to be followed in relation to investigations of violations in certain areas of EU corporate law in compliance with EU Directive 2019/1937 of the European Parliament and of the Council of 23 October 2019 on protection of persons who report breaches of EU law (“**EU WB Reports**”).

1. For EU WB Reporters

Syngenta is committed to maintain Whistleblowing reporting channels and to investigate EU WB Reports in each EU Member State where the law so requires.

Syngenta present and former employees, those under a recruitment process or pre-contractual negotiations and also third parties who learned about unlawful or suspected unlawful acts or omissions in Syngenta work-related context in specific areas of corporate law as defined by each EU Member state (“**EU WB Offence**”) are encouraged to make EU WB reports.

2. Whistleblowing Procedure

An EU WB Reporter (“Reporter”) shall have the right to request that the investigation be conducted only locally in the country where the incident happened.

There is a designated Syngenta confidential and secure local whistleblowing reporting channel in countries where the law so requires.

Once receiving a report, the local whistleblowing reporting channel operator reaches out to the Compliance Team who will consult with the Legal Team to determine if the report qualifies as protected EU WB Report under the relevant law.

3. Mandatory Legal Approvals

Once confirmed that the reported case qualifies as an EU WB Report, a member of the Legal Team will be always involved in investigation and should approve the following: (i) outside counsel’s support; (ii) any communications with authorities; (iii) investigation report; (iv) communications of the conclusions of an investigation.

4. Timing.

Local laws specify the timeframe within which the investigation should be concluded.

5. Confidentiality and Data Privacy.

The identity of any person reporting an alleged compliance violation or concern or making an EU WB Report is to remain confidential as long as this is compatible with a proper investigation of the case and the applicable law.

Processing of personal data of the Reporter, of the reported person and others affected is carried out in accordance with GDPR and may only be done for the purposes of investigation and remediation. Personal data not relevant for the report handling shall not be collected or, if accidentally collected, shall be deleted without delay. Reports shall be stored for no longer than it is necessary and proportionate.

Reporter and the reported person must be informed, at the opening of the investigation about the report, their data privacy rights and the details of the relevant data processing. In case the immediate notification would prevent the investigation of the report, in exceptional and justified cases such notification can be delayed.

EU Member States might have further special data privacy requirements regarding processing of personal data of the whistleblower and any concerned/affected persons.

6. Where to find details?

Syngenta Whistleblower Protection Notice and relevant country's page provide information on what may be submitted as an EU WB Offence, in each country in scope, who can submit EU WB Reports, and what the whistleblowing procedure is.

7. Other Rules

With exception of special rules outlined in this Addendum, provisions of Syngenta Group Investigations CoP shall apply to all aspects of investigation of EU WB Reports.