

# **ARCHES HOLDINGS INC.**

## **WHISTLEBLOWER POLICY: REPORTING POTENTIAL MISCONDUCT**

Effective December 1, 2023

### **I. INTRODUCTION**

Arches Holdings Inc. (Arches Holdings Inc. and its subsidiaries, collectively, referred to herein as the “Company”) expects directors, officers and employees to observe high standards of business and personal ethics in performing their duties and responsibilities on behalf of the Company and to comply with all applicable laws, regulations and Company policies. The purpose of this policy (the “Policy”) is to further the Company’s goal of legal and ethical compliance. The support of all directors, management, and employees is important in achieving this goal. This Policy sets forth procedures for directors, officers, employees, those acting on behalf of employees, and vendors to (i) raise questions and concerns about potential misconduct, including potential violations of law, regulation or Company policies and (ii) report potential misconduct.

### **II. RAISING QUESTIONS AND REPORTING**

**We Encourage Reporting.** The Company encourages individuals to raise questions and report instances of suspected improper practices or violations of the Company’s policies or the law, including illegal or improper conduct by the Company itself, by its leadership, or by others on its behalf. Appropriate subjects to raise under this policy include financial improprieties, accounting or audit matters, ethical violations, or other similar illegal or improper practices or policies.

**Confidentiality.** The Company will treat all communications under this policy in a confidential manner, except to the extent necessary (i) to conduct a complete and fair investigation or (ii) for review of Company operations by the Board of Directors, its Audit Committee, the Company’s independent public accountants or the Company’s internal or outside legal counsel.

**How to Raise Questions and Report Potential Misconduct.** If an individual believes that a violation of law, regulation or Company policies may have occurred, the individual should, as a first step, share questions or concerns with, and report potential misconduct to, someone who can help address the issue. To do so:

- Employees should contact their supervisors. If an employee is not comfortable speaking with his or her supervisor or is not satisfied with the response received, the individual should speak with the General Counsel, a designated person in the local office, or anyone in management the individual feels comfortable approaching.
- Officers should contact the Company’s General Counsel.
- Directors should contact the Chairperson of the Board.
- Reports may be made via telephone or internet via the Company’s Whistleblower hotline <https://ancestry.alertline.com>.

Financial and Accounting Matters. If a concern or potential misconduct relates to the Company's finances, accounting or auditing practices or internal financial controls, individuals may also contact the Chief Operating Officer/Chief Financial Officer of the Company and/or the Chairperson of the Audit Committee.

Confidential and Anonymous Reporting. Individuals can also report concerns and potential misconduct confidentially and anonymously. Reports should provide specific details and examples where possible as the Company may be unable to fully evaluate a vague or general complaint, report or inquiry that is made anonymously. To make a confidential, anonymous report, individuals should make a report at <https://ancestry.alertline.com>.

### **III. PROTECTION AGAINST RETALIATION**

The Company will not retaliate against an individual who in good faith, raises questions or concerns or reports potential misconduct, including a potential violation of law, regulation or Company policies. In addition, the Company will not retaliate against an individual who assists in the investigation of potential misconduct. Any officer or employee who engages in retaliation may be subject to appropriate disciplinary action, up to and including termination. A Director who engages in retaliation may be subject to action as determined by the Board. This Policy is intended to encourage and enable employees and others to raise serious concerns within the Company prior to seeking resolution outside the Company. The Company reserves the right to discipline persons who make bad faith, knowingly false or vexatious complaints, reports or inquiries, or who otherwise abuse this policy.

### **IV. HANDLING OF REPORTED CONCERNS OR COMPLAINTS**

Reports of suspected violations of law, regulation or Company policies and reports of retaliation will be investigated promptly and in a manner intended to protect confidentiality, consistent with a full and fair investigation. The General Counsel will conduct or designate other internal or external parties to conduct the investigations. If appropriate, the investigating parties may notify the concerned individuals of their findings directly and prepare other reports as indicated by the circumstances. A summary of all such reports will be presented to the Audit Committee of the Board of Directors.

If a report of a suspected violation of law, regulation or Company policies or retaliation involves the General Counsel or any staff who report directly to the General Counsel, that officer or staff member will not participate in the investigation and the remaining officers or their designees will conduct the investigation.

## **Appendix A – Ireland**

This appendix sets out country specific elements to the Policy required for compliance with the Protected Disclosures Act of 2014 (as amended). This appendix is only applicable to workers that reside in or witnessed misconduct or relevant wrongdoing in Ireland.

**PROTECTED DISCLOSURES POLICY**

**DATED 15 DECEMBER 2023**

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## **1. ABOUT THIS POLICY**

- 1.1 Ancestry Ireland Unlimited Company (the “Company”) is committed to conducting its business with honesty and integrity and to encouraging openness and accountability.
- 1.2 The aims of this policy are to:
  - 1.2.1 encourage workers to report relevant wrongdoings as soon as possible, in the knowledge that their concerns will be taken seriously.
  - 1.2.2 provide workers with guidance as to how to raise those concerns; and
  - 1.2.3 reassure workers that they should be able to raise genuine concerns without fear of reprisal.
- 1.3 This policy governs all current and former employees, officers, consultants, contractors, interns, trainees, casual workers, agency workers, members of the administrative, management or supervisory body, shareholders, job applicants and volunteers. For the purposes of this policy, this list of individuals shall be referred to collectively as “workers.”
- 1.4 This policy does not form part of any employee's contract of employment and the Company may amend it at any time.

## **2 PERSONNEL RESPONSIBLE FOR THE POLICY**

- 2.1 The VP Legal and International Operations has overall responsibility for this policy. This person shall be referred to as the “protected disclosures officer” throughout this policy and may be the person identified as the “designated person” for the purposes of the Protected Disclosures Act 2014 (as amended) (the “Act”). The protected disclosure officer may delegate his/her duties as he/she deems appropriate.
- 2.2 The protected disclosures officer has day-to-day operational responsibility for this policy and must ensure that all managers and other workers who may deal with concerns or investigations under this policy receive regular and appropriate training.
- 2.3 All workers are responsible for the success of this policy and should ensure that they use it to disclose any suspected danger or wrongdoing.

## **3 WHAT IS A PROTECTED DISCLOSURE?**

- 3.1 This policy aims to protect workers from penalisation and/or detriment where they make a disclosure of information which they reasonably believe demonstrates a “relevant wrongdoing” and which comes to their attention in a work-related context. The following are considered relevant wrongdoings:
  - 3.1.1 committing a criminal offence;

- 3.1.2 failure to comply with any legal obligation (other than one arising under the worker's contract of employment or engagement);
  - 3.1.3 miscarriages of justice;
  - 3.1.4 danger to health and safety of an individual;
  - 3.1.5 damage to the environment;
  - 3.1.6 unlawful or improper use of funds and/or resources of a public body, or of other public money;
  - 3.1.7 an act or omission of a public body that is oppressive, discriminatory, grossly negligent or constitutes gross mismanagement;
  - 3.1.8 a breach of any area of EU law provided for under the Protected Disclosures Act 2014 (as amended) available at: <https://www.irishstatutebook.ie/eli/2022/act/27/section/4/enacted/en/html#sec4> ; and
  - 3.1.9 the deliberate concealment of any of the above matters.
- 3.2 **This policy should not be used for complaints relating to your own personal circumstances, or arising out of your contract with the Company, such as the way you have been treated at work. In those cases you should use the Grievance Procedure or Anti-harassment and Bullying Policy or other policies as appropriate.**
- 3.3 If you are uncertain whether something is within the scope of this policy you should seek advice from the protected disclosures officer, whose contact details are at the end of this policy.

#### **4 RAISING A CONCERN**

- 4.1 The Company hopes that in many cases you will be able to raise any concerns identified in section 3 above with your manager. You may tell them in person or put the matter in writing if you prefer. They may be able to agree a way of resolving your concern quickly and effectively.
- However, where the matter is more serious, or you feel that your manager has not addressed your concern, or you prefer not to raise it with them for any reason, you should contact the protected disclosures officer, Erik Gannon. Contact details are set out at the end of this policy.
- 4.2 The protected disclosures officer or their designee, shall issue an acknowledgement to you in writing of receipt of the report not later than 7 days after receipt of it.
- 4.3 A report may also be made orally by telephone or the internet via <https://ancestry.alertline.com>

## **5 CONFIDENTIALITY**

The Company hopes that workers will feel able to voice concerns openly under this policy. The Company will take all reasonable steps to avoid disclosing your identity or the identity of any persons named in the report who are alleged to have committed or are associated with the relevant wrongdoing.

## **6 ANONYMITY**

The Company does not encourage anonymous disclosures and/or reports. The protected disclosures officer may exercise its discretion, not to accept and/or follow-up on an anonymous report, unless it is appropriate to do so in the circumstances. Proper investigation may be more difficult or impossible if the protected disclosures officer cannot obtain information from a worker which is necessary for the purpose of conducting a fair and comprehensive investigation. Workers who wish to disclose their concerns under this policy but who are apprehensive about possible reprisals if their identity is revealed should come forward to the protected disclosures officer and appropriate measures can then be considered to preserve confidentiality if and where possible.

## **7 INVESTIGATION AND OUTCOME**

- 7.1 Once you have raised a concern, the Company will carry out an initial assessment to determine whether there is evidence that a relevant wrongdoing may have occurred. If it is established that there is no evidence that a relevant wrongdoing may have occurred, the matter may be closed. However, if after having carried out an initial assessment, the Company decides that there is evidence that a relevant wrongdoing may have occurred, an investigation may be deemed appropriate.
- 7.2 In cases where there is a decision to conduct an investigation, an investigator who has relevant experience of investigations or specialist knowledge of the subject matter to report on their investigation will be appointed. The investigator's report will be sent to a designated member of senior management who will determine what if any action should be taken by the Company. Such action could include changes to the way the Company conducts its operations, disciplinary action (following the application of the disciplinary procedure) or a referral to an appropriate third party.
- 7.3 The Company will aim to keep you informed of the progress of the investigation and its likely timescale. However, sometimes the need for confidentiality or to facilitate a fair and comprehensive investigation may prevent us from giving you specific details of the investigation. You should treat any information about the investigation as confidential.
- 7.4 The Company will provide feedback to you no later than three (3) months after issuing the initial acknowledgement in accordance with clause 4.3 above. If it is likely that the



Company will not be in a position to provide feedback within three (3) months, you will be notified in writing as soon as practicable. Similarly where the investigation does not conclude within three (3) months, feedback will be provided to you at intervals of three (3) months until the investigation is concluded. While the Company will use its best endeavours to comply with these timeframes, if it cannot reasonably do so, it will notify you of any revision to them.

## **8 IF YOU ARE NOT SATISFIED**

- 8.1 While the Company cannot always guarantee the outcome you are seeking, it will try to deal with your concern fairly and in an appropriate way. By using this policy you can help us to achieve this.
- 8.2 If you are not happy with the way in which your concern has been handled, you may contact the protected disclosures officer or General Counsel.

## **9 EXTERNAL DISCLOSURES**

- 9.1 The aim of this policy is to provide an internal mechanism for reporting, investigating and remedying any wrongdoing in the workplace. In most cases you should not find it necessary to alert anyone externally.
- 9.2 The law recognises that in some circumstances it may be appropriate for you to report your concerns to an external body such as a prescribed person (such as a regulator) or the Protected Disclosures Commissioner (within the Office of the Ombudsman). As there are specific provisions applicable to external disclosures, the Company strongly encourages you to seek advice from the protected disclosures officer before reporting a concern externally.
- 9.3 Whistleblowing concerns usually relate to the conduct of our workers, but they may sometimes relate to the actions of a third party, such as a vendor or service provider. In some circumstances the law may protect you if you raise the matter with the third party directly. However, the Company encourages you to report such concerns internally first.

## **10 PROTECTION AND SUPPORT FOR WORKERS MAKING DISCLOSURES**

- 10.1 It is understandable that workers who make disclosures may be worried about possible repercussions. The Company aims to encourage openness and will support workers who raise genuine concerns under this policy, even if the concerns turn out not to be well founded.
- 10.2 Workers who make disclosures under this policy will not suffer any penalisation or detrimental treatment as a result of raising a concern. Penalisation refers to any direct or indirect act or omission which occurs in a work-related context, is prompted by the making of a report and causes or may cause unjustified detriment to a worker, and, in particular, includes;

- 10.2.1 suspension, lay-off or dismissal;
  - 10.2.2 demotion, loss of opportunity for promotion or withholding of promotion;
  - 10.2.3 transfer of duties, change of location of place of work;
  - 10.2.4 reduction in wages or change in working hours;
  - 10.2.5 imposition or administering of any discipline, reprimand or other penalty (including a financial penalty);
  - 10.2.6 unfair treatment;
  - 10.2.7 coercion, intimidation, harassment or ostracism;
  - 10.2.8 discrimination or disadvantage;
  - 10.2.9 injury, damage or loss;
  - 10.2.10 threat of reprisal;
  - 10.2.11 withholding of training;
  - 10.2.12 a negative performance assessment or employment reference;
  - 10.2.13 failure to convert a temporary employment contract into a permanent one, where the employee had a legitimate expectation that he or she would be offered permanent employment;
  - 10.2.14 failure to renew or early termination of a temporary employment contract;
  - 10.2.15 harm, including to the reporting person's reputation, particularly in social media, or financial loss, including loss of business and loss of income;
  - 10.2.16 blacklisting on the basis of a sector or industry-wide informal or formal agreement, which may entail that the person will not, in the future, find employment in the sector or industry;
  - 10.2.17 early termination or cancellation of a contract for goods or services;
  - 10.2.18 cancellation of a licence or permit; or
  - 10.2.19 psychiatric or medical referrals.
- 10.3 If you believe that you have suffered any such treatment, you should inform the protected disclosures officer immediately. If the matter is not remedied you should raise it formally using the Grievance Procedure or other appropriate procedure.

10.4 You must not threaten or retaliate against workers who make protected disclosures under this policy in any way. If you are involved in such conduct you may be subject to disciplinary action.

## **11 CONTACTS**

11.1 The protected disclosures officer is Erik Gannon, VP Legal and International Operations. His contact details are available on the Company intranet.

11.2 The General Counsel is Greg Packer. His contact details are available on the Company intranet.

## Appendix B – Policy for UK Employees

Ancestry.com UK Limited is committed to conducting its business with honesty and integrity and encourages openness and accountability. This policy covers all employees, officers, consultants, contractors, casual workers, agency workers, shareholders, job applicants, interns, trainees, and volunteers. It does not form part of any contract of employment, and we may amend it at any time. Whistleblowing is the reporting of suspected wrongdoing or dangers in relation to our activities which includes bribery, facilitation of tax evasion, fraud or other criminal activity, miscarriages of justice, health and safety risks, damage to the environment and any breach of legal or professional obligations. The aim of this policy is to provide an internal mechanism for reporting, investigating and remedying any wrongdoing in the workplace. Complaints relating to your own personal circumstances, or arising out of your contract with the Company should be raised under the Grievance Procedure or directly with HR.

### HOW TO RAISE A CONCERN AND CONFIDENTIALITY:

You are free to raise any concerns with your supervisor, the General Counsel or anyone in management who you feel comfortable approaching. Reports may also be made via telephone or internet on the Company's hotline: <https://ancestry.alertline.com>.

We will arrange a meeting with you as soon as possible to discuss your concern. You may bring a colleague or union representative to any meetings under this policy, however they must respect the confidentiality of your disclosure and any subsequent investigation.

We hope that staff will feel able to voice concerns openly. Completely anonymous disclosures are difficult to investigate but, if you want to raise your concern confidentially, we will make every effort to keep your identity secret and only reveal it where necessary to those involved in investigating your concern. In circumstances where it may be appropriate to report your concerns to an external body, such as a regulator, we strongly encourage you to seek advice before reporting. Protect operates a confidential helpline and their contact details are at the end of this policy.

We encourage openness and will support whistleblowers who raise genuine concerns, even if they turn out to be mistaken. Whistleblowers must not suffer any detrimental treatment as a result of raising a genuine concern. If you believe that you have suffered any such treatment, you should inform the General Counsel or your People Partner immediately. You must not threaten or retaliate against whistleblowers in any way; if you do so, you may be subject to disciplinary action but, if we conclude that a whistle-blower has made false allegations maliciously, the whistle-blower may be subject to disciplinary action.

### Contact details

General Counsel	Name: Greg Packer Email: <a href="mailto:gpacker@ancestry.com">gpacker@ancestry.com</a>
Ancestry.com hotline	<a href="https://ancestry.alertline.com">https://ancestry.alertline.com</a>
Protect (Independent whistleblowing charity)	Helpline: 020 3117 2520 Website: <a href="https://protect-advice.org.uk">https://protect-advice.org.uk</a>