



**Rules of procedure for
complaints/whistle-blowing
(hereinafter the “whistle-blower procedure”)**

1. FOREWORD.....	2
2. WHO MAY SUBMIT A REPORT?	2
3. WHAT TOPICS DOES THE WHISTLE-BLOWER PROCEDURE COVER?	2
4. WHO CAN A REPORT BE SUBMITTED TO?.....	3
5. CAN REPORTS ALSO BE SUBMITTED ANONYMOUSLY?.....	4
6. WHAT INFORMATION SHOULD A REPORT CONTAIN?	4
7. WHO IS RESPONSIBLE FOR PROCESSING THE SUBMITTED REPORTS?.....	5
8. HOW ARE REPORTING PERSONS PROTECTED?.....	5
9. WHAT HAPPENS ONCE A REPORT HAS BEEN SUBMITTED AND HOW QUICKLY ARE REPORTS PROCESSED?.....	6
10. WHEN WILL I RECEIVE INFORMATION ABOUT THE RESULT OF THE PROCEDURE?.....	9
11. FOR HOW LONG WILL THE INFORMATION BE RETAINED?	10
12. CAN A REPORT ALSO BE SUBMITTED TO EXTERNAL REPORTING BODIES? ...	10
13. REVIEW OF THE EFFECTIVENESS OF THE WHISTLE-BLOWER PROCEDURE....	10
14. ACCESSIBILITY OF THESE RULES OF PROCEDURE	10
ANNEX I	11
ANNEX II	13

1. Foreword

Responsible, ethical and lawful conduct is a top priority for the Telefónica Deutschland Group¹ (“Telefónica Deutschland”) in its own business activities and in its relations with its business partners, customers and other affected persons.

Telefónica Deutschland has implemented a whistle-blower procedure which enables individuals, companies and other organisations such as non-governmental organisations to report human rights and environment-related risks or violations as well as breaches of applicable law, internal guidelines, the [Business Principles](#) or the [Supply Chain Sustainability Policy](#) or concerns regarding a potential or actual infringement of these regulations.

The purpose of the whistle-blower procedure is to ensure that all reports submitted are examined and processed transparently and fairly.

A “complaint” within the meaning of the German Act on Corporate Due Diligence Obligations in Supply Chains (LkSG) is defined as a “report” for the purpose of these rules of procedure.

2. Who may submit a report?

The whistle-blower procedure is open to anyone wishing to report (potential) shortcomings caused by or reasonably likely to be caused by the business activities of Telefónica Deutschland or a direct or indirect supplier.

For example, the reporting persons can be employees, contractors, direct and indirect suppliers, customers, local residents, investors, other companies, non-governmental organisations (NGOs) or uninvolved persons.

Reports may be submitted by reporting persons who are affected themselves either indirectly or directly (affected reporting persons) or by reporting persons who are not affected themselves (informing reporting persons).

If this means you are a reporting person, these rules of procedure are directly addressed to you.

The whistle-blower procedure is available to you at any time free of charge.

3. What topics does the whistle-blower procedure cover?

The whistle-blower procedure enables you to report human rights and environment-related risks or violations as well as breaches of other applicable laws (e.g. bribery, fraud), internal guidelines, the [Business Principles](#) or Telefónica Deutschland’s [Supply Chain Sustainability](#)

¹ Here, the Telefónica Deutschland Group comprises the following relevant companies: Telefónica Germany GmbH & Co. OHG, TGCS Rostock GmbH, TGCS Nürnberg, TGCS Bremen, TGCS Hamburg, Telefónica Germany Business Sales GmbH, Telefónica Germany Retail GmbH, E-Plus Service GmbH, AY YILDIZ Communications, Ortel Mobile GmbH, TFS Potsdam GmbH; Wayra Deutschland GmbH

[Policy](#) or concerns regarding a potential or actual infringement of these regulations. For guidance purposes, you will find more details of the individual topics covered by the whistle-blower procedure as well as assignment of the topics to the competent bodies, the Human Rights and Environment Committee and the Compliance department, in [Annex I](#). The annex also explains which reporting channels to contact with which types of report.

4. Who can a report be submitted to?

You can submit a report using the whistle-blower procedure in the following ways:

You can submit a report to the independent lawyer who serves as an ombudsperson. This lawyer is external and does not therefore belong to Telefónica Deutschland.

The ombudsperson takes receipt of reports concerning all the topics mentioned in [section 3](#) and forwards these to the Corporate Responsibility and Sustainability (CR&S) department or the Compliance department depending on the report made.

The external ombudsperson Dr Rainer Buchert can be contacted as follows:

- By email: dr-buchert@dr-buchert.de
- By phone: +49 (0)69 7103 3330 (Monday–Friday, 9 a.m.–6 p.m.)
- By fax: +49 (0)69 7103 4444
- By post addressed to:
Rechtsanwalt Dr. Rainer Buchert
Bleidenstraße 1
60311 Frankfurt am Main
Germany
- Via the [contact form](#) (in German)

The external ombudsperson can be contacted via the contact form in the following languages:

- Bulgarian
- Croatian
- Czech
- Danish
- Dutch
- English
- Finnish
- Flemish
- French
- German
- Hungarian
- Irish (Gaelic)
- Italian
- Polish
- Portuguese
- Romanian
- Russian
- Serbian
- Slovakian
- Slovenian
- Spanish

The other reporting channels (email, phone, fax or post addressed to the external ombudsperson) can be used to submit reports in English and German.

More information on the ombudsperson can be found here:

www.telefonica.de/ombudsperson (in German)

Human rights and environment-related reports can also be submitted directly by email to Telefónica Deutschland's human rights inbox at humanrights-de@telefonica.com. This inbox is managed by the Corporate Responsibility and Sustainability department and by the human rights officer.

5. Can reports also be submitted anonymously?

You may also submit your report anonymously. In the case of an anonymous report, you will not be required to provide any personal data. Please note that your personal data will also be handled confidentially in the case of a report not submitted anonymously, in other words will not be shared with any third parties (see also [section 8.1](#)).

An anonymous report may be submitted over the phone or by post addressed to the external ombudsperson.

If a report is submitted via the ombudsperson's contact form, personal details are required, but upon your request, these will not be shared.

In the event of an anonymous report, Telefónica Deutschland cannot confirm receipt of your report, discuss your report with you at a later time or notify you of the result of the procedure or any measures taken. In this case, it is especially important that you provide as much information as possible when submitting your report in order for it to be understandable and for it to be appropriately processed (see [section 6](#) below).

6. What information should a report contain?

For us to be able to process your report swiftly and appropriately, it is important that it contains all the important information and the description is as precise as possible. The following information can be helpful:

- What exactly happened? (If possible, state which topic listed in [Annex I](#) the problem/incident relates to.)
- When/during what period did the incident occur or is the incident ongoing?
- Where did the incident occur (e.g. in which country, at which company, at which supplier)?
- Who was/is involved?
- How many people were/are affected?
- Were/are you yourself affected?
- Who else witnessed anything of what happened?
- Is there immediate danger to life and limb?
- Has the problem/incident been reported to Telefónica Deutschland in the past?
- If so, what steps were taken to minimise or eliminate the risk or violation?

7. Who is responsible for processing the submitted reports?

Telefónica Deutschland ensures that all persons entrusted with the handling of this procedure act impartially, are independent, are not bound by special instructions, are bound to secrecy and protect your identity or the identities of third parties. We additionally ensure that these persons have the specialist knowledge necessary.

For the purpose of these rules of procedure, the person entrusted with an incoming report is referred to as the **report officer**.

For the purpose of these rules of procedure, the persons charged with further processing of the matter are referred to as **report processors**.

7.1. Human rights and environment-related reports

The external ombudsperson and the Corporate Responsibility and Sustainability department, which manages the human rights inbox, are the report officers. They are responsible for receipt and initial classification of the report as well as for communication with you. In the case of confidential complaints made via the ombudsperson, you will communicate exclusively with the ombudsperson.

The members of Telefónica Deutschland's cross-departmental Human Rights and Environment Committee are the report processors. This committee handles the topic of human rights and environmental protection together with the company's human rights officer and is responsible for further investigation of the report and the deriving of any subsequent measures.

7.2. Compliance reports

The external ombudsperson and certain members of the Compliance department are the report officers. They are responsible for receipt and initial classification of the report as well as for communication with you. In the case of confidential complaints made via the ombudsperson, you will communicate exclusively with the ombudsperson.

The members of the Compliance department are the report processors. They are responsible for further investigation of the report and the deriving of any subsequent steps.

8. How are reporting persons protected?

8.1. Protecting the confidentiality of your identity and upholding data protection regulations

Telefónica Deutschland ensures that the confidentiality of your identity and of any other persons mentioned in the report is protected and that unauthorised employees cannot access

the report. This means personal data relating to you and any other persons will never be shared with third parties.

To further strengthen this protection, the report officers stated in [section 7](#) and all other report processors are contractually bound to secrecy.

The external ombudsperson is additionally bound by the lawyers' professional duty of confidentiality and will only share your personal data with other report officers if you explicitly consent to this.

Further, complaints are always anonymised as soon as they are passed on by the competent report officer to the report processors for further processing. Only a report processor will have direct contact with you. This ensures that the group of persons who are aware of your identity is kept as small as possible and, as such, also that you do not suffer any disadvantages by using this procedure.

All the reports submitted are handled in accordance with the data protection regulations.

Information regarding identity may only be shared with the competent authorities if this is necessary pursuant to a legal obligation or a court or official order or if there is reasonable suspicion of a criminal offence.

8.2. Protection from discrimination or punishment

Telefónica Deutschland guarantees that your report will be handled confidentially. This is the basis for appropriate and effective protection from discrimination and punishment. Should you experience discrimination or punishment due to the submission of a report, we will endeavour to protect you within the bounds of our legal influence.

In the event of the demonstrably intentional sharing of false and/or misleading information (e.g. intentionally false suspicion), Telefónica Deutschland reserves the right to consider disciplinary and/or civil or criminal law steps.

9. What happens once a report has been submitted and how quickly are reports processed?

The individual steps of the whistle-blower procedure are explained in greater detail below. All the reports submitted are carefully examined and processed as part of this procedure. The processing of a report usually involves the steps below.

What happens to my report?



The Telefónica Deutschland whistle-blower procedure for human rights and environment-related risks or violations presented here is derived from the requirements of the German Act on Corporate Due Diligence Obligations in Supply Chains (LkSG). Detailed information regarding this process can be found in the [rules of procedure](#).



¹ Report officers for this procedure and their corresponding reporting channels: ombudsperson and lawyer, Dr Rainer Buchert: www.telefonica.de/ombudsperson, human rights inbox: humanrights-de@telefonica.com

² The report officers are members of the internal Human Rights and Environment Committee.

³ Measures which prevent, mitigate or end a risk or violation

9.1. Confirmation of receipt of a report

You will receive confirmation of receipt of your report within seven days of submitting it. This confirmation of receipt is sent via the same reporting channel used to submit the report. If a confirmation of receipt is not possible in the reporting channel chosen by you (e.g. anonymous post), we cannot normally provide you with a confirmation of receipt.

This does not include customer complaints that evidently have no relation to human rights, the environment or compliance.

9.2. Examination of human rights and environment-related reports

If permitted by the reporting channel chosen by you, the Corporate Responsibility and Sustainability department will send you a (second) confirmation of receipt containing additional information regarding the next steps and the time frame for the procedure as well as regarding your right to protection from discrimination and/or punishment due to this procedure.

Further, the Corporate Responsibility and Sustainability department/the ombudsperson will contact you within 14 days of receipt of your report. In this context, you will be given the opportunity to explain your report and the underlying problem in greater detail. You will also be asked about your expectations regarding potential preventive measures and remedial action. These are measures designed to prevent a risk from occurring or minimise or end an actual violation.

Based on this initial talk, the relevant report officer will perform initial classification of the report.

A reasonable report is then further examined by the Human Rights and Environment Committee. At this stage of the process, your personal details or those of third parties are guaranteed to be anonymised in order to further strengthen protection of the confidentiality of your identity or of third-party identities.

If this analysis indicates that there is an imminent risk, the Human Rights and Environment Committee will immediately take remedial action to prevent or minimise the risk as quickly as possible.

To further process the report, the Human Rights and Environment Committee discusses the matter with the accused and involves relevant contact persons depending on the case, if the situation allows it.

Upon conclusion of its detailed examination, the Human Rights and Environment Committee prepares a detailed, written and criteria-based assessment as to whether your report constitutes a human rights or an environment-related violation or risk. Should there be an actual violation or risk, the Human Rights and Environment Committee contacts the relevant internal department and/or supplier to introduce suitable preventive measures or remedial action. Your expectations are taken into account and incorporated in the definition of these.

The Corporate Responsibility and Sustainability department/the ombudsperson will provide you with regular updates on the status of the procedure.

If a report is groundless, the procedure is terminated by Telefónica Deutschland. A report is groundless if no risk or violation of human rights or environment-related obligations could be identified or the report is in no way linked to Telefónica Deutschland or its business partners. If a procedure is terminated, you will be provided with notification of this, with justification of the termination.

Irrespective of the outcome of the procedure, if permitted by the reporting channel chosen by you, you will receive a questionnaire via which you can describe and rate your experience with the whistle-blower procedure (the questionnaire can also be found in [Annex II](#) of these rules of procedure). The purpose of this questionnaire is to make the whistle-blower procedure more effective, more transparent and more accessible for reporting persons. The information

collected in this way is accordingly used to review the effectiveness of and improve the procedure.

Further, if permitted by the reporting channel chosen by you, you will be contacted by the Corporate Responsibility and Sustainability department again one month after conclusion of the procedure. This is to continue to ensure that you have not experienced any discrimination or punishment due to your report. In addition, the reporting channel will remain open to you in the future should you subsequently be punished or discriminated against due to your report.

9.3. Examination of compliance reports

If you did not submit your report anonymously, you will be contacted by a report officer. In this context, you will be given the opportunity to explain your report and the underlying problem in greater detail.

The Compliance department then coordinates the examination of a reasonable report further. In this procedural step, your personal details or those of third parties are anonymised in order to further strengthen protection of the confidentiality of your identity or of third-party identities. If the situation allows it, the Compliance department discusses the matter with the accused and, if needed, involves its own relevant divisions or suppliers.

Upon conclusion of its detailed examination, the Compliance department prepares a detailed, written and criteria-based assessment as to whether your report constitutes a compliance risk or violation. Should there be an actual violation or risk, the Compliance department contacts the relevant internal department and/or supplier to introduce suitable preventive measures or remedial action.

10. When will I receive information about the result of the procedure?

You will receive information about the result of the procedure within three months of your confirmation of receipt, including, in writing, the reasoning as well as the preventive measures and remedial action either planned or already introduced. If you are not a Telefónica Deutschland employee, this deadline can be increased from three to six months if your report is extensive.

You will also be notified where possible if the procedure was terminated due to your report proving to be groundless.

Notification will only be given if this does not affect internal enquiries or investigations or as long as the rights of persons who are the subject of a report submitted or are mentioned in a report submitted are not impaired.

Telefónica Deutschland cannot notify you of the result of the procedure if contacting you is not possible due to the reporting channel chosen by you.

11. For how long will the information be retained?

In accordance with the applicable regulations, Telefónica Deutschland is obliged to document incoming reports and retain this documentation from the time of its creation. In the case of reports of compliance violations, the documentation is to be erased two years after conclusion of the whistle-blower procedure. The retention period for reports of human rights and environment-related risks or violations is seven years. Stored data is retained in accordance with the applicable data protection regulations.

12. Can a report also be submitted to external reporting bodies?

You also have the option of submitting a report externally to the competent bodies, institutions or other official agencies of the state or federal governments or of the European Union. This concerns the following in particular:

- The central external reporting unit of the Federal Office of Justice (BfJ)
- The [whistle-blower system](#) of the Federal Financial Supervisory Authority (BaFin)
- The [whistle-blower system](#) of the Bundeskartellamt competition authority (BKartA)

13. Review of the effectiveness of the whistle-blower procedure

The procedure described in these rules of procedure is reviewed for its effectiveness annually and on an ad hoc basis. Insights gained during the procedure are incorporated into this review. A check is also regularly performed to determine whether access is sufficiently guaranteed for the groups of persons prioritised in human rights and environment-related risk analysis.

14. Accessibility of these rules of procedure

Telefónica Deutschland is committed to its own employees and other groups potentially affected by its actions being made sufficiently aware of the existence of the whistle-blower procedure. Further, direct Telefónica Deutschland suppliers are obliged pursuant to the Supply Chain Sustainability Policy to also pass this information on to their supply chain to raise awareness of the procedure throughout the supply chain. This should ultimately guarantee that all persons affected by the actions of Telefónica Deutschland and its suppliers can indeed access the whistle-blower procedure.

Annex I

Categories of the whistle-blower procedure

Category	Topic	Background information	Processed by	Relevant reporting channels
Labour disputes	Bullying	Bullying is systematic hostility shown towards, the harassment of and discrimination of workers by other workers or by superiors. This includes all ongoing behaviour which is harmful to the affected person's dignity and which creates a hostile environment by means of intimidation, hostility, humiliation, debasement or abusive language.	Compliance	Ombudsperson: www.telefonica.de/ombudsperson (in German)
	Sexual harassment	All behaviour of an unwelcome sexual nature which demeans, offends or humiliates a person. The behaviour is harmful to collaboration and creates an intimidating, hostile or offensive work environment. While this is usually a pattern of behaviour, it can also be an isolated incident.	Compliance	Ombudsperson: www.telefonica.de/ombudsperson (in German)
	Discrimination and unequal treatment in the workplace	Unequal treatment or arbitrary distinction, for example on the grounds of gender, religion, nationality, ethnic origin, sexual orientation, political conviction, disability, age, language or social background insofar as this is not justified in the employment requirements. Discrimination can also be an isolated incident that affects a person or a group of persons in a similar situation.	Human Rights and Environment Committee	Ombudsperson: www.telefonica.de/ombudsperson (in German) Human rights inbox: humanrights-de@telefonica.com
	Inappropriate behaviour and other conflicts in the workplace	One-time instance or recurring instances of abuse of power by superiors in relation to their subordinates as well as among employees.	Compliance	Ombudsperson: www.telefonica.de/ombudsperson (in German)
Labour conditions and occupational health and safety	Occupational health and safety incl. working hours	One-time or recurring violation of the applicable occupational health and safety regulations if this leads to a risk of workplace accidents and/or work-related health risks (e.g. due to insufficient safety standards, a lack of protective measures, inadequate training and instruction). This also includes violations of the Working Time Act (ArbZG) etc.	Human Rights and Environment Committee	Ombudsperson: www.telefonica.de/ombudsperson (in German) Human rights inbox: humanrights-de@telefonica.com
	Decent wages	Remuneration process errors and the withholding of decent wages (payment of salaries, overtime, bonuses, etc.) not related to incidents of fraud. A decent wage is at least the minimum wage stipulated as per applicable law.	Human Rights and Environment Committee	Ombudsperson: www.telefonica.de/ombudsperson (in German) Human rights inbox: humanrights-de@telefonica.com
	Child labour	Unlawful employment of children under the age at which mandatory schooling ends pursuant to the law of the place of employment, with the employment age not falling below 15 years of age, and unlawful violation of the prohibition of the worst forms of child labour (e.g. slavery, prostitution, pornography, drug dealing) for children under 18 years of age.	Human Rights and Environment Committee	Ombudsperson: www.telefonica.de/ombudsperson (in German) Human rights inbox: humanrights-de@telefonica.com

	Forced labour and slavery	The use of workers for slave-like practices such as slavery, human trafficking, debt bondage, servitude and sex work.	Human Rights and Environment Committee	Ombudsperson: www.telefonica.de/ombudsperson (in German) Human rights inbox: humanrights-de@telefonica.com
	Freedom of association	A situation in which employees are prohibited from forming a coalition and/or joining/establishing a trade union or in which they are unjustifiably discriminated against due to their belonging to a coalition and/or trade union.	Human Rights and Environment Committee	Ombudsperson: www.telefonica.de/ombudsperson (in German) Human rights inbox: humanrights-de@telefonica.com
	Abuse of power by private and public security forces	The contracting or use of private or public security forces for the protection of a business project if these forces abuse a command to respect humane treatment and/or freedom of association due to inadequate instruction from and/or control by the company.	Human Rights and Environment Committee	Ombudsperson: www.telefonica.de/ombudsperson (in German) Human rights inbox: humanrights-de@telefonica.com
Protection of the environment and habitats	Environmental protection (to protect health and life)	The causing of harmful environmental changes such as soil changes, water pollution, air pollution, noise emissions and excessive water consumption.	Human Rights and Environment Committee	Ombudsperson: www.telefonica.de/ombudsperson (in German) Human rights inbox: humanrights-de@telefonica.com
	Other environmental protection topics (to protect the environment and health)	The use of mercury in products and production and the handling of mercury waste in contravention of the Minamata Convention. The use and production of persistent organic pollutants (POPs) and the handling of waste containing POPs in contravention of the Stockholm Convention on Persistent Organic Pollutants. Importing and exporting hazardous waste in contravention of the Basel Convention.	Human Rights and Environment Committee	Ombudsperson: www.telefonica.de/ombudsperson (in German) Human rights inbox: humanrights-de@telefonica.com
	Protection of habitats	Unlawful evictions and the unlawful expropriation of land, forests and waters due to the acquisition, development or other use of land, forests and waters whose use guarantees a person's livelihood.	Human Rights and Environment Committee	Ombudsperson: www.telefonica.de/ombudsperson (in German) Human rights inbox: humanrights-de@telefonica.com
Information security/ data protection	Information security/ data protection	The use of information concerning the company, customers, employees, shareholders or external partners for one's own benefit or for the benefit of third parties. The violation of processes that guarantee the confidentiality, integrity and availability of sensitive company information.	Compliance	Ombudsperson: www.telefonica.de/ombudsperson (in German)
	Conflicts of interest	There is a conflict of interest in situations in which an employee's professional decisions are influenced by a personal or private advantage or interest and this personal advantage or interest is at odds with the interests of the Telefónica Deutschland Group.	Compliance	Ombudsperson: www.telefonica.de/ombudsperson (in German)
	Bribery of officials	Promising, offering, paying for, distributing or approving gifts, invitations or other forms of incentive for an official with the aim of inadmissibly influencing them or of obtaining an unlawful	Compliance	Ombudsperson: www.telefonica.de/ombudsperson (in German)

Actions which are detrimental to integrity or which constitute corporate crime		advantage.		
	Giving bribes in commercial practice	Promising, offering, paying for, distributing or approving gifts, invitations or other forms of incentive for a business partner with the aim of inadmissibly influencing them or of obtaining an unlawful advantage.	Compliance	Ombudsperson: www.telefonica.de/ombudsperson (in German)
	Taking bribes in commercial practice	Employees accepting gifts, invitations or other forms of incentive in return for performing an act which breaches their duty.	Compliance	Ombudsperson: www.telefonica.de/ombudsperson (in German)
	Theft/ misappropriation	The unlawful appropriation of third-party property (e.g. belonging to the company, other employees, business partners).	Compliance	Ombudsperson: www.telefonica.de/ombudsperson (in German)
	Fraud/ embezzlement	Obtaining an unlawful pecuniary benefit by deceiving a third party or damaging the company assets by violating a duty of loyalty and causing financial damage > EUR 50k.	Compliance	Ombudsperson: www.telefonica.de/ombudsperson (in German)
	Internal control system for financial reporting	Accounting irregularities (accounting fraud) in relation to the internal control of financial information.	Compliance	Ombudsperson: www.telefonica.de/ombudsperson (in German)
	Breach of contractual obligations vis-à-vis customers	Breach of the obligations entered into with the customers regarding the contractually agreed services, invoicing, product and service quality, etc. and suspicion of the theft of customer data and/or sensitive company information.	Compliance	Ombudsperson: www.telefonica.de/ombudsperson (in German)
Customer complaints	Discrimination	Discrimination against persons outside of the employment relationship, especially against customers, residents of stores, etc. Unequal treatment or arbitrary differentiation, e.g. on the basis of gender, religion, nationality, ethnic origin, sexual orientation, political opinion, disability, age, language, social origin. Discrimination can also be an isolated event that affects one person or a group of people in a similar situation.	Human Rights and Environment Committee	Ombudsperson: www.telefonica.de/ombudsperson (in German) Human rights inbox: humanrights-de@telefonica.com
Other	Other	All other reports which cannot be assigned to the aforementioned attributes.	N/A; competent department	

Annex II

List of questions for reporting persons

1. Did you find the procedure easy to access and comprehensible?
2. Were you handled confidentially during the procedure and were your problems given an appropriate hearing?
3. Was the problem resolved and were your expectations regarding resolution of the problem realised?
4. Do you wish to make any other comments?