

Whistleblowers policy

Introduction

0.1 This regulation sets forth how an employee of Beter Bed Holding N.V. and its subsidiary companies must approach any suspicion of wrongdoing.

0.2 Suspected wrongdoing is defined as a suspicion, based on reasonable grounds and related to the company, of:

- An (impending) criminal offence.
- An (impending) violation of laws and regulations.
- A (threat of) wilfully providing incorrect information to public bodies.
- A violation of the codes of conduct adopted by the organisation.
- A (threat of) wilfully withholding, destroying or manipulating information in relation to the aforementioned offences.

Procedure

1.1 The employee who suspects wrongdoing must report such suspicion to his or her manager within the company. If the employee prefers not to report the suspicion to his or her manager, he or she can instead report the suspicion to the Chief Executive Officer of Beter Bed Holding N.V. It is also possible to report the suspicion to both the Chief Executive Officer and the manager.

1.2 The report must be submitted in writing and be substantiated. Non-substantiated reports will not be taken into consideration.

1.3 The manager will inform the Chief Executive Officer immediately of any reported suspicion of wrongdoing.

1.4 The company will launch an enquiry in response to a substantiated report.

1.5 The Chief Executive Officer shall inform the employee who suspects wrongdoing in writing of the expected duration of the enquiry.

1.6 Upon completion of the enquiry the Chief Executive Officer shall inform the reporting employee in writing of the findings of the enquiry.

Reporting to the Chairman of the Supervisory Board

2.1 The employee can report the suspicion of wrongdoing directly to the Chairman of the Supervisory Board if:

- He or she does not agree with the conclusions of the investigation as stated in 1.6.
- He or she believes that the term stated in 1.5 is unreasonable.
- The suspicion involves wrongdoing on the part of the company's Statutory Director.
- The suspicion of wrongdoing relates to bookkeeping entries, generalities relating to audit activities or fraudulent actions.
- There is reasonable cause for the employee to fear countermeasures should he or she report the suspicion internally.
- A previous internal report of essentially the same wrongdoing did not result in the eradication of the wrongdoing in question.

2.2 The report to the Chairman of the Supervisory Board must be submitted in writing and be substantiated.

2.3 The Chairman of the Supervisory Board will launch or commission an enquiry in response to the substantiated report.

2.4 The Chairman of the Supervisory Board shall inform the employee who suspects wrongdoing in writing of the expected duration of the investigation.

2.5 Upon completion of the enquiry the Chairman of the Supervisory Board will inform the reporting employee in writing of the findings of the enquiry.

Legal protection

- 3.1 Employees who, in accordance with the provisions set forth in this regulation, report a suspected wrongdoing in good faith, shall not suffer any negative repercussions related to their employment as a result of reporting suspected wrongdoing.
-

This regulation takes effect on 1 March 2005.