

Speak Up Policy



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1. Purpose of the Speak Up Policy

ICON is committed to our core values of Integrity, Collaboration, Agility and Inclusion in everything we do. We are committed to maintaining these values and carrying out the important work that we do honestly and ethically. We expect and require all staff, at whatever level, to maintain high standards in accordance with our Code of Ethical Conduct and supporting policies and SOPs. At ICON, we aim to ensure a Speak Up culture that encourages compliance, openness and accountability without retaliation because it is essential to prevent such situations and properly address them if they occur.

ICON's Speak Up Policy aims to support our culture and values and seeks to encourage the prompt reporting or surfacing of potential, perceived or genuine wrongdoing by:

- a. Encouraging all staff and third parties to Speak Up regarding any suspected wrongdoing as soon as possible, secure in the knowledge that their concerns will be taken seriously, be promptly and appropriately investigated, and that their confidentiality will be respected
- b. Providing guidance as to how and when to raise those concerns, including via ICON's global confidential hotline, Ethics Line
- c. Reassuring staff and third parties that they can raise genuine, good faith concerns without fear of reprisals, even if, after investigation, the potential wrongdoing was found to be unsubstantiated or mistaken

ICON wants to know when anyone believes that a compliance failure has happened or may happen and we consider it critical that such issues are raised in the earliest and most effective manner possible.

2. Responsibilities under the Speak Up Policy

We all share responsibility for Speaking Up regarding potential, perceived or actual wrongdoing, it does not merely form part of any one organisational function. Everyone at ICON must ensure they complete our interactive Ethics and Compliance training and annual refresher courses, in order to better recognise issues and understand how and when they should Speak Up.

The office of ICON's General Counsel (specifically, the Ethics and Compliance team) has day-to-day operational responsibility for the Speak Up Policy and ensures that all staff who may deal with concerns or investigations under this Policy are suitably qualified, impartial and independent. ICON's General Counsel and appropriate members of ICON Senior Management (such as the Heads of HR, Quality Assurance, Finance and Internal Audit) review this Policy regularly from a legal and operational perspective.

ICON's Executive Leadership and Board of Directors understand the importance of, and advocate for, Speaking Up and the use of Ethics Line. Whilst maintaining confidentiality, as required, ICON's General Counsel will report activity falling within the scope of the Speak Up Policy to both ICON's CEO and the ICON Board of Directors.

3. Who may Speak Up

All employees, former employees, officers, consultants, contractors, casual workers, agency workers and all ICON third parties (including business partners, clients and suppliers) are encouraged to Speak Up in line with this policy. This includes third party relationships that have ended or yet to begin where information has been acquired during a recruitment process or other pre-contractual negotiation or during the course of a business relationship that has since been terminated.



4. Ways to Speak Up

ICON encourages you to Speak Up via the channel which you are most comfortable with.

Employees are encouraged to raise any concerns or queries with their People Leader in the first instance. Your People Leader may be able to resolve your concern or query quickly and effectively. In some cases, your People Leader may refer the matter to the appropriate department to assist or advise in relation to the concern.

If you do not feel comfortable speaking up to your People Leader, or if it is not practical, or you have reported to your People Leader but you feel the issue has not been adequately addressed, you may choose to report it through an alternative appropriate reporting avenue.

Alternate appropriate reporting avenues to Speak Up include:

- **The Ethics & Compliance team via the Legal Portal at <https://iconlegal.onit.com/> or Ethics Line:** e.g., for concerns relating to the Code of Ethical Conduct or any of the policies implementing the Code
- **HR:** e.g., for a grievance or employment issue of a personal nature
- **Quality & Compliance:** e.g., for a Potential Quality Issue or GxP Potential Serious Breach
- **The Data Privacy Office:** e.g., for personal information data breach concerns

Whilst you are encouraged to first try to resolve concern through ICON's Speak Up channels, depending on the location and nature of your concern you may also be able to report to external bodies, including authorities detailed within the EU Ethics Line 'FAQs and resources' page or, in respect to any US Federally funded project, to the entities and in the circumstances described in [41 U.S.C. 4712](#).



5. Ethics Line

Ethics Line is ICON's Speak Up global helpline. It is a confidential channel through which you can ask questions and report concerns online, by phone or mobile about ethics, compliance or ICON's Global Code of Ethical Conduct and policies implementing the Code.



Ethics Line

Ethics Line can be accessed via the MyICON homepage, directly at [ICON.ethicspoint.com](#) or via QR Code.

Ethics Line is administered by an independent company, is available 24 hours a day, seven days a week, and can accommodate calls in more than 75 languages. Whether you make the report online, by phone or by mobile (using the QR code), you will be asked the same questions during the intake process. Questions asked during intake should be answered as fully as possible as this will allow us to investigate the matter efficiently and effectively.

We encourage you to provide your personal details and as much relevant information as possible as it will allow ICON to consider and investigate your concern or query more proficiently. However, where allowed by local law, you have the option to remain anonymous. If you do not provide specific information in the report, this may impact ICON's ability to investigate.

All the information relating to your concern or query will be handled confidentially. Any details of your report will only be shared where necessary to progress the investigation on a need-to-know basis.

Reports arising in the EU:

Depending on the location and nature of your concern, you may also report directly to your local entity via [icon.eu.ethicspoint.com](#). If you pursue this channel, your report will be managed via your local ICON entity, but the same principles of confidentiality, impartiality, independence and non-retaliation will equally apply to your report.

6. Issues to Speak Up on

Ethics Line is a channel for you to Speak Up regarding ethical and compliance issues.

The following issues are examples of the types of suspected wrongdoing which may be reported via Ethics Line:

- criminal activity
- failure to comply with any legal or professional obligation or regulatory requirements
- corruption or bribery as described in our Global Anti-Corruption Compliance Policy
- any questionable financial, accounting or auditing matters, including, without limitation, the following:
 - fraud or deliberate error in the preparation, evaluation, review or audit of any financial statement of ICON
 - fraud or deliberate error in the recording and maintaining of financial records of ICON
- deficiencies in or non-compliance with ICON's internal accounting controls
- misrepresentation or false statement to or by a senior officer or accountant regarding a matter contained in the financial records, financial reports or audit reports of ICON; or deviation from full and fair reporting of ICON's financial condition
- breach of Sponsor policies and procedures;
- conduct likely to damage ICON's or ICON clients' reputation
- unauthorised disclosure of confidential information
- failure to adhere to ICON's Global Conflict of Interest Policy
- inappropriate activity in relation to hospitality/gifts/entertainment
- In connection with a government funded study or project:
 - A violation of federal criminal law involving fraud, conflict of interest, bribery or gratuity violations per Title 18 of USC; or
 - A violation of the civil False Claims Act (31 USC 3729-3733)
 - Significant overpayment(s) of any associated contract.
- other non-compliance with ICON's Code of Ethical Conduct, including an allegation of bullying, harassment or discrimination
- danger to health and safety
- damage to the environment
- the deliberate concealment of any of the above matters
- where applicable reporting processes have failed, are not available or you do not feel comfortable reporting via these processes

These examples are not an exhaustive list. Further, certain local requirements may restrict the nature or subjects of concerns that may be raised through Ethics Line. ICON reserves the right to accept only reports which comply with local laws. Further information and direction is available via the Ethics Line homepage.

Ethics Line should not be used for every concern. For example, Ethics Line is not for reporting:

- Any grievance or employment issue of a personal nature, such as working conditions, pay and benefits, promotion or any other issues affecting your employment; in such circumstances, you should refer to ICON's Grievance Policy which can be found on myHR
- Personal disputes
- Events presenting an immediate threat to life or property, as reports submitted to Ethics Line may not receive an immediate response; if you require emergency assistance, please contact your local emergency services or Facilities point of contact
- A Serious Adverse Event arising from a clinical trial which should be reported in accordance with the relevant SAE reporting procedure instructions

If you are unsure whether Ethics Line is the appropriate channel to report a concern, we will always encourage you to report rather than not doing so. We would rather you report a concern that turns out to be unfounded rather than risk failing to address a genuine issue due to uncertainty about whether to Speak Up.

7. No retaliation to speaking up

ICON does not tolerate retaliation against those who Speak Up in good faith in relation to potential, perceived or actual wrongdoing, no matter what channel you use to Speak Up. We seek to provide a safe, healthy and productive workplace for our employees and our business partners who assist us in our business operations.

Retaliation can take many forms, including but not limited to

- dismissal
- threats
- intimidation
- exclusion
- humiliation
- suspension
- demotion
- disciplinary action
- withholding of promotion or training
- reduced compensation
- negative performance assessment
- change in role, duties, location or working conditions.

Retaliation can also be indirect if aimed at the colleagues, family or friends of those who spoke up.

Any act or threat of retaliation against those who Speak Up is considered serious misconduct. If you suspect that you or someone you know has experienced retaliation you should Speak Up and report it via the appropriate channels mentioned above. Any report of retaliation will be thoroughly investigated.

You will be notified of the outcome of your Speak Up report and the actions to be taken insofar as appropriate. For example, confidentiality, privacy or legal privilege may limit the amount of information that can be communicated to you. How long this takes will depend on the complexity of the issues raised in your report and the investigatory steps required.

8. Investigating Speak Up reports

All of ICON's People Leaders are responsible for appropriately dealing with any concerns or queries raised with them in accordance with the Speak Up Policy. If your People Leader cannot resolve your query or concern then they will discuss the available options to you (see above, 4. Ways to Speak Up).

All Speak Up reports to appropriate channels within ICON will be considered thoroughly and appropriate investigation steps will be taken where required.

Ethics Line

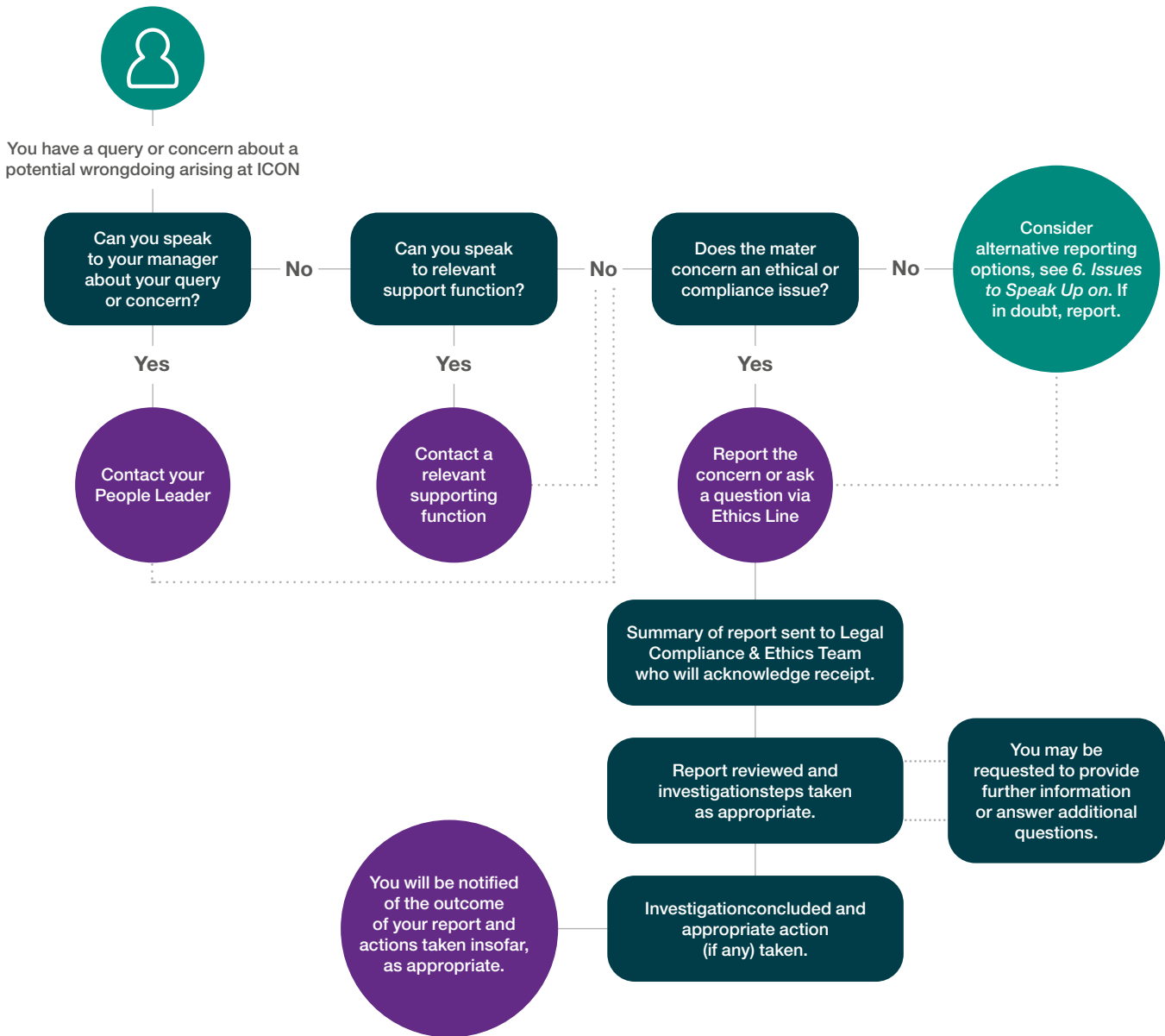
Once you have submitted your Ethics Line report, you will be issued a unique report key and asked to set a password. This will enable you to check for updates on your report, ask questions and provide further relevant information.

A summary of your report will be sent to the Ethics and Compliance team, who will acknowledge receipt of your report within seven days. Your report will then be assigned to an independent and impartial member of the team to review the issues raised. If the issues raised require investigation, a thorough and expeditious investigation will be conducted. You may be contacted with a request for further information or clarifications; this can be done via Ethics Line to ensure your anonymity should you require. To ensure you respond to any follow up questions or request, you should provide an email address to be notified of further communication via Ethics Line. Alternatively, return to Ethics Line (either the website or hotline) periodically after submitting your report using the unique report key and password to check on your report. The first follow up should occur no more than seven days after your original submission.

Every effort will be made to ensure that information regarding your report is kept confidential and communicated on a need-to-know basis only. In some instances, however, this may not be possible because of the demands of conducting a thorough investigation or because of applicable legal requirements.



9. In summary—the Speak Up process



Document history

Effective date	Version	Brief summary of changes
19 December 2016	1.0	New policy
12 March 2018	2.0	Minor update
26 March 2021	3.0	Policy rebranded Speak Up Policy, formatting and language changes to make more reader friendly and informative.
03 January 2023	4.0	Minor update to align with new EU regulatory requirements and definitions and cross references across policies sponsored by Ethics and Compliance Team.
23 August 2024	5.0	Minor update



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