

## RANDSTAD COMPANY INTEGRITY CODE

### 1. Complaint and reporting procedures

Any person may submit in good faith a complaint, report or concern regarding misconduct relating to violations of legal obligations, potential improper management practices, or lack of compliance with internal policies of Randstad Holding nv and/or any Randstad Group Companies (hereafter: "**Company**"), to the management of the Randstad Group Company concerned without retaliation of any kind. Randstad Holding nv and all its Group Companies (hereafter: "**Randstad**"), are committed to achieving and maintaining compliance with all applicable laws and regulations, including but not limited to accounting standards, equal employment opportunity, ethical business dealing as further detailed in our Business Conduct Code.

In most instances, normal (local) management reporting procedures should be followed; the present Complaint and Reporting Procedures are not intended as a means to bypass local management. Rather, these Complaint and Reporting Procedures ensure that there is an effective way to report in case the normal line management route and/or regular (complaint) procedures are likely to be inappropriate or not effective.

In order to facilitate reporting, Randstad has established the following procedures for (a) the receipt, retention and treatment of complaints, reports and concerns regarding misconduct, and (b) the confidential, anonymous submission of complaints, reports and concerns regarding misconduct.

### 2. Scope of Matters covered by Procedures

These Procedures relate to complaints, reports and concerns about possible illegal conduct or other misconduct, including but not limited to:

- fraud or malicious error in the preparation, evaluation, review, communication or audit of any financial statement of (any of) the Randstad Group companies (including discussions in quarterly and annual reports filed with the applicable securities and exchange regulators);
- deficiencies in or non-compliance with:
  - Randstad's internal controls;
  - Randstad's Corporate Governance Guidelines;
  - Randstad's Business Conduct Code;
  - Randstad's Policy on Insider Trading;

- any other relevant code, policy or procedure established by Randstad; and,
- any other relevant law or regulation.

### 3. Receipt of Complaints

#### Local Integrity Officer

Any person with concerns regarding likely misconduct may report their concerns on a confidential or anonymous basis to the Integrity Officer of Randstad in his or her country (hereafter: the "**Local Integrity Officer**"). The function of the Local Integrity Officer can either be held by a Randstad employee or an external person or party, as deemed appropriate by the local or Company managing director.

Any report will be directed to the Local Integrity Officer by making use the third party provider (either by using an independent toll-free integrity line or by using an e-mail service). These procedures and the local telephone number of the Integrity Line and/or e-mail address are posted on the Randstad intranet websites.

The Local Integrity Officer will receive and investigate allegations involving misconduct by people or organizations within the country or Company, except for those directly involving the Top Management of the country and/or Company. Randstad Holding nv itself will also have a Local Integrity Officer for its own employees. Complaints directly involving the Randstad Holding Executive Board or the Supervisory Board will go to the Randstad Holding Local Integrity Officer.

#### Central Integrity Officer

The Central Integrity Officer will receive and investigate allegations involving misconduct by the Top Management of a country and/or Company. All Local Integrity Officers will report periodically to the Central Integrity Officer.

### 4. Treatment of Complaints and Reports

The Third Party Provider will accept and log all calls or e-mails received on the Integrity Line/Mailbox.

Upon receipt of a call or e-mail, the Third Party Provider will notify Randstad's applicable Integrity Officer. The Integrity Officer will, upon receipt:

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- (a) determine whether the complaint pertains to the matters covered by the local management and its procedures, or whether it is a concern to be addressed to the Central Integrity Officer as it relates to the Top Management of the country and/or Company, the Board members, or the Supervisory Board members of the Company concerned; and,
- (b) when possible, acknowledge receipt of the call to the sender.

In the event a call or email concerns a complaint or report that should be submitted through the normal line management route and/or regular (complaint) procedures, the relevant Integrity Officer will refer the sender to this route/procedure.

The Local Integrity Officer will notify the Central Integrity Officer of all calls and e-mails received. If a call or e-mail relates to Local Top Management or Board member or Supervisory Board member of the Company concerned, the Central Integrity Officer will promptly inform the Top Management, the Randstad Holding Executive Board or Supervisory Board members in writing. Alternatively, the Central Integrity Officer has the discretion to involve the Audit Committee as appointed by the Supervisory Board of Randstad Holding nv (the "**Audit Committee**").

Confidentiality with respect to all complaints, reports and concerns will be maintained by the Third Party Provider, the Integrity Officers, Randstad, the Audit Committee and the Supervisory Board members involved to the extent permissible by law, and as far as consistent with the need to conduct an adequate review.

Prompt and appropriate corrective action will be taken when and as warranted in the judgment of the Integrity Officer, local Top Management, the Randstad Holding Executive Board or Supervisory Board members, and/or the Audit Committee, as applicable.

Randstad will not retaliate against anyone as a result of his or her complaint, report or concern pursuant to these procedures. Specifically, this means, Randstad will not discharge, demote, suspend, threaten, harass or in any manner discriminate against any employee in the terms and conditions of employment based upon any lawful actions taken by the employee with respect to good faith reporting of complaints, concerns or other matters regarding Randstad or otherwise. However, involvement of the reporting

person him-/herself in the misconduct may lead to consequences for this person. See also the **"Guidelines regarding the processing of complaints"**.

## **5. Reporting and Retention of Complaints and Investigations**

Each Local Integrity Officer will maintain a log of all calls on the Integrity Line or e-mails, tracking their receipt, investigations and resolutions and will prepare a periodic summary report for the Central Integrity Officer. The Central Integrity Officer will do the same, and report periodically (but at least once every 6 months) to the Executive Board and Supervisory Board of Randstad Holding nv. The Audit Committee will take reasonable steps to ensure the confidentiality of the reports to the extent permissible by law.

Anyone who reports potential misconduct will be promptly notified of Randstad's receipt of the reports and, where appropriate, the resolution of the matter reported.

## **6. Amendments**

The Executive Board of Randstad Holding nv, on their own accord or at the suggestion of the Central Integrity Officer, and after consulting the Audit Committee, may amend these procedures at any time, consistent with requirements of applicable laws, rules and regulations, involving the Randstad European Platform and the relevant Works Councils.

Diemen, Netherlands  
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**Guidelines regarding the processing of complaints under these  
Complaint and Reporting Procedures:**

**a. Communication:** Any person may report in good faith any potential misconduct by Randstad management, officers or directors. Randstad will take appropriate steps to maintain the confidentiality of any such reports to the extent permissible by law.

A person reporting a potential misconduct must respect the confidentiality of sensitive information and should give legitimate organizational structures an opportunity to function. Should a reporting person elect to make a lawful disclosure that violates our rules of confidentiality, the company may thereafter legitimately limit the person in question's access to further information about the case.

**b. Protection from retaliation:** Randstad will not retaliate for reporting any misconduct. Any perceived retaliation should be promptly reported to the relevant HR-department or the appropriate Integrity Officer. The reporting persons have a responsibility to raise their concerns honorably and with proper foundation. Employees of Randstad reporting misconduct externally without first making use of this procedure may violate their contractual confidentiality obligations. Violation of these confidentiality obligations may result in sanctions, either financial or with respect to the employment agreement.

**c. Fair procedures:** Randstad will provide and apply fair and objective procedures for examining and resolving complaints, disputes, and allegations of misconduct.

**d. Procedures free from partiality:** In all aspects of investigating and responding to complaints and concerns, Randstad will adhere to procedures that are not tainted by partiality arising from personal or institutional conflict of interest or other potential sources of bias.

**e. Information:** Randstad will elicit and evaluate fully and objectively information about all reported concerns. Persons reporting (potential) misconduct may have unique knowledge needed to evaluate thoroughly responses from those whose actions are questioned. Consequently, a competent investigation may involve a procedure where the reporting person

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is given one or more opportunities to comment on the accuracy and completeness of information relevant to their concerns.

**f. Timely processes:** Randstad will handle all cases involving alleged misconduct in an expeditious manner.