

SPECIFIC INSTANCE

CONCERNING ARCELORMITTAL ZENICA D.O.O. AND ARCELORMITTAL S.A.

03/12/2025, LUXEMBOURG

The objective of the initial assessment process under the Implementation Procedures is to determine whether the issues raised in the specific instance warrant further examination. If so, the NCP will offer or facilitate access to consensual and non-adversarial procedures, such as dialogue, mediation or conciliation (e.g. 'good offices') to the relevant parties.

The NCP has at this stage made no determination as to whether the company has acted consistently with the OECD Guidelines. As specific instances are not legal cases and NCPs are not judicial bodies, NCPs cannot impose sanctions, directly provide compensation or compel parties to participate in a conciliation or mediation process.

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SUMMARY

On 28 March 2025, the Luxembourg National Contact Point (the "NCP") received a submission from an individual based in Bosnia and Herzegovina (the Complainant) concerning ArcelorMittal Zenica d.o.o., a limited

liability company incorporated in Bosnia and Herzegovina, and its parent company, ArcelorMittal S.A., headquartered in Luxembourg (together, “the Company”).

The complaint relates to an employment dispute arising from the Complainant’s dismissal from ArcelorMittal Zenica in April 2023, which he alleges constituted retaliation for internal reports of accounting irregularities. He further alleges that ArcelorMittal S.A. failed to ensure adequate whistleblower protection, transparency, and corporate governance under the OECD Guidelines, and seeks mediation and recommendations to improve internal compliance mechanisms, as well as personal financial compensation amounting to EUR 8 077 500.

The NCP assessed the submission and the documentation provided by both parties in accordance with the initial assessment criteria set out in the Procedures of the OECD Guidelines and in its own Rules of Procedure.

Based on this review, the NCP concludes that the issues presented are neither material nor substantiated within the meaning of the Guidelines and that further examination would not contribute to the purposes or effectiveness of the OECD Guidelines.

The draft Assessment was shared with both parties on 5 November 2025, allowing an opportunity for comments. The final decision was issued on 3 December 2025 and transmitted to the OECD Secretariat and published on the NCP website

SUBSTANCE OF THE SUBMISSION

The complaint was submitted by an individual based in Bosnia and Herzegovina, (hereinafter “the Complainant”), against ArcelorMittal Zenica d.o.o., a limited liability company incorporated in Bosnia and Herzegovina, and its parent company, ArcelorMittal S.A., headquartered in Luxembourg (hereinafter jointly “the Company”).

POSITION OF THE COMPLAINANT AND REMEDIES SOUGHT

According to the Complainant, during the second half of 2022, while serving as Head of Accounting at ArcelorMittal Zenica d.o.o., he identified discrepancies in VAT reporting and alleges that certain senior managers pressured him to alter accounting records to conceal stock imbalances. After raising these concerns internally, he states that his working environment deteriorated and that his employment was terminated on 20 April 2023 in retaliation. He asserts that the dismissal reflects a broader pattern of retaliation against employees who raise compliance concerns.

The Complainant challenged his dismissal before the Municipal Court of Zenica. By judgment of 7 February 2025, the court annulled the suspension and dismissal decisions, finding that the disciplinary procedure had not been conducted in accordance with domestic labor law. The court ordered his reinstatement, compensation for lost wages and pension contributions, and a limited amount of non-pecuniary damages for emotional distress, while rejecting the remainder of his financial claims. Both parties appealed. The Cantonal Court of Zenica, by judgment of 8 April 2025, rejected the appeals and confirmed the first-instance ruling. The reasoning of both judgments is confined to matters of domestic labor law and procedural irregularities in the dismissal process.

In parallel, the Complainant submitted complaints to ArcelorMittal S.A. and to national and European authorities. He maintains that the ArcelorMittal Group exercises oversight and control over its Zenica

subsidiary and bears responsibility for group-wide compliance and whistleblower protection mechanisms. On 28 March 2025, he filed the present submission with the Luxembourg NCP.

In his submission, the Complainant alleges that ArcelorMittal Zenica d.o.o. and the ArcelorMittal S.A. failed to observe the OECD Guidelines. He refers to Chapters II, III, IV, VI, VII and XI of the Guidelines. He asserts that the alleged conduct breaches the Guidelines' recommendations on responsible management systems, transparency, protection of whistleblowers, and ethical business practices. From his further descriptions, his allegations appear to relate to corporate governance, transparency, whistleblower protection, and taxation. More specifically, he claims that ArcelorMittal did not provide adequate protection to employees who report alleged internal irregularities, that its internal compliance review was incomplete and lacked independence, and that his data-protection requests were not properly handled.

The complaint asks the NCP to:

- Initiate a review of ArcelorMittal Zenica's compliance with the OECD Guidelines on responsible business conduct;
- Facilitate mediation to address his formal compensation claim (€ 8 077 500 / 15 760 000 KM); and
- Recommend measures to strengthen whistleblower protection and prevent future corporate misconduct.

POSITION OF THE ENTERPRISE

On 28 April 2025, ArcelorMittal S.A. informed the NCP that it had engaged external counsel in Bosnia and Herzegovina to conduct an internal review concerning the handling of the Complainant's 2022 reports and subsequent dismissal. The Company requested additional time to complete this review and access to the documents submitted to the NCP by the complainant to prepare its response. It stated that progress in the review had been limited because the Complainant made his participation conditional on certain procedural assurances.

On 16 May 2025, the Company submitted an "Interim Legal Report Summary" outlining its position. According to that summary:

- The Complainant alleged in November 2022 that he was pressured by the CEO and Cost Controller of ArcelorMittal Zenica to manipulate the September 2022 VAT return to conceal material shortages of approximately €8 million and reduce VAT liability by €1.2 million.
- Internal inquiries in 2023, including a forensic review, identified process weaknesses in physical stocktaking, and an HR assessment considered the Complainant's behaviour, including refusal of instructions and public dissent, unsustainable.
- Disciplinary action followed, and the Complainant's employment was terminated on 20 April 2023 for insubordination.
- In the civil proceedings brought in July 2023, the courts ruled in the Complainant's favour (annulment of dismissal, reinstatement, and compensation). The Company stated that on 23 April 2025 the Complainant declined reinstatement and sought compensation only, and that on 25 April 2025 ArcelorMittal Zenica complied with the court-ordered payments.

- The Company stated that the Complainant lodged further claims (including a February 2025 claim seeking €8.08 million in damages and a March 2025 criminal complaint against several ArcelorMittal executives). The Company also stated that a criminal complaint was filed by ArcelorMittal Zenica alleging false testimony by the Complainant in January 2025.
- Regarding the ongoing internal review, the Company reported that a mandate had been issued on 14 February 2025 and the review began on 18 March 2025. It attempted an interview with the Complainant on 26 March 2025, but he declined to participate without prior assurances. Documentation from ArcelorMittal Zenica's HR department was received in April and May 2025, and review of these materials was continuing.

At this stage, the NCP's role is limited to determining whether the issues raised merit further examination under the OECD Guidelines. The information above reflects the positions of the parties as submitted and considered by the NCP as part of its overall assessment and does not constitute a finding on the merits of the claims.

PROCEDURAL HISTORY AND PARALLEL PROCEEDINGS

STEPS TAKEN BY THE NCP

The NCP received the complaint on 28 March 2025 and acknowledged its receipt on 31 March 2025, requesting the Complainant to fill out the NCP complaint form.

On the same day, 31 March 2025, the Complainant returned the completed form together with a four-page document entitled "Summary of the Case". This document outlined his employment background, the alleged irregularities in VAT reporting, the subsequent disciplinary measures, the complaint he had submitted to ArcelorMittal S.A., and the domestic court proceedings he had initiated. In the complaint form, he also indicated that he had contacted several EU regulatory bodies as well as other NCPs. When asked to clarify, he confirmed that he only contacted the Luxembourg NCP.

On 1 April 2025, the NCP requested additional information regarding the regulatory and judicial authorities the Complainant had contacted, as well as clarification of the domestic proceedings referred to in his submission. The NCP also proposed an online meeting to explain the NCP process and address any questions.

Ahead of the meeting, on 6 April 2025, the Complainant submitted 36 documents, some of which were duplicates within the batch. These included court rulings, VAT filings, internal correspondence, and summaries he prepared as well as personal statements. In the following days, he continued to transmit additional material, including a neuro-psychiatric expert report, further correspondence with authorities, and a copy of a criminal complaint filed against him.

The online meeting with the Complainant took place on 7 April 2025, during which the NCP outlined the procedural steps and explained the voluntary and non-judicial nature of the process.

The NCP informed the Company of the complaint on 11 April 2025. On 28 April 2025, the Company responded, confirming that it had engaged an external law firm in Bosnia and Herzegovina to conduct a review of the allegations. The Company stated that, while initial steps had been taken, progress was limited due to the Complainant's conditional participation and his requests for compensation and requested an extension of

several weeks to complete its review. It also sought access to the documentation submitted to the NCP in order to prepare a comprehensive reply.

Following this request, the NCP sought the Complainant's consent to share his submission with the Company. The Complainant agreed that his medical reports should remain confidential but authorized the sharing of the remaining materials. The NCP confirmed this arrangement in writing and, on 30 April 2025, forwarded the complaint and accompanying documents to ArcelorMittal S.A., inviting the Company to review the materials and provide its observations within four weeks.

On 16 May 2025, the Company submitted a document entitled "Interim Legal Report Summary" (as also outlined in the previous section). This summary presented the Company's understanding of the facts, including the Complainant's allegations of pressure to alter VAT declarations, the disciplinary action for insubordination that led to his dismissal, the outcome of domestic court proceedings, and the steps taken within an internal compliance review conducted by external counsel.

The NCP forwarded this summary to the Complainant on 5 June 2025. On 9 June 2025, the Complainant sent a detailed written reply disputing the contents of the summary and urging the NCP to proceed with its Initial Assessment.

Between June and August 2025, further correspondence was exchanged to clarify procedural aspects, including confidentiality, handling of personal data, and the indicative timeline of the assessment. On 1 September 2025, the NCP informed the complainant that it aimed to finalize its Initial Assessment by late October or early November 2025, with a draft to be shared for comment prior to publication.

PARALLEL PROCEEDINGS RELEVANT TO THE COMPLAINT

The Complainant initiated legal proceedings before the Municipal Court of Zenica, challenging the lawfulness of his dismissal from ArcelorMittal Zenica d.o.o. By judgment of 7 February 2025, the court annulled ArcelorMittal Zenica's dismissal decision on procedural grounds and ordered his reinstatement, payment of lost wages and pension contributions, and limited non-pecuniary damages for distress. Both parties appealed, and by judgment of 8 April 2025, the Cantonal Court of Zenica confirmed the first-instance decision.

In his correspondence with the NCP dated 29 April 2025, the Complainant informed the NCP that ArcelorMittal Zenica had sent him a formal letter requesting his bank details to transfer the awarded compensation and inviting him to attend the company's offices to reinstate his employment. In the same message, he stated that he had "only partially received the amounts due", specifying that payments covered "principal sums and legal interest," but not, according to him, "pension contributions, damages beyond awarded lost wages, including non-material damages, and compensation for the broader loss of professional opportunities". He further wrote that he had "submitted a Formal Declaration under Article 106(2)(b) of the Labour Law of the Federation of Bosnia and Herzegovina, explicitly stating [his] choice to receive monetary compensation in lieu of reinstatement".

Separately, and outside the NCP process, the Complainant sent an email to ArcelorMittal S.A. on 15 April 2025 entitled "Formal Demand for Immediate Compliance with Whistleblower Protections, Data Subject Access Obligations, and Compensation Claims". This correspondence set out allegations concerning whistleblower protection, data-access obligations under the GDPR, and the Company's internal compliance review. In the same message, the Complainant demanded payment of EUR 8 077 500 (15 760 000 KM) as compensation and

set a deadline of 20 April 2025 for resolution, indicating that, failing compliance, he would escalate the matter to various European and international authorities.

During the same period, the Complainant also submitted or announced complaints to a number of other authorities, including the Commission de Surveillance du Secteur Financier (CSSF), Luxembourg Whistleblowing office, the European Public Prosecutor's Office (EPPO), the European Commission (DG FISMA), the European Labour Authority, the European Ombudsman, and, in Bosnia and Herzegovina, the Federal Labour Inspectorate, the Tax Administration of Zenica, and the State and Cantonal Prosecutors' Offices. Correspondence available to the NCP indicates that these institutions either acknowledged receipt of his communications or replied that the matters raised did not fall within their competence.

The NCP notes that the indicative three-month timeline for completing the initial assessment could not be met owing to the successive submissions received during the review process, which required additional time for clarification and analysis.

ASSESSMENT BY THE NCP

The purpose of the initial assessment is to determine whether the issues raised merit further examination. In this respect, **NCPs are called on to determine whether the issues are “bona fide,” meaning real or authentic, and relevant to the implementation of the Guidelines, meaning within their scope.** This is a plausibility standard. The NCP does not assess the facts or the merits of the claims. It instead considers whether the information provided plausibly connects the issues raised to specific chapters and expectations of the Guidelines and whether further examination could contribute to the purposes and effectiveness of the Guidelines.

The NCP conducted its initial assessment in accordance with paragraph 33 of the Commentaries on the Procedures of the OECD Guidelines and its own Rules of Procedure.

In conducting this assessment, the NCP reviewed the documentation and correspondence submitted by both parties. This included, illustratively but not exhaustively: (i) internal accounting and VAT materials for 2022, including the original and amended VAT returns and related inventory postings; (ii) internal email correspondence on year-end accounting treatment and inventory differences; (iii) whistleblowing reports and follow-up communications submitted through the company's internal reporting channels in December 2022 and January 2023; (iv) the judgments of the Municipal Court of Zenica dated 7 February 2025 and the Cantonal Court of Zenica dated 8 April 2025; and (v) correspondence with external bodies referred to by the Complainant; and (vi) the “Interim Legal Report Summary” submitted by the Company in response to the complaint.

WHETHER THE ISSUES ARE MATERIAL AND SUBSTANTIATED

The NCP interprets “material and substantiated” to mean that, based on the information provided, the issues are plausibly connected to the application of the OECD Guidelines and supported by sufficient and credible information to warrant further examination.

In the present case, the Complainant has not clearly articulated specific provisions or expectations of the OECD Guidelines he seeks to address with the Company. As a result, the NCP was unable to establish the scope and relevance of the claims. In his submission, the Complainant refers broadly to several chapters of the

Guidelines. In the complaint form, he lists Chapters II, III, IV, VI, and XI; however, the chapter numbers and titles he attributes to these sections do not correspond to those in the official text (for example, Chapter VI is identified as Taxation and Chapter XI as Anti-Competitive Business Practices). The accompanying “Comparative Matrix of OECD Guideline Violations and Exact Material Evidence” contains general statements rather than specific references to provisions of the Guidelines. According to the NCP, this inconsistency indicates that the submission does not demonstrate a substantiated or plausible link between the allegations and the expectations set out in the Guidelines.

Regarding substance, the submission arises from an employment dispute adjudicated by competent domestic courts. The court judgments addressed the lawfulness of the Complainant’s suspension and dismissal under domestic labor law and the related remedies. In his submission to the NCP, the Complainant also refers to broader matters such as whistle-blower protection, disclosure, and taxation, which he associates with the company’s governance practices. Although these points were not substantiated in a manner establishing a plausible connection to the OECD Guidelines, the NCP nonetheless reviewed the relevant materials in relation to the chapters most pertinent to such matters, namely General Policies, Disclosure, Employment and Industrial Relations, and Taxation.

The NCP reviewed the submitted documentation relating to VAT adjustments and related accounting records concerning ArcelorMittal Zenica. While the Complainant asserts that these reflect irregularities, the NCP notes that the court-appointed economic expert in the domestic proceedings reviewed the relevant accounting and VAT documentation and found that the discrepancies resulted from differing interpretations of accounting procedures, subsequently corrected following inspection by the Indirect Taxation Authority. The expert report confirms that the adjustments were made and does not indicate deliberate misconduct or systemic shortcomings. Consequently, the NCP considers that the documentation does not establish a plausible basis for examining issues of tax compliance or disclosure under the Guidelines.

The NCP also considered the Complainant’s references to internal reporting and alleged retaliation. Regarding whistle-blower protection, the Company stated that it had commissioned an internal compliance review through external counsel to examine the concerns raised by the Complainant through internal channels. The review remained at a preliminary stage because the Complainant made his participation conditional on procedural and other assurances that were not fulfilled.

In subsequent correspondence, the Complainant wrote to the Company on 1 April 2025 that, given the court ruling, any internal review would serve only as a “delay tactic” and that his compensation claim should be resolved without further review. In the same message, he added:

My compensation claim must be resolved independently of any compliance check. I will not participate in any internal review that does not address my financial and professional damages. [...] I expect a formal resolution regarding my compensation claim no later than 04.04.2025. Failure to provide a resolution will result in immediate escalation to: OECD National Contact Points (formal complaint already filed); the European Commission (DG JUST); the European Public Prosecutor’s Office (EPPO); and the European Anti-Fraud Office (OLAF).

The NCP further examined whether the Complainant’s dismissal could plausibly constitute retaliation for internal reporting. Both the first-instance and appellate judgments in Bosnia and Herzegovina were reviewed in this context. The Municipal Court of Zenica noted that the Complainant had reported internal concerns but

annulled the dismissal solely on procedural grounds under labor law, without qualifying the termination as retaliatory or addressing whistle-blower protection. The Cantonal Court of Zenica upheld that judgment in full and did not examine the alleged motive for dismissal. Based on the available information, the NCP considers that the allegation of retaliation was not substantiated. The NCP did not identify, in the material reviewed, any elements that would suggest a plausible basis for further examination of this point under the Guidelines.

A substantial portion of the correspondence, both with the NCP and in parallel exchanges with the Company, concerns compensation claims. The Complainant pursued two distinct forms of financial redress. The first concerns compensation awarded by domestic courts in Bosnia and Herzegovina in relation to his dismissal; the Company stated that it has executed this judgment in full, while the Complainant maintains that payment was only partial. The second is a separate written request, dated 15 April 2025, addressed to the parent entity in Luxembourg seeking a payment of EUR 8,077,500, presented as a proposed settlement and indicating that the matter would be escalated to other bodies if not satisfied. The NCP considers that this latter correspondence concerns a monetary compensation claim rather than issues related to the implementation of the Guidelines.

The Complainant submitted a considerable number of documents, including summaries he prepared, tables, correspondence, expert opinions, and filings before various authorities. The documentation includes extensive materials, some of which reiterate matters already considered in domestic proceedings or relate to the Complainant's ongoing correspondence with various authorities. The primary documentation concerning VAT and accounting matters is described above.

In view of the information reviewed, the NCP concludes that the issues, as presented, are neither material nor substantiated. While some themes raised could, in principle, relate to areas covered by the OECD Guidelines, they have not been substantiated in a manner that would justify further examination by the NCP.

The NCP further notes that referring to the NCP process alongside other fora as a potential avenue for escalation or copying the NCP into bilateral exchanges with the Company outside the specific instance procedure, runs counter to the constructive engagement expected under the Procedures of the OECD Guidelines.

WHETHER THE EXAMINATION OF THE ISSUE WOULD CONTRIBUTE TO THE PURPOSES AND EFFECTIVENESS OF THE GUIDELINES

The purpose of the Guidelines is to encourage the positive contributions enterprises can make to economic, environmental, and social progress, and to minimize adverse impacts on matters covered by the Guidelines that may be associated with an enterprise's operations, products, and services. With respect to their effectiveness, the Guidelines provide that "[a]dhering countries shall set up National Contact Points to further the effectiveness of the Guidelines by [...] contributing to the resolution of issues that arise relating to the implementation of the Guidelines in specific instances [...]".

The NCP considered whether offering its good offices, such as facilitating dialogue between the parties, discussing the expectations of the Guidelines with the enterprise, or issuing recommendations could contribute to resolving the issues raised and to the purposes and effectiveness of the Guidelines. **The NCP observes that the core issue raised in the submission concerned the Complainant's dismissal, which was considered and addressed through domestic judicial proceedings that annulled the dismissal, ordered reinstatement with full employment rights, and awarded financial compensation. The Complainant chose**

not to pursue reinstatement following the court's decision. In view of this context and the NCP's assessment in the preceding section, the NCP considers that offering its good offices would not contribute to the purposes and effectiveness of the Guidelines.

CONCLUSION

The NCP concludes that the submission does not merit further examination, as the issues raised are neither material nor substantiated. The NCP further considers that offering its good offices would not contribute to the purposes or effectiveness of the OECD Guidelines.

NEXT STEPS

This Assessment concludes the process under the OECD Guidelines. The NCP will inform the OECD Secretariat of its decision, and this statement will be published on the NCP's website and recorded in the OECD Database of Specific Instances.