



POWER INTERNATIONAL
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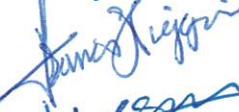
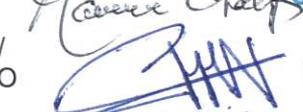
WHISTLEBLOWER POLICY

GROUP RISK & INTERNAL AUDIT DEPARTMENT

POL REF: PIH-POL-RIA-1003 Version 02

Document Review & Approvals:

The signatures below certify that this policy has been reviewed and accepted and demonstrates that the signatories are aware of all the requirements contained herein and are committed to ensuring their provision.

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Amendment Record:

This policy is reviewed to ensure its continuing relevance to the systems and process that it describes. A record of contextual additions or omissions is given below:

Section/ Page No.	Context	Issue	Date
N/A	First Issuance	00	05.01.20
Periodic Review	Updated based on internal review and recommendations	01	16.12.20
Sec 2 / page 4 Sec 3 / page 4 Sec 4 / Page 4 Sec 6 / page 5 Sec 9 / page 6 Sec 10 / page 6 Sec 13.1 / page 7 Sec 14 / page 8 Sec 15 / page 9	<i>Purpose of Policy added</i> <i>Accessibility of Policy added</i> <i>Third Parties, Consultants Sub-contractors and Suppliers added</i> <i>Whistleblowing protection and Support added</i> <i>Fair Treatment added</i> <i>Untrue Allegations amended</i> <i>Preliminary inquiry over complaints added</i> <i>Process map amended</i> <i>Q&A added</i>	02	04.04.2022

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1. Introduction:

Power International Holding thereafter “PIH” or “the Company” and its subsidiary and affiliate companies are committed to a “Zero Tolerance” approach to any malpractices or fraudulent acts committed and intends to maintain high standards of corporate behaviour towards employees, customers, suppliers, consumers, governments and the communities in which we operate. As part of this commitment, this Whistleblower policy provides a mechanism to enable employees and external stakeholders to voice their concerns in a responsible and effective manner.

The management will treat all such disclosures in an appropriate and sensitive manner. It should be emphasized that this policy is designed to assist individuals who believe that they have discovered malpractice or impropriety. It is not designed to question financial or business decisions or to cover employee grievances, which should be dealt with in accordance with the Company’s Code of Conduct and/or Escalation Policy.

2. Purpose:

The policy aims to:

- *Identify and respond to concerns and foster a culture of continuous improvement.*
- *Encourage the reporting of suspected or actual wrongdoing, misconduct, or an improper situation within PIH or by those that PIH has relationships with.*
- *Assist PIH in identifying the risk of, or any instances of breaches of Law, Regulations and Company Code of Conduct, Policies and Procedures.*
- *Protect the whistleblower (internal and external) from any retaliation that may arise as a result of reporting suspected or actual wrongdoing.*

This policy sets out the procedures and avenues available to a whistleblower reporting to PIH. This Policy also provides information about PIH approach to handling whistleblowing. Whistleblowers should speak up and raise their concerns via specified channels mentioned in paragraph 7 and 11.

2.1 Distinction between raising a Concern/Grievance and Whistleblowing:

Not all the issues / concerns raised by individuals can be qualified for whistleblowing. The issues / concerns, which are qualified to be raised through whistleblowing are identified under ‘Section 4. Scope of the Policy’.

Accordingly, all the general concerns/grievances will be raised through PIH Escalation Policy (PIH-POL-SPCS-1007 and its amendments thereafter). This Escalation policy provides guidelines for drawing attention to ‘Unresolved Issues’, the general issues falling under HR, compliance and legal etc.

3. Availability and Accessibility of Policy:

This Policy is available to all PIH stakeholders including the company’s personnel working at Groups, Clusters and Business Units internally and externally to all Third parties, Consultants, Sub-Contractors, customers, clients and suppliers on the website.

This Policy is accessible

Internally, this policy will be communicated to all personnel as follows:

- *Maloma*
- *Induction Programs*

Externally, this policy will be available on the company’s website (www.powerholding-intl.com)

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4. **Scope of Policy:**

The policy is designed to enable all stakeholders including the company's existing and separated employees, as well as **third Parties, clients, Consultants, Subcontractors and suppliers, to raise concerns and** disclose information which is believed to exhibit instances of malpractice or impropriety within the company. These concerns could include but are not limited to:

- Financial malpractice or impropriety or fraud
- Failure to comply with legal obligations
- Dangers to health and safety or the environment
- Criminal activity
- Improper conduct or unethical behavior
- Significant breaches of the internal controls set by the management
- Attempts to conceal any of the above once they have occurred
- **Retaliation for whistleblowing**
- **Breaches of the provisions outlined in PIH Code of Conduct**
- **Potential or actual serious human rights violations**
- **Deliberate concealment of any of the above**

5. **Objectives:**

The objectives of this policy are to establish guidelines and procedures for:

- The submission of concerns regarding questionable matters by PIH stakeholders on a confidential and anonymous basis.
- The protection of the whistleblower from retaliatory actions.

6. **Whistleblowing Protection and Support:**

PIH encourages openness and will support individuals who report under this policy, regardless of the outcome of the matter raised. PIH does not tolerate any form of retaliation or adverse action resulting from a whistleblowing disclosure. Anyone found doing so, will be subject to disciplinary action.

If a concern is reported, PIH will act in a manner consistent with the protections available under this Policy for a specific reported case, and will not:

- **Subject the whistleblower to any civil, criminal or administrative liability (including disciplinary action) for whistleblowing.**
- **Cause any detriment to the whistleblower or threaten to cause any detriment to the whistleblower based on the complaint.**

7. **Confidentiality:**

- This policy is designed to give PIH stakeholders confidence that genuine concerns will be treated seriously and that they will suffer no intimidation as a result of raising genuine concerns.
- The Company recognizes that individuals in these circumstances may not always feel comfortable raising the issue either with their direct line manager or anyone else within the Company. Therefore, in order to support individuals who nonetheless wish to voice concerns, the Company has set up an exclusive email address i.e. letstalk@powerholding-intl.com, where any issues/concerns can be disclosed and shared. The Company encourages individuals to put their name to any disclosures they make. Concerns expressed anonymously are much less powerful, but they will be considered at the discretion of the Company. However, the party handling this email account will not disclose the identity of the whistleblower unless they have consented for this to be done.

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- The only exception to this confidential approach relates to instances where the Company is under a legal obligation to disclose information to public authorities, for instance in the case of certain very serious types of criminal conduct. If the individual does decide to disclose his or her identity to senior Group management, either directly or through the email, and makes an allegation in good faith which is not confirmed by subsequent events, no action will be taken against this individual and their identity will remain confidential.

In making a disclosure, however, the individual should exercise due care to ensure the accuracy of the information disclosed.

8. Whistleblower Rights:

The company will take the necessary steps to ensure that an individual has the right to report any malpractice or impropriety without being penalized by his/her peers or superiors. The Company will also ensure that an individual will not suffer victimization as a result of voicing concerns on such matters.

9. Fair Treatment of the individuals mentioned in Disclosure:

The investigation process outlined in this Policy is also designed to allow fair treatment of any individuals mentioned in the disclosure, including:

- *Disclosures will be handled confidentially.*
- *Matters reported will be assessed for admissibility and may be subject to an investigation thereafter.*
- *There will be a presumption of innocence until the outcome of the investigation is determined.*
- *The purpose of the investigation is to determine whether there is enough evidence to substantiate the matters reported.*

10. Untrue Allegations:

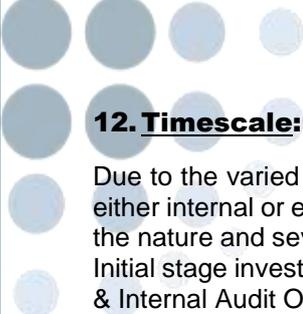
If an individual knowingly makes malicious or untrue allegations and particularly if he or she persists in repeatedly making them on an ongoing basis, this will be treated as a breach of PIH Code of Conduct **which could lead to disciplinary action.**

When making a disclosure, it is expected to have reasonable grounds to suspect the information being disclosed is true, but it will not be subject to a penalty if the information turns out to be incorrect.

11. Procedures for Making a Disclosure:

- The Company would always encourage employees to raise concerns internally in the first instance with their direct line manager or, in the event that this is inappropriate, another senior person in the business as per the Escalation Policy.
- If having disclosed the concern internally, the individual raising the concern is not satisfied by the response (or lack of response), and it is believed to be inappropriate to refer the matter to any one of the people referred to above, contact should be made either with the senior management directly or through a confidential email address.
- All emails sent to letstalk@powerholding-intl.com, will only be accessed exclusively by the Audit Committee Chairman and the Company's Group Chief Risk & Internal Audit Officer.
- A decision will then be made in consultation with the relevant authority levels based on the parties involved in the situation as to whether to proceed with a full investigation and how to conduct such investigation with the support of legal team and external resources.
- If an allegation / concern is found to be well-founded, the management will take appropriate action to both correct the issue and (so far as practical) prevent it from happening again.

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12. Timescale:

Due to the varied nature of issues which may be raised it is not possible to lay down precise timescales for either internal or external investigations. An investigation will be undertaken as quickly as possible in line with the nature and severity of the allegation / concern without affecting the quality and depth of the investigation. Initial stage investigations will seek to conclude their enquiries and provide feedback by the Group Chief Risk & Internal Audit Officer within a reasonable time.

13. Investigating Procedures:

13.1 Preliminary Inquiry over Complaints:

A preliminary analysis and enquiry of the complaints will be performed to gather more information. The whistleblower may be asked to provide more evidence/documents and information.

The objective of the preliminary enquiry is to decide whether the complaint is admissible and remit further investigation, or it should be dropped.

If the complaint is admissible, based on the available information, only then a formal investigation will commence.

Otherwise, the whistleblower will be encouraged to raise his concern through Escalation Channels of 'Unresolved Issues', explained in 'Section 2 – Purpose' of this Policy.

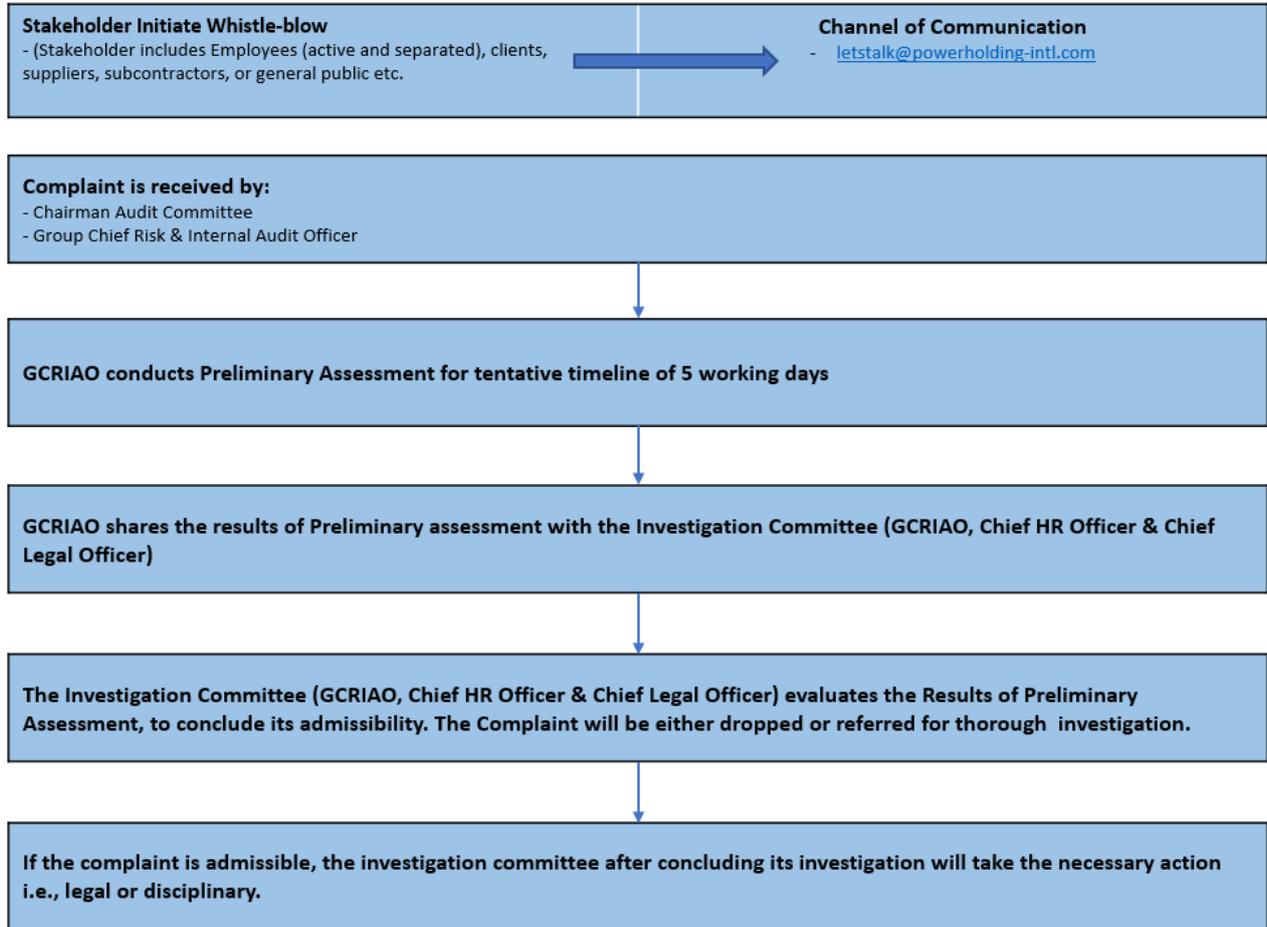
13.2 Investigation:

Provided there is enough evidence to support the allegation / concern, a formal investigation will be conducted with the objective of establishing whether any malpractice has occurred. The format of the investigation will vary depending on the circumstances. The investigation may need to be carried out by a committee formed by at least three senior officers namely the Chief of Risk & IA, Chief HR and Chief Legal Officers and should be carried out under strict terms of confidentiality i.e. not informing the subject of the complaint until (or if) it becomes necessary to do so, for example as in the case of suspected fraud.

The Board of Directors appreciates the concern shown by individuals in reporting suspected wrongdoing and makes a clear commitment that no employee making a genuine allegation will suffer as a consequence of bringing to their attention or that of senior management a breach or suspected breach of any matters covered by this policy.

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14. Process Flow Chart:



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15. Q&A:

a. Who is eligible to whistle-blow?

All stakeholders are eligible to raise a concern. These stakeholders include, at minimum, company personnel, active and separated, suppliers, subcontractors, and clients, among others.

b. How can I raise a concern (whistle blow)?

Through multiple channels, including:

- Speak to your line manager
 - Email: [letstalk@ powerholding-intl.com](mailto:letstalk@powerholding-intl.com)
-

c. Shall every concern / grievance /complaint / issue be raised through a whistleblowing channel?

No, because not all the issues / concerns raised can be qualified for whistleblowing. The issues / concerns, which are qualified to be raised through the whistleblowing channel are identified under 'Section 4. Scope of the Policy'.

Alternatively, all general concerns/grievances should be raised through PIH Escalation Policy (PIH-POL-SPCS-1007 and its amendments). This Escalation policy provides guidelines for drawing attention to 'Unresolved Issues', falling under HR, compliance and legal etc.

d. What type of evidence should I provide as a whistle-blower and to whom should I provide it?

Any evidence should be specific, timely, and credible. Whistle-blowers are permitted to submit "appropriate" documents that are "reasonably necessary" to support the basis for whistleblowing.

There should be some sort of supporting documents / evidence such as emails, pictures, videos, audios, WhatsApp and SMS etc. However, only verbal evidence as well as hearsay or rumors etc., which cannot be substantiated, may lead to dropping the complaint without further investigation.

The evidence/information may be submitted electronically via the following email address:

[letstalk@ powerholding-intl.com](mailto:letstalk@powerholding-intl.com)

e. Can I remain anonymous and not disclose my ID?

Yes, you can, by sending your complaint from a public domain email address or an email you may wish to create for reporting an incident of fraud or misconduct.

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f. When is the best time to report a fraud of misconduct incident?

In most cases, whistle-blowers should report fraud or misconduct to the company as soon as possible. There are a few reasons for this:

- The whistle-blower must provide “ authentic/ genuine information” with supporting documents.
- The whistle-blower should consider the timeliness of information. As a practical matter, the company is more likely to act on timely information. The company will probably not act on complaints about speculative fraud that occurred years ago.

g. What happens after I submit a complaint to the company?

The Group Chief Risk & Internal Audit Officer evaluates incoming Complaints. Specific, credible, and timely complaints are assigned to Internal Audit for further investigation and analysis, if they are admissible.

The whistle-blower may be contacted for further information if needed. A preliminary assessment is carried out to evaluate whether the concerns/complaints raised by the whistle-blowers are admissible or not. If admissible, then a thorough investigation will be carried out by an investigation committee formed by Internal Audit, HR and Legal, who will take necessary action, (legal or disciplinary) considering those investigations.

h. Will I receive updates on the progress of the investigation?

The whistle-blower should not expect, to receive updates from the company regarding his/her submission. As a matter of policy, the company conducts its investigations on a confidential basis. The purpose of this is to:

- Protect the integrity of any investigation from premature disclosure; and
- Protect the privacy of the persons involved in an investigation.

Accordingly, there may be very limited information that the company can share with the whistle-blower regarding what action, if any, the company has taken in response to the whistle-blowers.

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