



Governance & Compliance Dept.
إدارة الحوكمة والامتثال



مجموعة عصام خيرى قباني
Isam Khairi Kabbani Group

IKK Group Whistleblowing Policy & Procedures

Policy Effective Date: October 2021



Policy Approval Authority

#	Name	Position Title	Date
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Approved by	Hashem Baroom	CGCO	01-Oct-21
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Policy Control Authority

#	Responsible Party
Administrators for Policy Compliance	Governance and Compliance Department
Administrators for Policy Review	Governance and Compliance Department
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Change Record Management on this Policy

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1. Introduction:

The IKK Group is committed to observing the highest levels of ethics and integrity in its business conduct. Our shared values of excellence, integrity, and service with pride guide our everyday conduct, and we believe that these values are vital to our good reputation and continued success. The whistleblowing policy is an important element to promote a culture where an employee can report, without fear of retaliation, any wrongdoing or misconduct that he or she is aware of taking place either in the corporate functions or any of the IKK group subsidiaries. The whistleblower policy supplements the code of ethics and business conduct policy in which the expected behavior that employees should exemplify as representatives and ambassadors of the group is described.

If employees have concerns or suspect wrongdoing or misconduct, they have a responsibility to report it immediately; by doing so they help the company manage the risk to its reputation and prevent personal risk to themselves. Examples of disclosed Reportable Conducts may include but are by no means limited to:

- A criminal offence.
- Failure to comply with, or breach of, a legal obligation or regulatory requirement.
- A danger to the health and safety of any individual.
- Damage to the environment.
- Bribery.
- Financial fraud.
- Unethical conduct.

2. Purpose:

This policy describes the protections available to whistleblowers, what matters are reportable, how you can report your concerns without fear of detriment, and how IKK will support and protect you.

The policy guides employees through all aspects of the whistleblower policy, including the reporting of suspected or actual unlawful or inappropriate conduct relating to essential financial accounting.



This policy is also designed to ensure that employees and external parties have a confidential channel to raise concerns for review and investigation when business misconduct or other wrongdoing is reported. The policy also protects the whistleblower from retaliation due to disclosures made in good faith.

3. Scope:

This policy applies equally to all current or former employees, officers, consultants, contractors, volunteers, suppliers of goods and services and casual workers in the IKK Group, regardless of seniority or length of service.

This policy does not form part of any employee's employment contract, and we may amend it at any time.

4. Definitions:

4.1 Breach is defined as non-compliance with a law, regulation, internal policy, or procedure of a respective country or region.

4.2 Compliance requirements refer to respective laws implemented by a legislative authority, provision, section, subsection, order, term, condition, or procedure that requires the company to undertake (or prohibits the company from undertaking) certain activities or to act or conduct its affairs in a particular manner in a respective country or region.

4.3 Policies include a set of rules and company guidelines, and practices.

4.4 Retaliation is an action that has a negative impact or implication against an individual who has reported a concern.

4.5 Wrongdoing is defined as an illegal or dishonest action that causes a breach.

4.6 Whistleblower is the term for someone who discloses reportable misconduct under the whistleblower policy. A whistleblower can be a current or former partner, director, officer, company secretary, employee, or a supplier of goods or services to the IKK Group, such as a contractor, consultant, or volunteer.

4.7 Reportable Conduct refers to all circumstances that a person has reasonable grounds to suspect, such as misconduct (include fraud, negligence, default, breach of trust and



breach of duty) or an improper situation or incident or represents a danger to the public or the financial system.

5. Obligation to Report Concerns:

- 5.1 All Employees have an obligation to report real or perceived concerns.
- 5.2 Employees are required to report concerns as soon as they become aware of the situation that raises the concern with as many facts and as much detailed information as possible.

6. Whistleblower Protection:

- 6.1. The whistleblower policy offers guidance and protection to those members of staff who disclose a whistleblowing concern. The objective of the IKK Group is to protect the wellbeing of whistleblowers so that they should not in any way be harmed as a result of a disclosure, whether the item reported proves to be true or not, providing the accusation was carried out in good faith.
- 6.2. The IKK Group endeavors to protect any member of staff from any personal offence, any disadvantage, victimization, harassment or bullying as a result of their disclosure.
- 6.3. The IKK Group endeavors to comply with all applicable laws regarding the prohibition of retaliation against good-faith whistleblowers who raise issues of concern.
- 6.4. The whistleblower policy is not designed to support a member of staff who wishes to question financial business decisions that have been taken by the IKK Group, nor should it be used to seek reconsideration for matters that have already been addressed under other IKK Group policies.

7. Anonymous Report:

The whistleblowing policy encourages employees to voice concerns and suspicion openly, as concerns expressed anonymously are much less powerful and by letting us know who you are, we can contact you directly to discuss your concerns which will help us investigate the complaint more quickly and efficiently., however, the IKK Group shall respect confidentiality and grant anonymity if whistleblowers wish to keep their identity confidential, providing that it will not hinder the investigation.



Nevertheless, the individual providing the disclosure may need to provide a statement as part of the evidence gathering process, and their identity might be revealed during the investigation.

8. Untrue allegations:

The IKK Group expects whistleblowers to report their concerns and suspicions based on a reasonable number of facts and incidents. If employees report a genuine allegation in good faith that is not confirmed by subsequent investigations, no action will be taken against them. However, if they provide malicious or vexatious allegations, particularly if they persist in those allegations, disciplinary action may be taken against the individual concerned under the respective laws of those countries and company policy.

9. Whistleblowing Committee:

The committee will be responsible for receiving, following up, investigating, and taking the necessary decisions on all allegations provided by whistleblowers, and it will also provide protection and ensure that there is no physical threat to whistleblowers due to the disclosure of a concern.

The Whistleblowing Committee also provides protection and ensure that there is no physical threat to whistleblowers due to the disclosure of a concern.

The committee consist of the following members;

- 1- Mr. Amr Mammon Al Kabbani (Chairman)
- 2- Mr. Hashem A Baroom (Member)
- 3- Mr. Saad Assiri (Member).

The committee might also assign and invite other employees as required, during the investigation of a case.

10. Procedures for Making a Disclosure:

The moment an employee becomes aware of any wrongdoing, unlawful acts, or has a suspicion about possible threats related to IKK Group employees and/or companies, he or she should immediately disclose the information by sending an e-mail to whistleblowing@ikkgroup.com. Employees may also ask to meet anyone of the committee members directly.

Upon receiving the whistleblower's case, the committee will decide whether there



is sufficient information to enable the allegation(s) to be investigated and, accordingly, which appropriate actions should be taken to determine:

- The nature and scope of the investigation
- The nature of any technical, financial, or legal advice that may be required
- A timeframe for the investigation with attention to the level of risk
- Whether any individual or individuals under investigation should be suspended

The investigation may involve meeting with the member or members of staff to discuss their concerns. The whistleblower will not be expected to possess absolute proof of malpractice or illegal practices, but they will need to provide sound reasons for their concerns.

The committee will also consider an appropriate time to inform any alleged wrongdoer(s) of an investigation process. The committee will also aim to keep the member of staff who raised the concern informed of the progress of any investigation and its likely timescale. However, the need for confidentiality may prevent the committee from providing specific details of the investigation or any disciplinary action taken as a result.

11. Possible Outcomes for investigations:

Possible outcomes of the investigation may include:

- No further action
- Disciplinary action
- Further investigation by an external authority

Note that cases relating to suspected criminal activity will be reviewed by the committee to decide whether the accused should be referred to the police or other relevant body.

12. Review & Approval:

- 12.1.** The policy shall be approved by the board of directors.
- 12.2.** The whistleblowing policy is subject to review regularly.
- 12.3.** The chief of governance and compliance officer shall review the policy and



suggest or recommend changes to the policy to the board of directors for approval.

12.4. There are no exceptions granted regarding this policy.

13. Effective Date:

Compliance with this Policy is to take effect immediately following approval by the Board of Directors.

14. Related Documents:

- Code of ethics and business conduct policy.
- Grievances policy.

15. Who to Contact?

In case if an employee has question or need further clarification related to this policy, he / she might send an e-mail to the chief of governance and compliance officer at hashem.baroom@ikkgroup.com.