

1 Policy Statement

1.1 Stanbic IBTC Insurance Brokers Limited is committed to establishing a culture of integrity, transparency, openness and compliance, in accordance with the values and Code of Ethics adopted by the Company.

1.2 The Whistle-blowing Policy provides for employees, management, directors and other stakeholders to report any attempted, suspected or actual financial crime and unlawful, irregular or unethical behaviour that they come across in the Company, by providing a framework for employees and other stakeholders to report their concerns internally at the Company or externally. Whistle-blowing is intended for employees, management, directors of the Company and other stakeholders.

1.3 The purpose of this Policy is to:

- i) Ensure that an ethical culture is maintained within the Company.
- ii) Ensure that all employees, management, directors of the Company and other stakeholder understand what Whistle-blowing is.
- iii) Provide the principles that need to be followed in relation to Whistle-blowing.
- iv) Provide a framework for employees, management, directors and other stakeholders to report their concerns which may arise in the Company.
- v) Encourage Whistle-blowers to raise concerns in the Company and make reports, in good faith, and in a transparent manner, without fear of victimisation or prejudice.
- vi) Provide a framework for non-employees or external parties to the Company, to make Whistleblowing disclosures.
- vii) Set out the responsibilities in upholding the Principles relating to Whistle-blowing.
- viii) Set out the consequences of not complying with the Whistle-blowing Principles.

2 Applicability

2.1 This Policy applies to all employees, management, directors of the Company and other stakeholders as defined in Clause 8.

2.2 This Policy also applies to Whistle-blowing disclosures made by non-employees or external parties to the Company.

3 Minimum requirements to comply with this Policy

Our principles in relation to Whistle-blowing are as follows:

3.1 Who can make a Whistle-blowing report?

- i) **Principle 1:** Employees, management, directors of the Company and other stakeholders may make a Whistle-blowing report in terms of this Policy.

3.2 Information that should be reported:

- i) **Principle 2:** Where a whistle blower discovers information, which he in good faith believes shows wrongdoing by the Company or employees of the Company, the whistle blower may report this in terms of this Policy.
- ii) **Principle 3:** Whistle blowers may report any suspected, attempted or actual financial crime and/or unlawful, irregular or unethical behaviour in the Company, including any breach of this Policy.

Internal Use Only

- iii) **Principle 4:** Any employee of the Company or other stakeholder who has reason to believe that information regarding the behaviour of the Company or any employee of the Company shows one or more of the following, may report this information in line with this Policy.
- Employer or employee behaviour which is not in line with the Company's values, its code of ethics, and policies and/or procedures, as they may be published and communicated from time to time;
 - Unethical behaviour;
 - Criminal behaviour;
 - Failure to comply with the law;
 - Injustice;
 - Danger to the health and safety of any individual;
 - Environmental damage;
 - Unfair discrimination;
 - Abuse of company or client resources and assets; and
 - Deliberately hiding information about any of the above.
- iv) **Principle 5:** The whistle blower is not expected to prove the truth of an allegation but will need to show that there are sufficient grounds for concern.

3.3 Information that should not be reported in terms of this Policy:

- i) **Principle 6:** Information relating to customer issues, petty disputes, grievances, false or misleading reports, matters already under disciplinary enquiry and matters already referred to dispute resolution, arbitration or to the courts, should not be reported in terms of this Policy.

3.4 Prohibition against harassment, victimisation or prejudice:

- i) **Principle 7:** The Company prohibits actual or threatened harassment, victimisation or prejudice of any employee or other stakeholders making a protected disclosure / report in terms of this Policy.
- ii) **Principle 8:** No whistle blower shall be disadvantaged when reporting legitimate concerns in good faith, or on the basis of a reasonable belief.

3.5 Protection of Whistle blower:

- i) **Principle 9:** The Company will protect a whistle blower who makes a Whistle-blowing report, from being victimised or suffering prejudice for making the report, provided that:
- the whistle blower makes the report in good faith;
 - it is reasonable for the whistle blower to make the report;
 - the report is made on the basis of a reasonable belief that it is true;
 - the report is not made for personal gain, except if any reward is payable in terms of any law;
 - the whistle blower is able to be identified and the report is not made anonymously¹; and
 - The report is made in accordance with this Policy.

3.6 Anonymous reporting:

¹ The simple reason for the Company not protecting Whistle-blowers who remain anonymous is that the Company cannot protect "faceless" persons.

i) **Principle 10:** The Company allows for anonymous Whistle-blowing reporting of wrongdoing in the Company, however the Company cannot protect Whistle-blowers who decide to remain anonymous, from victimisation or prejudice in the workplace². The following factors would be considered before investigating anonymous reports:

- The Seriousness of the issues;
- The significance and credibility of the concern; and
- The possibility of confirming the allegation

3.7 Malicious reporting:

i) **Principle 11:** The Company is not obliged to protect an employee against prejudice in the workplace, who in bad faith or maliciously makes a false report, or who unfairly or unjustly dishonours another. Appropriate disciplinary action will be taken, in these cases.

3.8 Hiding involvement in criminal activities or unethical behaviour:

i) **Principle 12:** Employees who hide or conceal their own involvement in criminal activities and/or their own unethical behaviour will not be protected from criminal prosecution, disciplinary action or civil liability.

3.9 Protecting the Whistle-blower's identity:

i) **Principle 13:** The Company will protect the Whistle-blower's identity, if the report is made in line with this Policy.

3.10 Confidentiality:

i) **Principle 14:** The Company will treat Whistle-blowing reports that are made via internal Whistle-blowing channels, confidentially, except where information regarding the report needs to be given out to progress an investigation, or by law.

3.11 Reporting channels provided for in this Policy:

i) **Principle 15:** The whistle-blower must make Whistle-blowing reports using the reporting channels provided for in the Policy.

ii) Internal Whistle-blowing channels:

Whistle-blowing reports can be made internally to the Company, through any of the following Whistle-blowing channels:

- ❖ Directly to your responsible line manager;
- ❖ Head, Internal Control
- ❖ The Deloitte Tip-Offs Anonymous Whistle-blowing line/ E-mail o 234 (1) 4227777 or 234 (1) 2717739 Email: whistleblowingline@tip-offs.com

Reports received via the above internal Whistle-blowing channels must be routed to the Head, Group Investigations and Fraud Risk (GIFR) or Head, Investigations and Fraud Risk (IFR), where these reports will be analysed and screened for appropriate action and all reports warranting a forensic investigation will be investigated by GIFR or IFR in country.

iii) External Whistle-blowing Channels:

Whistle blowers may also make Whistle-blowing reports to persons or bodies other than internally to the Company (e.g. the National Insurance Commission - contact@naicom.gov.ng)

² The simple reason for the Company not protecting Whistle-blowers who remain anonymous is that the Company cannot protect "faceless" persons.