

Whistleblowing Policy & Procedure





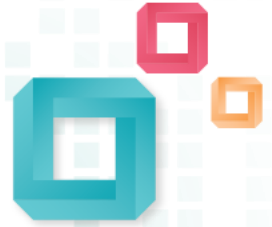
Approval

Role	Name	Date	Signature
Owner	Ethics Officer	10/07/2024	
Reviewer	Digital Transformation and Compliance Director	10/28/2024	
Approver	Governance Body	11/10/2024	

Revision History

Version	Date	Revision Author	Summary of Changes
1.0	10-Oct-2024	Ethics Officer	Document Creation
1.1	10-Nov-2024	Governance Body and Digital Transformation & Compliance Team	Change of company name and rebranding

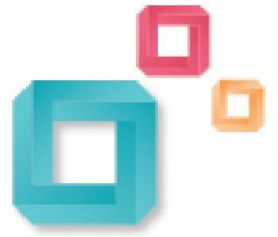




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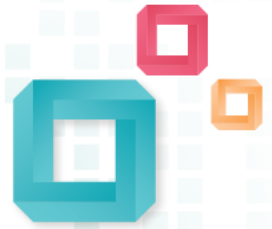




01

Introduction & Objectives





Introduction and Objectives

STS, A ZainTech Company, is firmly dedicated to establishing and maintaining an effective anti-corruption management system. To fulfil this commitment, the company has developed a comprehensive anti-corruption policy and a robust code of conduct. These essential documents serve as primary guidelines for all employees and stakeholders, outlining our zero-tolerance approach towards corruption in any form.

STS, a ZainTech Company, represents the company's name. It will subsequently be shortened to STS.

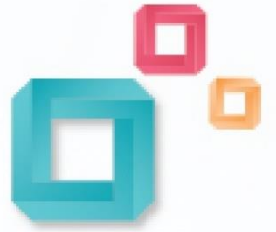
This Whistleblowing Policy is designed to enrich our Anti-Corruption Management System by encouraging employees and stakeholders to report concerns about unethical behavior, violations of company policies, or any other misconduct without fear of retaliation.

The purpose of this policy is to:

- ❑ Provide a mechanism for employees and other stakeholders to report any potential or actual violation of STS Policies, Code of Conduct or any Ethical or Legal violation in general.
- ❑ Ensure that all reports are handled promptly, confidentially, and with appropriate follow-up.
- ❑ Prohibit retaliation against individuals who report concerns in good faith.
- ❑ Promote a positive workplace environment based on trust and accountability.

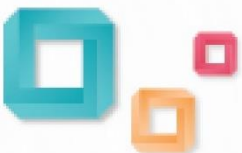
STS is dedicated to fostering a culture characterized by transparency, accountability, and honesty. They will not condone any form of harassment, victimization, or discrimination against whistleblowers if the disclosure is made in good faith and based on a reasonable belief in the accuracy of the reported information.

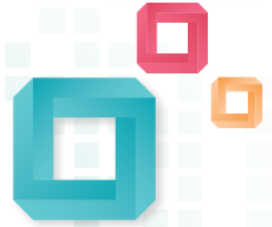




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Document Scope & Applicability





Document Scope & Applicability

This policy is inclusive of all individuals employed by us or acting on our behalf. All employees, contractors, vendors, and stakeholders of STS should adhere to this policy. STS customers are encouraged to follow this policy as provided to them as part of STS announced Anti-Corruption policies.

Typically, reports of whistleblowing should be submitted promptly to ensure timely investigation and resolution of the concerns raised.

This policy is communicated to all employees and all stakeholders as per the **Communication Plan**. In addition to that, periodic training and awareness programs will be conducted to ensure understanding and compliance as per the **Training Plan**.

This document references other documents and standards. The applicability of these documents will follow the relevant laws, regulations, and operational practices of each country.





03

Policy Details



Policy Details

The Definition of Whistleblowing

Whistleblowing is the act of disclosing information, usually within an organization or to an external entity, about illegal, unethical, or inappropriate activities that are occurring within that organization. The person who engages in whistleblowing is often referred to as a "whistleblower". Whistleblowers typically expose wrongdoing in the interest of promoting transparency, accountability, and the public good, even though their actions may be seen as going against the organization's norms or potentially putting them at personal risk.

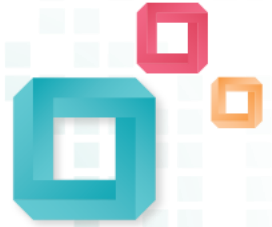
Whistleblowing can involve reporting a wide range of issues, such as, but not limited to:

- ❑ **Financial Discrepancies:** Reporting inaccuracies in financial records, accounting or auditing irregularities, bribery, corruption, illegal payments, theft, fraud, and insider abuse.
- ❑ **Legal and Regulatory Violations:** Reporting criminal conduct, violations of the law, breaches of legal obligations, statutes, and regulatory requirements.
- ❑ **Health, Safety, and Environment:** Reporting safety or environmental hazards, actions detrimental to health and safety, workplace violence, and damage to the environment.
- ❑ **Ethical and Unethical Behaviour:** Reporting unethical conduct, conflicts of interest, misuse of confidential information, and deliberate attempts to conceal any of the above issues.
- ❑ **Workplace Conduct:** Reporting discrimination, harassment, and any other illegal, unethical, or inappropriate behaviour that may harm the company or its stakeholders.

Fundamental Principles

This policy is designed with a firm foundation in four fundamental principles: the provision for anonymous disclosure, the assurance of strict confidentiality, the safeguarding of individuals from any form of harassment, victimization, retaliation, and finally, Integrity in addressing untrue allegations. These principles ensure a secure environment for those who come forward with concerns, fostering a culture of trust, accountability, and transparency within the organization.

The details of each principle are outlined in the following sections.



1.1.1 The Provision for Anonymous Disclosure

This policy encourages staff to identify themselves when making disclosures. While concerns expressed anonymously may be less potent and could pose challenges for investigation, all anonymous claims are treated equally, but their investigation may be more challenging due to their inability to seek further information or discuss outcomes with claimants. However, this shouldn't discourage individuals from making an anonymous disclosure if they believe it's the best course of action for them.

1.1.2 The Assurance of Strict Confidentiality

All reports are treated with the utmost confidentiality, considering legal constraints and investigation needs. Disclosure of the reporter's identity occurs only with their consent or when legally required.

1.1.3 The Protection and Safeguarding of Individuals from any form of Harassment, Victimization, or Retaliation

STS is dedicated to a non-retaliation principle, ensuring that individuals reporting concerns in good faith won't face negative consequences, harassment, or victimization. This commitment aims to create a safe environment for whistleblowers, encouraging them to reveal unethical activities without fear.

1.1.4 Integrity in Addressing Untrue Allegations

Should a staff member raise an allegation in good faith, and the subsequent investigation fails to confirm it, no adverse consequences will result for the staff member. However, if a staff member makes an allegation with a frivolous, malicious, or personal gain motive, disciplinary measures may be taken against them.





Whistleblowing Reporting Procedure

- ❑ Raising concern(s) by a whistleblower who is:
 - ❑ **Internal employee:** internal employees are generally advised to raise concerns as per the below options:
 - ❑ **Informally:** with their direct supervisor or manager, either through a verbal conversation or in written form. The matter will be treated with confidentiality.
 - ❑ **Ethics Officer:** if individuals are uncomfortable discussing their concerns with their managers and are uncertain about whether to initiate a whistleblowing process, they can seek impartial guidance from the Ethics Officer at +962 6 5802626 Ext. 1100 and E-mail address ethics@stsarabia.com.
 - ❑ **Whistleblowing Reporting Online Form:** the employees have the option to report concerns anonymously, preserving confidentiality while following the established protocols through the online form that is available at our website.

In all cases, timely reporting is essential to facilitate action, and while definitive proof isn't required, reasonable grounds for concern should be demonstrated to the person contacted.

- ❑ **External stakeholder:** An external whistleblower has the option to express their concerns using any of the following channels, whether by declaration or in a confidential and anonymous manner:
 - ❑ Contacting the Ethics Officer at +962 6 5802626 Ext. 1100 and E-mail address ethics@stsarabia.com.
 - ❑ Filling the Whistleblowing Reporting Online Form that is available at our website.

The whistleblowing reporting options are structured so that all concerns are directed to the Ethics Officer. In cases where the complaint is against the Ethics Officer, the CEO will receive and handle the complaint.

Whistleblowing Reporting Online Form

An online form will be used to receive and track all concerns and complaints.

Whistleblowing Investigation Procedure

STS will follow the **Investigation and Dealing with Corruption Procedure** to ensure that concerns are thoroughly investigated while protecting the interests of all parties involved, including the member who reported the concern.





Closure of Whistleblowing Cases Procedure

STS is committed to conducting investigations in a timely and equitable manner. Given the varied nature of potential concerns, it may not always be feasible to establish a specific timeframe for the investigation's conclusion. However, the Ethics Officer will make every effort to address all concerns within a period of up to **four weeks**. In instances where circumstances prevent a resolution within this timeframe, the Ethics Officer will inform the CEO.

Post investigation Procedure

The investigation may yield various potential outcomes as shown in the **Investigation and Dealing with Corruption Procedure**.

It is important to note that cases involving suspected criminal activities, such as fraud (though not limited to fraud) will be reported immediately to the CEO by the Ethics Officer, and such will be assessed by the CEO to determine whether these cases warrant referral to the police or other relevant authorities.

When the whistleblower report is not submitted anonymously, the Ethics Officer will make the utmost efforts to ensure that the individual is kept informed about the investigation's results. Although we cannot guarantee the exact outcome desired by the whistleblower, we are committed to addressing their concerns in a fair and appropriate manner. In the event the whistleblower is dissatisfied with the investigation's outcome, they are encouraged to submit a further report to the CEO, outlining their concerns. If there is a valid reason, particularly if new evidence surfaces, the concern will be subject to another investigation.

Public disclosure

Public disclosure refers to the act of making information, concerns, or allegations about unethical, illegal, or inappropriate activities within an organization available to the public or external parties, such as the media or regulatory authorities, instead of or before following the internal channels or procedures established by the organization for reporting such matters.

Public disclosure can take various forms, such as sharing information with news outlets, posting on social media, or reporting directly to government agencies or regulatory bodies. This type of disclosure is significant because it bypasses the internal mechanisms set up by STS to address concerns, potentially leading to legal, reputational, and organizational implications.

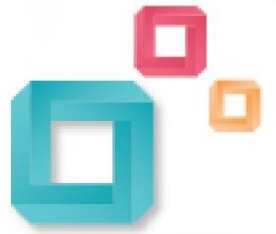
STS is dedicated to upholding a transparent environment that adheres to the utmost principles of integrity and responsibility, therefore, before making any disclosures to the public, it is recommended to adhere to the internal whistleblowing policy. External disclosures without prior adherence to internal procedures may be regarded as unreasonable and could potentially result in disciplinary and/ or legal actions.



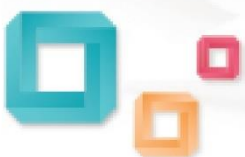


If you find that your concern is not being appropriately addressed through our internal Whistleblowing policy, it is advisable to seek legal counsel before making any additional disclosures.





04 Roles and Responsibilities



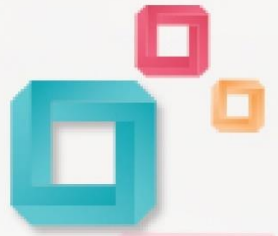


Roles and Responsibilities

This section details the specific responsibilities of creating and implementing this policy as per the following:

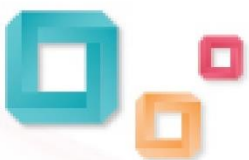
- **Owner of the document:** Ethics Officer.
- **Document Review & Update:** Governance Body and Digital Transformation and Compliance Department.
- **Document Implementation and Application:** All STS employees and business associates working with STS.

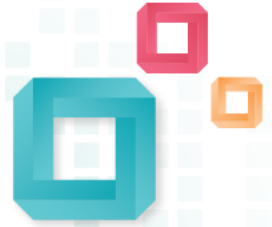




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Commitments

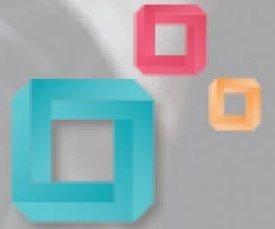




Commitments

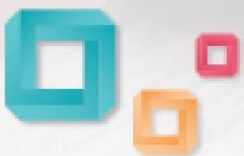
- ❑ The Governance Body is responsible for ensuring that STS regularly adheres to this policy.
- ❑ All employees of STS and business associates working with STS must adhere to this policy.
- ❑ Any violation of this policy may subject the violator to a disciplinary action according to the procedures followed in STS.





06

Regular Review





Regular Review

The mentioned document is reviewed annually or in the event of changes in the relevant legislative and regulatory requirements issued by the related legislative and regulatory authorities operating in Jordan, which may apply to STS.

