



BAMBOO SYSTEMS TECHNOLOGY LIMITED

WHISTLEBLOWING POLICY

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APPROVED BY	CHIEF OPERATING OFFICER
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AMENDED DATE	
NATURE OF AMENDMENTS	

1. Policy Statement

Bamboo Systems Technology Limited otherwise known as “**Bamboo**” is committed to establishing a culture of integrity, transparency, openness and compliance, as we understand that it is crucial to our continued success and reputation. Our [Code of Ethics and Business Conduct](#) and policies guide our everyday conduct and serves as the ethical commitment and as a guide to acceptable business conduct for all Bamboo employees and stakeholders.

Whistleblowing is a confidential channel open to all stakeholders of Bamboo to report any wrongdoing to the management and the board of Bamboo. Whistleblowing helps organizations obtain early warning signals on what may be going wrong in the organization, especially in cases where it would be difficult to use formal communication channels. This is important where the issues involved are very sensitive and would require the confidentiality of the Whistleblower.

The purpose of this policy is to:

- Ensure that an ethical culture is maintained within Bamboo;
- Provide a framework for employees, management, directors and other stakeholders to report their concerns which arise in Bamboo;
- Set out how Bamboo can support you so that you can safely express your concerns, know who to contact, how to make a report and the protections available to you;
- Ensure that all employees, management, directors of Bamboo and other stakeholders understand what Whistleblowing is; and
- Encourage Whistleblowers to raise concerns relating to Bamboo or its employees and make reports, in good faith, and in a transparent manner, without fear of victimisation or prejudice.

2. What should be reported?

Examples of Reportable Conduct include but is not limited to:

- Illegal conduct, such as theft, violence or threatened violence, and criminal damage against property;
- Fraud, money laundering or misappropriation of funds;
- Offering or accepting a bribe;
- Financial irregularities;
- Failure to comply with, or breach of legal or regulatory requirements;
- Engaging in or threatening to engage in detrimental conduct against a person who has made a disclosure or is believed or suspected to have made or be planning to make a disclosure;
- Gross misuse of company’s assets including information;
- Conflict of interest and abuse of office on the part of any member of staff or director
- Activities likely to endanger life or property
- Insider dealings
- Use of fake/forged certificates
- Theft/leakage of information assets
- Purchase of goods at inflated prices

- Override of controls
- Abuse of authority
- Sexual harassment
- Bullying
- Other unethical activities

What should NOT be reported under this Policy?

- Personal work-related grievances. A Personal work-related grievance is a report of behavior that has implications for the discloser personally and does not have significant implications for Bamboo (that do not relate to you).

Examples include:

- an interpersonal conflict between you and another Employee;
- a decision relating to your employment or engagement, such as a transfer, promotion, or disciplinary action. Personal work-related grievances must be raised with your Manager or the People Team; or
- Information relating to customer issues or queries, grievances, false or misleading reports, matters already under disciplinary enquiry and matters already referred to dispute resolution, arbitration or to the courts.

3. Who Should Whistleblow?

Anyone, but especially, Employees, Directors, Clients, Vendors, Service Providers, and Stakeholders and Concerned Persons¹ who are aware of or have reasonable grounds to suspect any misconduct or wrongdoing associated with Bamboo's activities.

4. What do I do if I need Advice About the Incident?

You might be in a situation where you have knowledge of misconduct and would like to get more advice while considering whether you should blow the Whistle. You could approach a senior officer in Bamboo, your Manager, or a member of the Legal/Compliance Unit. Be aware that they have an obligation to act in the best interest of Bamboo. If you give them information about misconduct involving the Bamboo, they have an obligation to report it.

5. How Can I Make A Whistleblowing Report?

There are various ways of raising a concern or speaking up. Your preferred option will depend on the seriousness of the misconduct you are reporting and one you are most comfortable with. In making a Whistleblowing Report, please note that you are not expected to prove the truth of an allegation but will need to show that there are sufficient grounds for concern.

¹Concerned Persons are deemed to be individuals that can be significantly affected by Bamboo's activities, products and/or services; and whose actions can reasonably be expected to affect the ability of the organization to successfully implement its strategies and achieve its objectives. Examples are shareholders, customers, associates, consultants or any person internal or external whose right under laws or international convention provide them with legitimate claims vis- a -vis the organization.

a. Minor Misconduct

In cases of minor misconduct (i.e., if it is not illegal or it does not pose significant potential; damage to Bamboo or any of its stakeholder), you are encouraged to approach the offending colleague directly if this will resolve or prevent the misconduct.

You may also approach Legal/Compliance, your line manager or any other manager in Bamboo who you trust. If it makes you feel comfortable, you can also reach out to the outsourced Whistleblowing channel managed by an independent Party Hamu Legal via a dedicated and secure email: BWH@hamulegal.com, a law firm with experience in supporting organizations with compliance including establishing Whistleblower framework or ensuring that compliance with existing framework . This channel run by Hamu Legal for raising concerns is branded Bamboo Whistleblowing Hotline (“**BWH**”). All Whistleblowing reports should be made to the BWH.

b. Serious Misconduct or Illegal Activities

You can report any serious misconduct, or illegal activities can be reported in any of the following ways:

Depending on what you feel comfortable with you, you can report to a member of the Legal/Compliance unit, your line manager or any other manager in Bamboo who you trust, you can also utilize the BWH which is independently managed by an external consultant, Hamu Legal.

5. Whistleblowing Procedure

Stage One:

Whistleblower contacts the BWH via the dedicated Channel. A report can be either made anonymously or with your name if you wish. Your identity will however remain confidential and will not be under any circumstances be disclosed to Bamboo except with your consent or if required by law. The BWH is administered by Hamu Legal, independent of Bamboo to ensure that reports received are handled objectively and to protect your interests in making such reports.

Stage Two:

Hamu Legal will acknowledge and respond to the report. You will be given the option to provide further information either via the BWH or another secure medium of your choice, such as a phone call. The BWH agent will engage with you to obtain as much relevant information as possible. It is important to provide details such as you can such as:

- The alleged wrongdoing that you are reporting.
- Where and when (dates and times, if available).
- Who was involved?
- How the individual or firm committed the act; and
- Why you believe the activity is improper.

This will help in giving the person receiving the report, a clearer picture of the case. You will not be expected to prove the truth of an allegation. When reporting you will, however, need to show that you have enough grounds for your concerns.

Stage Three:

The BWH agent will prepare a report based on the information provided by the Whistleblower, removing any details that might identify the Whistleblower (in the case that the Whistleblower has decided to remain anonymous). Once the report has been finalized and the anonymity of the Whistleblower ensured, it will be referred to designated persons within Bamboo for further action.

Stage Four: Whistleblowing investigations and obligations of Bamboo.

Bamboo recognizes that employees require assurance that their concerns have been properly addressed. Subsequent to this, the progression of investigations will be handled in a confidential manner and will not be disclosed or discussed with any persons other than those who have a legitimate right to such information. This is important to avoid damaging the reputation of suspected persons who are subsequently found innocent of alleged wrongful conduct, as well as the person making the report.

All reports will be thoroughly investigated, using all available evidence. The Whistleblower may be called upon, if the report is not anonymous, to provide in strict confidence any available evidence necessary to confirm all the issues raised in the report.

Regular feedback will be provided to the Whistleblower if he or she calls back for feedback. If the report is through an email address, feedback will be provided using that same email address.

Where injuries have been suffered by the Whistleblower Bamboo undertakes to provide necessary remedies as may be permitted by Bamboo's Health and Safety Policy. Disciplinary measures may be recommended where such an allegation was found to be false and malicious.

Bamboo shall endeavor to acknowledge any report received within 3 Business Days and provide feedback on a report within 3 months of receiving the report.

6. Will I Be Protected If I Make a Whistleblowing Report?

Bamboo prohibits actual or threatened harassment, victimization or prejudice of any Whistleblower making a protected disclosure or protected report in terms of this Policy.

No Whistleblower shall be disadvantaged when reporting legitimate concerns in good faith, or on the basis of a reasonable belief.

Under this policy, disadvantages include but is not limited to, suspension, demotion, intimidation, harassment, termination, redundancy, undue influence, duress, withholding of benefits and/or entitlements and any other act that has negative impact on the Whistleblower Other issues that could amount to 'detriment' include being transferred against their will, refused transfer or promotion, subjected to a term or condition of employment or retirement that is altered or kept altered to his or her disadvantage, refused a reference, or being provided with an adverse reference and denied appointment to any employment, profession, or office.

However, reporting in no way protects a Whistleblower from being subjected to legitimate disciplinary processes if the whistle blowing was not in good faith or the person is involved in any misconduct or wrongdoing.

7. Obligation of the Whistleblower

In making Whistleblowing reports, the Whistleblower should ensure that:

- The report is made in good faith.
- He or she has reasonable ground to believe that the report is true. The Whistleblower is encouraged to report even if he or she does not have all the relevant information.
- He or she is not making the report for personal gain.

8. How Often Will This Policy Be Reviewed?

Review of this Whistleblowing policy will be conducted once in three years.