

Version Control

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Date	November 2021		
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Document Name	Whistle Blower Policy		

1. Purpose

The CIC Insurance Group Limited is committed to high standards of ethical, moral and legal business conduct. In line with this commitment, and CIC's commitment to open communication, this policy aims to provide an avenue for Directors, Employees, Customers, Suppliers, Intermediaries and other stakeholders to raise concerns and reassurance that they will be protected from reprisals or victimization for whistle blowing.

The Whistle blowing policy is intended to cover protection for you if you raise concerns regarding CIC, such as concerns regarding CIC such as but not limited to:

- Incorrect Financial Reporting
- Unlawful activities
- Activities that are not in line with CIC's Policy, including the code of business Conduct;
- Abuse e.g. sexual abuse, harassment, physical assault or exploitation
- Fraud and corruption
- Abuse of power or
- Activities, which otherwise amount to serious improper conduct.

2. Definitions

Whistle Blowing: is the disclosure based on one's reasonable belief that any person has engaged, is engaging or preparing to engage in improper conduct.

Whistleblower is a person who discloses information of improper conduct in accordance with this Policy. Improper conduct is any conduct which if proved, constitutes a breach of integrity.

Harassment it means aggressive or passive pressure or intimidation. Under this policy it covers intimidation of pressure resulting from whistle blowing.

Victimization: Means the act of singling someone out for cruel or unjust treatment: in the context of this policy it covers the singling of individual staff members for unfair treatment for whistle blowing

Confidential information includes:

- a. Information about the identity, occupation, residential address, work address or whereabouts of:
 - i. A Whistleblower; and
 - ii. A person against whom a Whistleblower has made a disclosure of improper conduct;
- c. Information disclosed by a Whistleblower; and
- d. Information that, if disclosed, may cause detriment to any person or the business.

3. Scope

This policy applies to all employees (permanent or contracted) interns and members of the board of Directors

4. Safeguards

Harassment and Victimization – Harassment or Victimization for reporting concerns under this policy will not be tolerated.

Confidentiality - Every effort will be made to treat the complainant's identity with appropriate regard for confidentiality, subject to procedural and legal constraints.

Anonymous allegations: This policy encourages the person reporting to put their names to allegations because appropriate follow-up questions and investigations may not be possible unless the source of the information is identified. Concerns expressed anonymously will be explored appropriately; consideration will be given to;

- The seriousness of the issue raised;
- Credibility of the concern; and
- The likelihood of confirming the allegation from attributable sources.

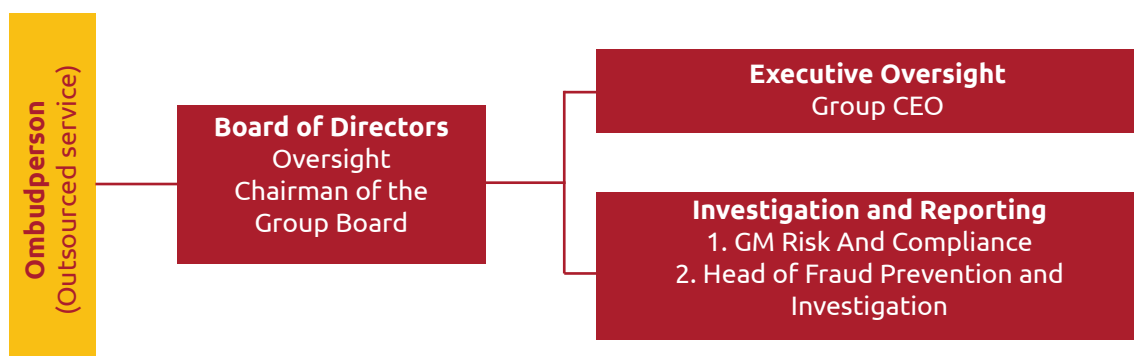
Bad Faith Allegations – Allegations in bad faith may result in disciplinary action.

5. CIC’s Code of Conduct

The directors, officers and employees of this organization are expected to adhere to high standards of ethical conduct. The company has a comprehensive Code of Conduct Policy which all the Directors, Officers and employees are expected to adhere to. This policy provides a channel for escalation of any violation of the code of conduct. The key areas of commitment under the Code are as here under;

1. Service and Responsiveness to the Customer.
2. Workplace conduct.
3. Maintaining confidentiality and security.
4. Respecting company resources and property.
5. Avoiding conflicts of interest.
6. Obeying the law and regulations.

6. Policy Governance



Notes:

1. Reporting: The role of the ombudsman shall be outsourced from an independent professional firm (Letter of engagement forms part of this policy). The ombudsman will be charged with reporting as guided by the Report Escalation Structure through the various levels of oversight.
2. Oversight:
 - a. The board of Directors shall provide the overall oversight for this policy through Chairman of the Board. This is defined by the Report Escalation Structure
 - b. The Executive shall provide oversight through the Group CEO.
3. Investigation and Reporting: This will be done through the Risk and Compliance Department.

7. Reporting Responsibility

It is the responsibility of all directors, officers and employees to comply with the code of conduct and to report violations in accordance with this whistleblower policy. Under this policy, it is a disciplinary issue for an employee to know of ethical misconduct and stay silent. It is punishable not to raise something that an employee ought to have known

Complainant (Whistle Blower)

An individual making a disclosure under this policy is referred to as a complainant (whistleblower). The complainant's role is as a reporting party and not an investigator although the complainant is not expected to prove the truth of an allegation; the complainant needs to demonstrate to the ombudsperson, that there is a sufficient ground for concern.

Key responsibilities are:

- Bring matters to the attention of the company as early as possible.
- Although they are not required to provide proof they must have sufficient cause for concern.
- Avoid anonymity when raising concerns
- Co-operate with person investigating the matter and maintain full confidentiality
- To use the policy to bring genuine and serious issue the fore. Malicious allegations will attract disciplinary actions.
- A complainant has a right to protection from retaliation.
- Where the complainant is not satisfied with the outcome they can appeal directly to the Group Chief Executive officer.

Ombudsperson

The Ombudsperson will be an outsourced service to a professional firm with capacity to provide the service both in Kenya and the regional offices. The appointee must be well respected for integrity, independence and fairness. Ombudsperson shall be appointed & authorized by the GCEO/ Board of Directors for the purpose of receiving all complaints under this policy and ensuring appropriate action.

Provided that: the contract of appointment of the Ombudsperson shall form part of this policy under Schedule 2 and the terms thereof be aligned to this policy.

Initial Responsibilities are:

- Acknowledge receipt of concern to the complainant
- Ascertain prima facie the credibility of the complaints.
- Document initial inquiry
- Where further investigation is required work with the Risk and Compliance department in the investigation.
- Ensure the necessary safeguards are provided to the complainant

Risk and Compliance Department

The risk and compliance department may independently or working with the Ombudsperson carry out investigations into complaints received through the whistle blower channel. The role of the department will be to:

- Conduct enquiry in a fair, unbiased manner
- Ensure complete fact finding
- Maintain strict confidentiality
- Based on the outcome of the investigation, make a deduction as to whether an improper practice has been committed and if so by whom.
- Recommend appropriate action- suggested disciplinary action, including dismissal and preventative measures
- Present report to the GCEO, Audit committee and any other body mandated to receive or act on the report or finding thereof.

Investigation Subject

At the time of investigation anyone who will be the subject of investigation is required under this policy to:

- Provide full co-operation to the investigating team
- Be informed of the outcome of the investigation

8. Whistle Blower Procedures

The whistleblowing procedure is intended to be used for **serious and sensitive issues**. The policy addresses the organizations open door policy and suggests that Directors, Officers and employees share their questions, concerns, suggestions or complaints with the Ombudsperson.

A whistleblowing concern can either be made confidentially or anonymously;

Confidential whistleblowing - the whistle-blower's name is known but will not be disclosed, without their consent, unless required by law.

Anonymous whistleblowing - the whistle-blower does not identify themselves to anyone at any stage.

Reporting of Improper Conduct

An employee, member of the board of the Company or third party who becomes aware of an alleged Improper Conduct shall make a disclosure as provided for in the policy. The relevant contacts for reporting are contained in Schedule 1.

For the purpose of this policy an Improper Conduct includes:

- a. Criminal offences, unlawful acts, fraud, corruption, bribery and blackmail;
- b. Failure to comply with legal or regulatory obligations;
- c. Misuse of the Company's funds or assets;
- d. An act or omission which creates a substantial and specific danger to the lives, health or safety of the employees or the public or the environment;
- e. Unsafe work practices;
- f. Acts of Bribery and Corruption;
- g. Abuse of power by an employees or director of the company; and
- h. Concealment of any of the above.

Specific reporting guidelines

Accounting and Auditing Matters these should be reported directly and immediately to the Ombudsperson who shall immediately notify the Audit committee of the complaint and work with the committee until the matter is resolved

Employment related concerns should be reported as hereunder; an employee's supervisor is in the best position to address this area of concern. However if the employee is not comfortable speaking with the supervisor or if not satisfied with the supervisors response, the employee is encouraged to speak with someone in Human Resources Department or anyone in management whom the employee is comfortable approaching. Supervisors and managers are required to report suspected violations of the code of conduct to the organizations Ombudsperson, who has the responsibility to investigate all reported violations. For suspected fraud, individuals should contact the Ombudsperson Directly.

Acts of Bribery and Corruption: These are acts that constitute offers, promises or actual delivery of financial or other undue advantage to another person with the intention of inducing and improper performance of relevant function of activity for the advantage of either the individual or the company. The Act may be conduct internally or externally. These should be reported immediately and directly to the Ombudsman.

Timing - The earlier a concern is expressed, the earlier it is to take action.

Evidence - Although the person reporting is not expected to prove the truth of an allegation, they should be able to demonstrate to the person contacted that the report is made in good faith

Handling the Complaint

The Ombudsperson will notify the sender and acknowledge receipt of the reported violation or suspected violation within five business days.

Investigations

All complaints will be recorded and looked into.

Initial Inquiries - Initial inquiries will be made to determine whether the complaint is valid and an investigation is appropriate, and the form it should take. Some concerns may be resolved without the need of further investigations. Further if the initial investigations indicate the concern has no basis, or it is not a matter to be pursued under this policy it may be dismissed under this stage and the decision documented.

Contact with Complainant: The amount of contact between the complainant and the body investigating the concern will depend on the nature of the issue and the clarity of information provided. Further information may be sought from the complainant.

Further Investigations: Where initial enquiries indicate that further investigation is necessary, this will be carried through the risk and compliance department or the Ombudsperson alone or both working together depending on the nature of the allegations.

Investigations Safeguards: The investigations will be conducted in a fair manner, as a neutral fact-finding process and without presumption of guilt. A written report of the findings shall be made.

9. Investigation Findings

Based on a thorough examination of the finding the report is to be submitted to the Group Chief Executive Officer and or the Audit Committee who would recommend an appropriate cause of actions based on the findings. Where improper practice is proved, this would result in disciplinary action, including dismissal, if applicable as well as preventative measures for the future. All discussion would be minuted and final result prepared.

Subject to procedural & legal constraint, complainants will receive information about the outcome of the investigation.

10. Investigation Subject

The identity of the investigation subject shall be kept confidential to the extent possible.

11. Monitoring and Review

This policy will be monitored as to its application by the Risk and Compliance Department. The policy will be reviewed and approved every three years.

Approval Matrix

Management Level approval

Approved by:	Meeting Held at	Date Approved
CIC GROUP BOM	CIC Group Head Office	6th September 2021

Board Level Approval

Approved by:	Meeting Held at	Date Approved
CIC GROUP BOARD OF DIRECTORS	CIC Group Head Office	29th November 2021

12. Schedule 1: Reporting Contacts

Role	Contact Person	Contact Detail	Level
Risk and Compliance	GM Risk and Compliance	Cell Phone: +254 700010247	Internal and External Reports
		Work Phone: +254 202 823 127	
		Email: susan.robi@cic.co.ke	
		Physical Address: CIC Plaza I, 4th Floor Upperhill, Mara Road, Nairobi	
Fraud Prevention and Investigation	Head of Fraud Prevention an Investigation	Cell Phone: +254 720 127 697	Internal and ETERNAL Report
		Work Phone: + 254 202 823 320	
		Email: Kenneth.amuom@cic.co.ke	
		Physical Address: CIC Plaza I, 4th Floor Upperhill, Mara Road, Nairobi	
Ombudsman	Delloitte	Cell Phone	External Reports
		Kenya: 0800 720 570	
		Malawi: +27 31 571 5494	
		South Sudan: +27 31 571 5494	
		Uganda: 800 100 255	
		Email: CIC@tip-offs.com	
Website: www.tip-offs.com			

13. Schedule 2: The Ombudsperson Contract*

14. Schedule 3: The Report Escalation Structure*

* These schedules are confidential and shall be disclosed on a need to know clearance basis