

POLICY Whistleblowing and Grievance Policy



Document File Name

LEG-003 Whistleblowing and Grievance Policy V7 220105



Date Approved by Owner/Revisions made

5 January 2022

Subject to change. This policy should be reviewed annually but may be amended or replaced at any time.



Owner

Department: Legal

Position: General Counsel



Applies to

Unless otherwise indicated, this policy applies to all staff, officers, directors, consultants, contractors, part or fixed-term employees, casual and agency staff and volunteers (collectively referred to as “staff” in this document. They do not form part of the terms of your contract.



Jurisdictional Coverage

All

Mandatory

Breaches of this policy may result in disciplinary action, up to and including dismissal.

1. WHISTLEBLOWING POLICY STATEMENT

- 1.1. The Company is committed to conducting the business of the Company and its subsidiaries (together, the Group) with honesty and integrity. All members of staff are expected to maintain high standards in accordance with applicable laws and regulations and the Group Code of Conduct.
- 1.2. The aims of the Whistleblowing Policy are:
 - (a) To encourage staff to report suspected wrongdoing as soon as possible, in the knowledge that their concerns will be taken seriously and investigated confidentially, as appropriate, and that anonymity, if requested, will be respected.
 - (b) To provide staff with guidance as to how to raise those concerns.
 - (c) To reassure staff that they should be able to raise genuine concerns in good faith without fear of reprisals, even if they turn out to be mistaken.
- 1.3. It is each employee's responsibility to understand and follow the laws and regulations that apply to the Group's business and to consult with the Whistleblowing and Grievance Officer. If any uncertainty arises as to how they apply, or any other question about laws or regulations arises. Failure to follow this Policy may result in disciplinary action. This Policy does not form part of any employee's contract of employment and it may be amended at any time.
- 1.4. This Policy applies to all individuals working at all levels within the Group, including Genel directors, officers, employees, contract employees, and agents ("Associates").

2. WHAT IS WHISTLEBLOWING?

- 2.1. Whistleblowing is the disclosure of information that relates to suspected wrongdoing or dangers at work. A whistleblower is a person who raises a genuine concern in good faith relating to any of the above. If you have any genuine concerns related to reasonably suspected wrongdoing or danger affecting any of our activities (a whistleblowing concern) you should report it under this Policy.
- 2.2. This Policy should ordinarily not be used for complaints relating to your own personal circumstances, such as the way you have been treated at work. We encourage you to raise these concerns with Exco or HR.
- 2.3. If you are uncertain whether something is within the scope of this Policy you should seek advice from the Whistleblowing Officer or the General Counsel whose contact details are at the end of this Policy.

3. RAISING A WHISTLEBLOWING CONCERN

- 3.1. We hope that staff will feel able to voice whistleblowing concerns openly, and in many cases you will be able to raise any concerns with your line manager. You may tell them in person or put the matter in writing if you prefer. They may be able to agree a way of resolving your concern quickly and effectively. In some cases they may refer the matter to the Whistleblowing Officer.
- 3.2. However, where the matter is more serious or you feel that your line manager has not addressed your concern or you prefer not to raise it with them or HR or ExCo for any reason, you should raise your concern via the whistleblowing hotline; details of which are at the end of this policy.
- 3.3. The whistleblowing helpline is available 24 hours a day, 365 days a year. Calls and reports over the helpline are received on behalf of Genel by an independent third-party specialist helpline provider.
- 3.4. Regardless of what channel you use to report a concern, a written summary and case will be created and tracked until it is resolved and closed. If you utilise the anonymous features of the whistleblowing hotline,

the call handler may request additional information and will be able to communicate with you regarding the status of the report. If you choose not to remain anonymous, a meeting will be arranged by the relevant person within the Company responsible for handling the matter with you as soon as possible to discuss your concern.

4. GRIEVANCE POLICY

- 4.1. The Company Grievance Policy is a process for receiving, investigating, responding to and closing out complaints or grievances from affected external stakeholders in a timely, fair and consistent manner. Examples of the stakeholders for this Policy are Genel's contractors, sub-contractors, suppliers, community groups or individuals, local governments, and academic institutions.

5. APPLICATION OF WHISTLEBLOWING AND GRIEVANCE POLICY

This policy applies to the following areas:

- 5.1. Conflicts of Interest
- 5.2. Bribery and Corruption including business courtesies, facilitation payments, funding social investment, donations and sponsorships
- 5.3. Data Privacy and Records Management
- 5.4. ESG related issues
- 5.5. Failure to comply with any legal or professional obligation or regulatory requirements
- 5.6. Health, Safety and Environment
- 5.7. Human Rights including modern slavery
- 5.8. Trade Sanctions and Export Controls
- 5.9. Insider Trading
- 5.10. Money Laundering and Criminal Facilitation of Tax Evasion

6. INVESTIGATION AND OUTCOME

- 6.1. Once you have raised a concern, we will carry out an initial assessment to determine the scope of any investigation (if any) and determine who will be the relevant Company personal responsible for the investigation. The General Counsel will be responsible for review and investigation of allegations of potential violations of law.
- 6.2. We will aim to keep you informed of the progress of the investigation and its likely timescale. However, sometimes the need for confidentiality and legal considerations may prevent us giving you specific details of the investigation or any disciplinary action taken as a result. You should treat any information about the investigation as confidential.
- 6.3. It is a very serious matter to raise a concern which is known to be false and if we conclude that a whistleblower has made false allegations maliciously, in bad faith or with a view to personal gain, we may conclude that such action amounts to gross misconduct and the whistleblower may be subject to disciplinary action up to and including dismissal.

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7. PROTECTION AND SUPPORT

- 7.1. It is understandable that reportees are sometimes worried about possible repercussions. We encourage openness and will support concerns raised in good faith under this Policy, even if they turn out to be mistaken.
- 7.2. If you have made a protected disclosure under this Policy, you will not be subject to any detrimental treatment. Detrimental treatment includes dismissal, disciplinary action, threats or other unfavourable treatment connected with raising a concern. If you believe that you have suffered any such treatment, you should inform the Whistleblowing Officer immediately.
- 7.3. Staff must not threaten or retaliate against whistleblower in any way. Victimising or deterring a member of staff from raising a matter of concern will be misconduct and may lead to disciplinary action.

8. IF YOU ARE NOT SATISFIED

- 8.1. While we cannot always guarantee the outcome you are seeking, we will try to deal with your concern fairly and in an appropriate way. By using this Policy you can help us to achieve this.
- 8.2. If you are not happy with the way in which your concern has been handled, you may contact the chairman of the Audit Committee, whose contact details are set out at the end of this Policy.

9. RESPONSIBILITY FOR THE SUCCESS OF THIS POLICY

- 9.1. The Board of directors has overall responsibility for this Policy and for reviewing the effectiveness of actions taken in response to concerns raised under this Policy.

10. CONTACTS

Whistleblowing Officer	Stephen Mitchell +44 20 7659 5116 stephen.mitchell@genelenergy.com
Whistleblowing Confidential Telephone Hotline and Website	
United Kingdom	0800 041 8176
Turkey	0800 621 2397
Kurdistan	00 964 751 799 3594
Morocco Somaliland	Genel Energy Speak Up (deloitte-halo.com)
Website	Genel Energy Speak Up (deloitte-halo.com)
General Counsel	Jamie Dykes +44 20 7659 5123 jamie.dykes@genelenergy.com
Chairman of the Audit Committee	Canan Ediboglu +44 20 7659 5100 canan.ediboglu@genelenergy.com

Versions of the document			
Version No.	Effective Date	Author	Comments/Modifications
v.4	9 October 2019	Katie Irving	Updating Whistleblowing contact details.
v.5	6 October 2020	Katie Irving	Updated Whistleblowing contact details.
v.6	8 July 2021	Monia Joshi	Policy updated. Added contents – Grievance Policy
v.7	5 January 2021	Katie Irving	Updated Whistleblowing contact details Updated General Counsel details to Jamie Dykes (24 Jan)