

### Whistleblowing Policy

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## **1. Purpose and Objectives**

- 1.1. Pakistan Oxygen Limited is committed to conducting its business in the most transparent manner and to work with all stakeholders including but not limited to employees, vendors, customers, shareholders, and other stakeholders in a manner which is compliant with legal and ethical values.
- 1.2. The purpose of this policy is to ensure that all stakeholders are able to make a fair and prompt disclosure of circumstances where it is genuinely believed that the Company's business is not being carried out in an appropriate manner or in violation of applicable law, and the code of ethics of the Company.
- 1.3. The Company's Whistleblowing Policy encourages and enables all concerned to raise concerns of unethical or illegal activities, violations of the Company policies, or any behavior that may harm the organization's reputation or interests within the Company rather than overlooking a problem or 'blowing the whistle' outside.

## **2. Scope**

- 2.1. The policy covers the following concerns:
  - a) Conduct by anyone, which is an offence/breach of law.
  - b) Failure to comply with legal obligations.
  - c) Violation / noncompliance of Company's policies / procedures.
  - d) Health and safety risks, including risks to the public as well as other employees.
  - e) Damage to the environment as a consequence of Company's operations, Company assets and/or corporate image.
  - f) Possible fraud /corruption / incorrect financial reporting with malafide intentions or other unethical practices.
  - g) Illegal use of sensitive Company data.
  - h) Actions which are unprofessional, inappropriate or in conflict with a general understanding of what is right or wrong / unethical.
  - i) Miscarriage of Justice.
  - j) Non-adherence to the principles of Company's Code of Conduct.
- 2.2. The Whistleblowing Policy does not apply to employees' career related issues like promotions, transfers, relocations, trainings etc. for which separate procedures exist.

## **3. Reporting Mechanism**

- 3.1. Employees are encouraged to share and discuss their concerns with line managers before considering the use of whistleblowing procedures to air their concerns. However, in case it is not possible for them, or they do not wish to

share or discuss their concerns with their line managers then the employee should raise the matter through the whistleblowing procedure outlined below.

- 3.2. Reporting can be made by employees / other parties directly via email to [compliance.hr@pakoxygen.com](mailto:compliance.hr@pakoxygen.com) for all concerns while complaints or concerns raised against the Chief Executive Officer and/or his direct reports shall exclusively be raised at [compliance.codeofethics@pakoxygen.com](mailto:compliance.codeofethics@pakoxygen.com) (this email is of the Chairman Board Audit Committee).
- 3.3. Complaints or concerns against the Board of Directors or any of its members be raised at [compliance.chairman@pakoxygen.com](mailto:compliance.chairman@pakoxygen.com) and such complaints shall be directed to the Chairman of the Board of Directors.
- 3.4. Complaints or concerns against Chairman of the Board of Directors be raised at [compliance.hrrnc@pakoxygen.com](mailto:compliance.hrrnc@pakoxygen.com) and such complaints shall be directed to the Chairman Human Resource Remuneration and Nomination Committee (HRR&NC).

#### **4. Confidentiality**

- 4.1. These email addresses are a link to a system which is created to ensure complete confidentiality for the person who raises the concern, to remove any fear of retaliation for raising a concern while an independent body thoroughly investigates the concern so raised.
- 4.2. All reports made by whistleblowers will be treated with the utmost confidentiality and all efforts will be made to maintain anonymity. Only authorized personnel directly involved in investigating the reported issue will have access to the information provided.
- 4.3. This system shall also be available for anonymous reporting through which concerns may be reported via email at the given email address or by post at the PO Box address of the Company marked to the Chairman Board Audit Committee or Chairman of the Board of Directors, as the case may be, as "Strictly Confidential" without mentioning their identity or name, etc.

#### **5. Prohibition of Retaliation**

- 5.1. This Policy is designed to offer protection to those who disclose a complaint, provided this disclosure is made in good faith.
- 5.2. Retaliation against whistleblowers in any form, including but not limited to intimidation, harassment, termination, demotion, or any adverse employment action, is strictly prohibited.

- 5.3. Any employee found to have engaged in retaliation against a whistleblower will be subject to disciplinary action.
- 5.4. Whistleblowers will be given an opportunity to report any and every retaliatory conduct towards them and, hence, monitoring the welfare of all employees and providing a safe environment to the whistleblowers is of paramount importance.

## **6. Training and Awareness**

- 6.1. This policy shall be communicated clearly to all employees and stakeholders, and regular training on whistleblower protection should be provided to ensure awareness and compliance. The policy shall also be published on the Company's website.
- 6.2. Refresher Sessions / communication should also be conducted on a periodic basis to reinforce awareness and understanding of the Whistleblowing Policy among employees.

## **7. Documentation and Record-Keeping**

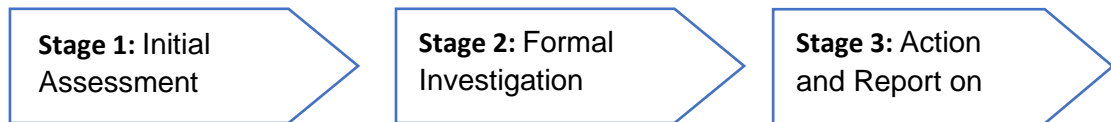
- 7.1. All whistleblower reports should be documented containing details such as nature of the concern, the date of the report, and any supporting evidence provided.
- 7.2. The investigation process shall be documented including recording the steps taken during the investigation, such as interviews conducted, evidence gathered, and findings made.
- 7.3. Decisions and outcome of investigations shall be documented such as disciplinary actions taken or remedial measures implemented.

## **8. Review and Update of Policy**

- 8.1. Review and update of the Whistleblowing Policy is essential to ensure its effectiveness and relevance over time.
- 8.2. This policy shall be reviewed every three years or as and when needed to ensure its continued effectiveness and alignment with organizational goals or and regulatory requirements, if any. Updates and revisions to the policy shall be communicated to all relevant stakeholders.

## 9. Procedures for investigation and handling complaints

- 9.1. Once a complaint is received, it will be logged in a dedicated confidential database and given a unique identification number.
- 9.2. An acknowledgment receipt will be sent to the whistleblower.
- 9.3. Investigation will be in three stages:



### Stage 1: Initial assessment

Upon receipt of a complaint Head of HR and CEO under the guidance of the Chairman Board of Directors or the Chairman Board Audit Committee shall conduct a preliminary assessment to determine:

- a) If the complaint is valid and falls within the scope of the whistleblowing policy and if so, whether a formal investigation is required.
- b) Assess the urgency and severity of the complaint to prioritize actions.

If the complaint falls outside the scope of whistleblowing, it should be referred to the relevant department.

### Formation of investigation committee:

The Head of HR and CEO under the guidance of the Chairman Board of Directors or the Chairman Board Audit Committee, as the case may be, shall form an investigation committee to oversee the process, ensure impartiality and to uphold the organization's commitment to ethical conduct. Team formation will take into account, the following:

- a) The team has independent investigators with relevant expertise.
- b) There is no conflict of interest between the investigators and the nature of the complaint.

The Committee shall comprise of a chairperson and 3 other members. The chairperson shall be responsible for leading the committee and ensuring adherence to procedures. The responsibility for chairperson is vested on an independent third party, i.e., Chairman Board Audit Committee who is an independent director of the Company. A chairperson other than the Chairman Board Audit Committee may be

appointed depending upon the nature of the complaint as defined in serial 3 “Reporting Mechanism”.

## **Stage 2: Formal investigation**

### **a) Investigation Planning**

The chairperson shall initiate the investigation keeping in consideration the following:

- a) Independence of the members.
- b) Nature and scope of the investigation.
- c) Consider the complaint severity and criticality of the complaint and decide as to whether the complaint is to be investigated internally or externally by the audit firm engaged by the Company for its internal audit function.
- d) Determine the timeframe required to conclude the investigation.
- e) Develop plan covering timelines, resources, and methodology.

### **b) Conducting the Investigation:**

- a) The responsibility to investigate is being vested on an independent third party, i.e. Chairman Board Audit Committee who is an independent director of the Company.
- b) In case of concerns raised against the Board of Directors or any of the Board members, the Board Chairman shall assess the severity and importance of the concern before deciding whether an investigation is warranted. The Chairman of the Board of Directors shall also determine the mechanism to investigate the matter, if required.
- c) In case of concerns raised against the Chairman Board of Directors, the HRR&NC shall evaluate the seriousness and significance of the concerns to decide whether an investigation is warranted. The HRR&NC shall also determine the mechanism to investigate the matter, if required.
- d) In case of concerns reported to Head of HR, he shall seek guidance of the Chairman Board of Directors or the Chairman Board Audit Committee, as the case may be, to deal with the concerns reported to him.
- e) All whistleblowing cases shall be presented to the Board Audit Committee for its information and consideration as part of quarterly review. The Chairman Board Audit Committee shall report the cases to the Board of Directors.

- f) The process as defined above shall also be available to all external stakeholders. Such a whistleblowing system will ensure that all concerns of internal and external stakeholders are objectively evaluated based on the merits of the information provided, regardless of the whistleblower's position or relationship within the organization.
- g) Investigations will be conducted impartially, without bias or prejudice, to ensure a fair and thorough examination of the reported concerns.

Actions of the investigation committee shall include:

- a) Collect and review relevant documents, records, and evidence related to the complaint (including but not limited to witness statements, emails, financial records, etc.).
- b) Maintain strict confidentiality and impartiality during the process.
- c) Ensure that all interviews are conducted in a structured manner and the proceedings are documented and minuted.
- d) Analyze the evidence gathered to determine whether it supports the allegations and evaluate the credibility and relevance of the evidence.
- e) Maintain record of all evidence, interviews, and findings throughout the investigation and ensure that documentation is stored in a secure and confidential manner with access only to authorized personnel.
- f) Provide opportunity to the whistleblower to provide additional information or evidence to support their case, if needed, during the investigation process.
- g) Respondent / alleged will be provided with a fair opportunity to refute any false or inaccurate claims made against them.

### **Stage 3: Action and report on outcome**

The Committee shall:

- a. Provide interim updates to the whistleblower (if known) and the Board of Directors on the progress of the investigation.
- b. Prepare a detailed investigation report outlining the findings, including whether the allegations were substantiated or not.



- c. Make recommendations for corrective actions, process improvement or disciplinary measures if misconduct or allegation is substantiated.
- d. Communicate the findings and any actions taken to the whistleblower and relevant stakeholders, as appropriate.

The final report should be approved by the Board of Directors.

### **Communication of outcome**

The Head of HR shall:

- a) Inform the whistleblower of the outcome, including any corrective actions taken, while ensuring confidentiality.
- b) Notify relevant departments about the findings and required actions.

### **Remediation and disciplinary actions**

The Head of HR in accordance with the final report shall:

- a) Implement corrective actions, such as policy changes, training, or disciplinary measures against individuals involved.

### **Monitoring**

The Head of HR shall monitor the implementation of the corrective actions to ensure that the issue raised is fully resolved.