

HATTON NATIONAL BANK PLC

POLICY ON WHISTLEBLOWING

1. OVERVIEW

The Board of Directors of the Bank has adopted the Policy on Whistleblowing (the "**Policy**") in conformity with the Listing Rules to encourage employees to report in good faith any incident of illegal, unfair, unethical and/or inappropriate behaviour/misconduct, practice, act or omission of any nature, which could adversely affect the Bank. This document sets forth a summary of the Policy.

Any capitalized term not specifically defined in this Summary will have the meaning therefor set forth in the Policy.

2. PURPOSE

The purpose of the Policy is to establish detailed processes through which employees can raise concerns that relate to actual or suspected violations and report incidents of suspected fraud, corruption, collusion and coercion, and other serious infringement of the rules or the policies in force at the Bank, provided that such is done in good faith.

3. REPORTABLE CONDUCT

- 3.1 Employees may make a disclosure if they have reasonable grounds to believe that any Director, officer or Employee of the Bank has engaged in Reportable Conduct, which may include conduct which is:
- (i) Unethical, dishonest, fraudulent, corrupt, illegal or wrongful;
 - (ii) Breach of the Bank's policies including a waste of its resources;
 - (iii) Oppressive or grossly negligent;
 - (iv) Breach of confidentiality or privacy;
 - (v) Misuse of social media;
 - (vi) Violation of any law/sub-legislation or applicable to the Bank;
 - (vii) Potentially damaging to the Bank, its employees or a third party;
 - (viii) Misconduct;
 - (ix) A danger, or represents a danger to the public or financial system;
 - (x) Harassment, discrimination, victimization or bullying.
- 3.2 The Whistleblower Protection Officer will determine if there are reasonable grounds to substantiate claims of Reportable Conduct.
- 3.3 Complaints will be investigated by designated authorities. The Whistleblower Protection Officer may however decide on the appropriate investigative authority on a case-by-case basis.

4. PRINCIPLES

- 4.1 Employees have multiple channels for reporting concerns. In specific situations, they may bypass the main channels if deemed inappropriate.
- 4.2 Employees who report in good faith will not face reprisals. Good faith is defined as having a reasonable belief that Reportable Conduct has occurred or may occur, with no expectation of personal benefit. Employees reporting incidents in good faith will have their identities protected and kept confidential to the greatest extent possible.
- 4.3 While employees are encouraged to disclose their identities when reporting, anonymous complaints may be considered at the Bank's discretion.

5. SAFEGUARDS

6.1 Protection of Whistleblowers:

The protection of a Whistleblower will apply only to the act of whistleblowing and does not shield individuals from disciplinary actions if they are found to be involved in the wrongdoing reported.

6.2 Confidentiality:

The identity of and information provided by a Whistleblower, will be kept confidential except where disclosure is required by law or necessary for policy implementation.

6.3 Retaliation Penalties:

Any retaliatory action against individuals reporting in good faith is strictly prohibited and considered a breach of professional ethics.

6. REPORTING PROCEDURE

- 6.1 Whistleblowers should provide specific details when reporting alleged Reportable Conduct, including the type of conduct, timing and location, the involved parties, a description of the conduct, the rationale for reporting and supporting evidence.
- 6.2 Whistleblower complaints will be reviewed by a Whistleblower Protection Officer before being forwarded to the Relevant Authority identified in the Policy to assess whether they qualify as Whistleblower complaints.
- 6.3 If deemed necessary, the complaint will be referred to the appropriate Relevant Authority or external party for further investigation.

7. INVESTIGATING PROCEDURE

- 7.1 Employees must immediately report concerns to a Whistleblower Protection Officer, including necessary evidence and documentation.
- 7.2 The investigation procedure will be determined based on the facts and relevant policies of the Bank.
- 7.3 A report which includes corrective and preventive measures will be issued by the Relevant Authority carrying out the investigation in to the whistle blowing complaint. If a prima facie case is found, disciplinary procedures will be initiated, with penalties determined by the disciplinary committee of the Bank.
- 7.4 The individual against whom the complaint is made, may be informed of the allegations and given a chance to respond, at the discretion of the Relevant Authority.

8. INCENTIVES FOR WHISTLEBLOWING

Employees are encouraged to report any concerns that may adversely impact the Bank, provided such reports are made in good faith. Recognition of valid submissions will be documented confidentially and added to the employee's personal file.

9. WHISTLEBLOWING COMPLAINTS RELATING TO SUBSIDIARIES

Complaints received regarding subsidiary companies will be forwarded to the designated director responsible for whistleblowing at the respective subsidiary.

10. UNTRUE ALLEGATIONS

Employees who raise genuine concerns or allegations in good faith will not face any action if these concerns are not substantiated by an investigation. However, if allegations are determined to be malicious, false, or made in bad faith, the Bank may take disciplinary action against the employee involved.