



# WHISTLE BLOWING POLICY

## FOR INTERNAL USE ONLY

**Policy Owner:** Group Audit Manager

**Date:** 20th December 2020

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## Document Change History

### Policy Version Control

Version	Date	Author	Description
1.0 / 2.0	20th December 2020	George Okwach	Policy Developed & Approved

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## Document Location

After sign-off, this document will be published on the intranet under Company Policies.

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## 1. Preamble

Crown Paints Limited, its subsidiaries, affiliates and constituent companies (together referred to as “Crown Paints”) are committed to ensuring exceptional business standards by observing integrity, diligence and responsibility in the company’s activities and operations. This Whistleblowing Policy is intended to play an important part in ensuring that Crown Paints promotes a culture of transparency and accountability in all its business operations.

This policy is one of several policies that touches on ethical conduct at Crown Paints, and should be read together with the following company policies:

- Human Resources Manual; and
- Any other policy provisions relating to ethics and compliance.

To the extent of any conflict between the provisions of this policy and any whistleblowing provisions set out in the Human Resources Manual, the provisions of this policy shall prevail but only to the extent of such conflict.

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## 2. Definitions

**Whistleblowing** — The act of a stakeholder reporting alleged unethical matters to the appropriate authority for action.

**Whistleblowing disclosure** — Any report made on suspected irregularity of an ethical nature. Such irregularities include fraud, corruption, sexual harassment, conflicts of interest, nepotism, undeclared personal relationships, misuse of organizational resources and deliberate violation of organizational policies and procedures by any individual within Crown Paints.

**Stakeholders** — Internal and external stakeholders at Crown Paints, including any independent non-executive directors. Such stakeholders include employees at all levels, all subcontractors, customers and service vendors.

**Service provider** — Refers to the independent external service provider(s) appointed by Crown Paints to provide the technical channels through which whistleblowing disclosures can be made.

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## 3. Scope of the Policy

This policy applies to Crown Paints and all subsidiaries, branches and business units.

Even though the policies and procedures at the business unit or subsidiary levels reflect the legislation and regulations of the host jurisdiction, they must still be consistent with and supportive of Crown Paints' broader policies and procedures.

In cases where the host jurisdiction requirements are stricter than the parent company's policy, the relevant branch or subsidiary shall adopt and implement the host jurisdiction local requirements.

This policy shall be read and interpreted alongside the organization's other policies as outlined under point 1 above.

This policy will apply to all internal and external stakeholders of Crown Paints including any independent non-executive directors.

This whistleblowing policy aims to create an environment where stakeholders are able to raise concerns relating to misconduct, irregularities or malpractices without fear of harassment and/or victimization, and with an assurance that their concerns will be taken seriously and action taken for the benefit of Crown Paints.

Employees and all other stakeholders are encouraged to report incidences of misconduct involving their peers/colleagues, supervisors or top management where ordinary reporting



channels are not considered effective or appropriate. Such reports should, as far as possible, be based on personal knowledge or experience.

All employees are protected from victimization, harassment or disciplinary action as a result of any disclosure, provided such disclosure is made in good faith.

In making a disclosure through whistleblowing, the individual should exercise due care in reporting his/her concerns.

If an individual makes malicious allegations, and particularly if he/she persists in making such allegations and is identified as such, the individual shall be subjected to disciplinary action.

Any amendments to this policy shall be made in writing and approved in line with the approval structure at Crown Paints.

This policy is effective from 20th December 2020.

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## 4. Objectives of the Policy

The key overall objective of this policy is to provide a safe environment for communication of any ethical concerns in a structured manner.

Specific aims and objectives are to:

- a. Set out Crown Paints' formal whistleblowing policy with effective procedures for disclosure of suspected irregularities.
- b. Encourage stakeholders to report unethical or illegal conduct confidentially and without fear of harassment, intimidation or reprisal.
- c. Encourage timely reporting of suspected irregularities.
- d. Provide a discreet escalation process and confidential communication channels.
- e. Ensure consistent and timely response by Crown Paints.
- f. Enhance awareness of whistleblowing options and rights.
- g. Ensure appropriate oversight by the Board of Directors.
- h. Serve as a deterrent against irregularities, malpractice and misconduct.
- i. Protect the rights of Crown Paints and its stakeholders.
- j. Promote a culture of openness, accountability and integrity.

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## 5. Reporting Whistleblowing Disclosures

The policy provides a platform for reporting suspected irregularities for investigation and action.



It is the duty of any stakeholder with reasonable suspicion of irregularity to report such suspicion.

Reportable irregularities include:

- a. Financial malpractice such as fraud, corruption, bribery, theft and conflicts of interest.
- b. Actions contrary to the Human Resources Manual.
- c. Criminal activity.
- d. Improper or unethical conduct.
- e. Failure to comply with regulatory or internal policies.
- f. Failure to comply with legal obligations.
- g. Corporate governance breaches.
- h. Sexual or physical abuse or harassment.
- i. Any attempt to conceal the above or interfere with the whistleblowing process.

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## 6. Commitment to the Policy

Crown Paints is committed to the highest standards of ethics, honesty, openness and accountability and will ensure availability of a whistleblowing mechanism.

Disclosures made in good faith will be protected. Unsubstantiated allegations made in good faith will not attract disciplinary action.

Whistleblowers may remain anonymous, though disclosure of identity is encouraged and will be protected except where legally required.

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## 7. Who Should Blow the Whistle?

Any individual who observes reportable misconduct may disclose such information in good faith.

### 7.1 Types of Whistleblowers

- a. **Internal whistleblowers** — Employees, interns, managers and directors.
- b. **External whistleblowers** — Customers, applicants, service providers and members of the public.

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## 8. Whistleblowing Reporting Procedures



Disclosures may be made via:

- a. Dedicated email
- b. Toll-free phone line
- c. SMS
- d. WhatsApp
- e. Online chat
- f. Web portal

Investigations shall commence within five business days where possible.

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## 9. Reporting to the Board of Directors

Crown Paints shall designate senior management to receive reports and submit periodic summaries to the Board Audit, Risk & Compliance Committee.

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## 10. Review and Records

This policy shall be reviewed annually.

The whistleblowing service provider shall maintain records of disclosures and feedback provided.

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## For Crown Paints Kenya PLC

**Group Audit Manager**  
**Group Finance Director**  
**Group CEO**