

Secure Electronic Technology Plc Whistle Blowing Policy

HR-WBP-POL-001

1 INTRODUCTION

SET Plc. is committed to the highest standards of openness, probity and accountability.

An important aspect of accountability and transparency is a mechanism to enable staff and the general public to voice their concerns in a responsible and effective manner. It is a fundamental term of every contract of employment that an employee will faithfully serve his or her employer and not disclose confidential information about the employer's affairs. Nevertheless, where an individual discovers information which they believe shows serious malpractice or wrongdoing within the organisation then this information should be disclosed internally without fear of reprisal, and there should be arrangements to enable this to be done independently of line management (although in relatively minor instances the line manager would be the appropriate person to be told).

The Public Interest Disclosure Act, which came into effect in 1999, gives legal protection to employees against being dismissed or penalised by their employers as a result of publicly disclosing certain serious concerns. The Company has endorsed the provisions set out below so as to ensure that no members of staff should feel at a disadvantage in raising legitimate concerns.

It should be emphasised that this policy is intended to assist individuals who believe they have discovered malpractice or impropriety. It is not designed to question financial or business decisions taken by the Company nor should it be used to reconsider any matters which have already been addressed under harassment, complaint, disciplinary or other procedures. Once the "whistleblowing" procedures are in place, it is reasonable to expect staff to use them rather than air their complaints outside the Company

The policy also seeks to

- Identify and evaluate threats and vulnerabilities;
- Introduce and manage appropriate levels of protection against malicious and criminal activities.

2 SCOPE OF POLICY

This policy is designed to enable employees of the Company to raise concerns internally and at a high level and to disclose information which the individual believes shows malpractice or impropriety. This policy is intended to cover concerns which are in the public interest and may at least initially be investigated separately but might then lead to the invocation of other procedures e.g. disciplinary. These concerns could include

- All forms of financial malpractices or impropriety such as fraud, corruption, bribery or theft;
- Actions detrimental to Health and Safety or the Environment;

- Any form of criminal activity;
- Improper conduct or unethical behavior; that undermines universal and core ethical
- values such as integrity, respect, honesty, accountability, fairness etc;
- Failure to comply with regulatory directives, administrative or internal policy framework;
- Failure to comply with legal obligations or statutes.
- Other forms of corporate governance breaches;
- Connected transactions;
- Insider abuse;
- Non-disclosure of interest;
- Sexual or physical abuse of any staff, financial advisor, policy holder, service provider,
- vendor and other relevant stakeholders;
- Conduct translating to gross waste of resources; and
- Attempt to conceal any of the above listed acts.

3 SAFEGUARDS

i. Protection

In view of reprisals that have been known to be directed at whistle blowers; the policy provides an assurance that SET Plc. Management would protect whistle blowers provided that the reports are in good faith and that they are not for personal gains.

ii. Confidentiality

The Company will treat all such disclosures in a confidential and sensitive manner. The identity of the individual making the allegation may be kept confidential so long as it does not hinder or frustrate any investigation. However, the investigation process may reveal the source of the information and the individual making the disclosure may need to provide a statement as part of the evidence required.

iii. Anonymous Allegations

This policy encourages individuals to put their name to any disclosures they make. Concerns expressed anonymously are much less credible, but they may be considered at the discretion of the Company.

In exercising this discretion, the factors to be taken into account will include:

- * The seriousness of the issues raised
- * The credibility of the concern
- * The likelihood of confirming the allegation from attributable sources

iv. Untrue Allegations

If an individual makes an allegation in good faith, which is not confirmed by subsequent investigation, no action will be taken against that individual. In making a disclosure the individual should exercise due care to ensure the

accuracy of the information. If, however, an individual makes malicious or vexatious allegations, and particularly if he or she persists with making them, disciplinary action may be taken against that individual

4 Raising a concern - the process

Employees are encouraged to raise their concerns with you as their line manager. Should you receive a concern;

- Clarify what is alleged by the employee;
- Assess what action should be taken;
- Record the employee's concern on the whistle-blowing investigation log;
- You will need to ensure the incident is reported to HR
- HR will be able to provide any additional assistance if required;
- Depending on the nature of the concern, the matter may be referred to an auditor, the police or another independent body;
- Decisions and any remedial action should be clear and fully documented on the investigation log;
- You will need to send the completed whistle-blowing investigation log to the Counter Fraud Team (Internal Audit) for their records.

5 Procedure

- If an employee has a concern, they should first raise it with their Line Manager, verbally or in writing. If they feel that this person may be involved or do not wish to approach them, then they should approach HR
- If the employee feels a senior manager/trustee may be involved, the employee should report the matter to Chief Executive.
- The organisation will ensure that an investigation takes place and make an objective assessment of the concern. The employee will be kept advised of progress and the organisation will ensure the action necessary to resolve the concern is taken.
- In the case of a complaint, which is any way connected with but not against the Director, the Chief Executive will nominate a Senior Manager to act as the alternative investigating officer.
- Complaints against the Chief Executive should be passed to the Chairman who will nominate an appropriate investigating officer.

At the conclusion of the investigation, the employee should be advised that the matter has been dealt with, and the outcome recorded on the confidential whistle-blowing investigation log.

6 External Whistle Blowing procedure

External Whistle Blowers are Agents, vendors, service providers and other members of the public who report wrong doings of employees to the Head, Internal Audit or the MD/CEO. An external Whistle Blower may raise concerns either by declaration or anonymously through any of the following:

1. Formal letter to the MD/CEO of Sanlam Nigeria Limited and/or the Head, Internal Audit.

2. Dedicated whistle blowing e-mail: whistleblowing@setplc.com

3. Log on www.setplc.com/whistleblowing/ to report a misconduct.

Changes to any of the channels detailed above would be promptly communicated to all stakeholders by the Company through the approved channels.

Where the concern is received by staff other than the MD/CEO of SET Plc or the Head, Internal Audit, the staff to which the concern was directed shall be required to;

Document and immediately forward the concern(s) to the Head, Internal Audit with copy to the MD/CEO.

If the concerns affect the Head, Internal Audit, the MD/CEO would be notified, and where such issues affect Executive Management or a particular Director, such concern shall be referred to the Board of Directors for appropriate action within a reasonable time.

Reporting Format

An External Whistle Blower shall follow the following procedure while presenting the concern(s) in the following format:

- Background of the concerns (with relevant dates)
- Reason(s) why he/she is particularly concerned about the situation.

WHISTLE BLOWING POLICY AND PROCEDURE MANUAL

Disciplinary measures in line with the Staff Handbook shall be taken against any staff that receives concerns from an External Whistle Blower and fails to pass same to the appropriate authority.

Investigating Process of Concern(s) by an External Whistle Blower

The Head, Internal Audit shall within 7 days of receipt the concern from an external Whistle Blower:

- Acknowledge receipt of the issue(s) raised.
- Carry out preliminary review to ascertain validity of the claim and also determine whether the concerns fall within the scope of whistle-blowing or not.
- The purposes of investigation are to:
 - Establish if a wrongdoing has occurred based on the concern(s) raised, and if so to what extent; and
 - To minimize the risk of further wrongdoing, prevent any further loss of assets, damage to the reputation of the Company and if possible, protect all sources of evidence.

If preliminary investigation shows that the concerns fall within the whistle blowing reportable concerns, then further investigation shall be carried out. If otherwise, the Head, Internal Auditor shall refer the matter to the appropriate quarters for further action.

If criminal activity has taken place, the Head, Internal Audit shall forward a report of the investigation to the Head, Legal Services and Compliance Department who

may then refer the matter to the police, and where necessary, appropriate legal action taken.

The Head, Internal Audit shall give update of the progress of investigation to the whistle-blower if deemed necessary.

The Head, Internal Audit shall, upon conclusion of the investigation, forward a detailed report to the Head, Human Resources for appropriate actions in line with the approved policies of the Company.

Where necessary, the Head, Internal Audit will keep the Whistle Blower informed of progress and the outcome of the investigation, within the constraints of maintaining confidentiality or observing legal restrictions generally.

If dissatisfied with the outcome of the investigation, a Whistle Blower may have recourse to the Chairman, Board Audit Committee which will not affect the fundamental right of the Whistle Blower to seek redress in the court of law.

7 Monitoring and review of the policy

The policy should be reviewed at least yearly to ensure its effectiveness

8 CONTACTS

Your co-operation with this policy is appreciated. However, if you have any queries or require further clarification please contact:

Document Owner: (Head, Quality Assurance)
qualityassurance@setplc.com

Note: Original master document is retained by the Document Owner and MUST be filed in the Department Reference File. The electronic copy is uploaded onto the controlled repository for USERS' accessibility.