

Whistle-blower Policy

The Commercial Bank – HC Policy



Whistle-blower Policy

Principles

- Commercial Bank adopts the highest standards of corporate governance, ethics and compliance.
- We require employees to immediately report incidents, or suspected incidents, of improper conduct.
- Whistle-blowers who act in good faith will be protected against reprisal or other unfair treatment.
- Deliberately false allegations will result in disciplinary action.

Definitions

Improper Conduct includes, but is not limited to:

1. Conduct violating any laws;
2. Fraudulent activity;
3. Violations of accounting, auditing or internal control policies or procedures;
4. Improper dealings with government officials, such as bribery;
5. A substantial mismanagement of Commercial Bank's resources;
6. Conduct involving substantial risk to public health or safety;
7. Conduct involving risk to Commercial Bank's reputation that would, if proven, constitute:
 - a. a criminal offence;
 - b. reasonable grounds for terminating the employment of any employee who was, or is, engaged in the conduct; or
 - c. reasonable grounds for disciplinary action.
8. Any other conduct that constitutes a violation of the Code of Conduct.

Protected Disclosure is any good faith communication, based on reasonable grounds, that discloses or demonstrates an intention to disclose, information that may evidence Improper Conduct.

Whistle-blowing is the deliberate, voluntary disclosure of Improper Conduct by a person who has (or has had) access to data, events or information about an actual, suspected or anticipated wrongdoing within Commercial Bank which is within management's ability to control.

A "Whistle-blower" may be any employee, director, related officer or contractor of Commercial Bank, or a member of the public, who anonymously (or not) makes, or attempts to make, a Whistleblowing disclosure as defined in this policy.

Reporting Improper (or suspected) Improper Conduct

- An employee who suspects Improper Conduct should report the matter to the Hotline /email.
- A supplier or contractor should also report suspected Improper Conduct to the Hotline /email .

Making an Anonymous Complaint/Disclosure

Commercial Bank encourages open and honest communication. If, however, employees or others wish to communicate their concerns anonymously they may call on the below numbers which are recorded and owned by Financial Crimes Control unit.

Whistle-blowing hotline

Hotline: +974 5574 2107

Email: whistleblowing@cbq.qa

The Protected Disclosure may be delivered orally or in writing. The Disclosure may occur without identifying the person or persons to whom the Disclosure relates.

Confidentiality of a report

Where a report of Improper Conduct is made, Commercial Bank will maintain confidentiality where possible. There may be occasions where confidentiality is not possible, for example:

- When the investigation leads to charges that are heard in court;
- Where the law requires the disclosure of the Whistle-blower's identity to a law enforcement authority;
- Where the nature of the allegation is such that the identity of the person can be deduced from the information that is provided by the Whistle-blower.

Investigation of a complaint

FCC will assess all the complaints, in case the complaint relates to employee misconduct, will refer the case to Human Capital Strategy and Governance unit to investigate. Investigations on misconduct will be dealt by Human Capital in accordance to the Commercial bank Disciplinary Policy.

FCC will investigate on all other complaints and may elect to appoint an external investigator.

Should matters arise that are outside the knowledge or expertise of the FCC investigator, the investigator will obtain specialist, independent advice. Employees of Commercial Bank must fully assist an investigator.

The investigator will keep detailed records of all interviews and all records that are reviewed.

At the end of the investigation the investigator will submit a report to the BACC and Group CEO simultaneously.

The report will include:

- A description of the overall approach to the investigation;
- A summary of the evidence;
- Conclusions;
- Recommended remedies to address the non-compliance, and ensure it does not recur;
- Recommended disciplinary action, if appropriate.

Protection of individuals making a Whistle-blower report

- All reasonable steps will be taken to protect the identity of the Whistle-blower.
- The Commercial Bank leadership is committed to protecting genuine Whistleblowers against reprisal.

- Commercial Bank leaders forbid any employee from acting in a way that penalises any person (or their colleagues or relatives) as a result of a Disclosure. This includes, but is not limited to, any reprimand, reprisal, change in work duties, threats, or damage to career prospects.
- The Chief Compliance Officer is the Whistle-blower Protection Officer and is responsible for protecting a Whistleblower from penalty arising from Disclosure.

The investigator will keep the Whistle-blower informed of the action taken in relation to their Disclosure.

Whistleblowers implicated in Improper Conduct

The act of Whistle-blowing will not shield a Whistle-blower from the reasonable consequences flowing from their own involvement in Improper Conduct. A person's liability for their conduct is not affected by the person's Disclosure of that conduct.

In some circumstances the reporting of Improper Conduct and an admission may be a mitigating factor when considering disciplinary action.

Evidence and false claims

A Whistle-blower is not expected to provide conclusive proof of Improper Conduct. However, to make a valid Protected Disclosure the person must act in good faith and have reasonable grounds for believing that Improper Conduct has occurred. The Whistle-blower must provide sufficient information to enable an investigation.