



الشركة الوطنية للتأمينات العامة (ش.م.ع.)
NATIONAL GENERAL INSURANCE CO. (PJSC)

Whistleblower Policy & Procedure

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Whistleblower Policy & Procedure

1. Policy

The word whistle blower in this Policy refers a person or entity making a disclosure of any unethical activity that they have observed. Whistle blowers can be employees, consultant, consultant's employees, clients, vendors, internal or external auditors, law enforcement / regulatory agencies or other third parties.

2. Policy Statement

National General Insurance Company PJSC (NGI) required directors and employees to observe high standards of business and personal ethics in the conduct of their duties and responsibilities.

NGI's policy is fundamental to the company's professional integrity and in addition it reinforces the value the company places on staff to be honest and respected members of their individual professions.

NGI recognizes that an important aspect of accountability and transparency is a mechanism to enable employees to voice concerns about breaches or failures in a reasonable and effective manner.

It should be emphasized that this policy is intended to assist all stakeholders (includes employees, vendors, customers, contractors & other business partners of NGI who believe they have discovered malpractice(s) or impropriety (s) and to protect employees and to those making such reports from victimization and reprisal should they 'blow the whistle' in good faith. 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 been investigated under harassment, grievance or disciplinary policies and procedures.

3. Scope

This policy is applicable to all Stakeholders (includes Board of Directors, Management personnel, employees, vendors, customers, contractors & other business partners of NGI).

4. Objectives

The objectives of the policy are as follows:

- To provide a mechanism to employees / stake holders / business partners etc., to approach the Executive Management or Board of the Company and disclose unethical / improper practices or any other alleged wrongful conduct in the Company.
- To enable a person, who observes an unethical practice (whether or not a violation of law), to approach the Company without necessarily informing their supervisors and without revealing their identity, (if they choose to do so).

5. Principles

When to blow the whistle

Whistle blowing is specific and means a disclosure of information made by an employee or an external person or body where they reasonably believe that one or more of the following matters is happening or has been perpetrated in the past or is likely to happen in the future:

- A criminal offence
- Intentional misrepresentations directly or indirectly affecting financial statements, questionable accounting or auditing matters

- A failure to comply with any legal obligation, violation of any law or regulations
- Danger to the health and safety of any individual
- Fraud or suspected fraud, thefts and dishonest acts
- Damage to the environment
- A serious willful breach of fundamental internal control
- An abuse of authority
- Profiteering as a result of insider knowledge
- Disclosure of confidential information to outside parties, leaking confidential or propriety information
- Accepting or giving bribes
- Wastage or misappropriation of Company's funds or assets
- Conflict of interest in business dealing with external parties
- Activities violating policies including code of conduct
- The deliberate concealment of information tending to show any of the matters listed above.

The above list is intended to give an indication of the kind of conduct which might be considered as 'wrongdoing'. In cases of doubt, the whistleblower should seek to speak to his or her immediate superior or follow the procedure for reporting under this Policy.

When not to blow the whistle

A grievance is, by contrast, a dispute about the employee's own employment position and has no additional public interest dimension. The **NGI Disciplinary & Grievance Procedure code** should be used to resolve an employee's concern that does not have a public interest aspect to it.

It is important to note that the whistle blowing policy should not be used to reconsider any matters which have already been addressed under grievance, disciplinary or other procedures.

If individuals have any concerns in relation to money laundering, these concerns should be referred directly to the **Compliance Officer - AML**.

All allegations must be brought in good faith. If it is discovered during the course of a whistle blowing procedure that the allegation has been raised maliciously, disciplinary action may be taken against the complainant.

If an employee makes an allegation in good faith, which is not confirmed by a subsequent investigation, no action will be taken against that employee.

NGI advocates zero tolerance toward any harassment or victimization and treat any harassment or victimization as a serious disciplinary offence as per the **NGI Disciplinary Policy and Procedure**, and will take action to protect employees when they raise a concern in good faith.

6. Reporting Responsibility

Stakeholders:

The stakeholders are responsible for:

- Raising their concerns in writing / hot lines as soon as they have a reasonable suspicion (**refer to Annex A for Whistle blowing Pro-forma**);
- Providing a full account and evidence for their concerns; and
- Raising concerns in good faith and maintain confidentiality regarding their concerns.

Internal Audit Manager

The Internal Audit Manager is responsible for ensuring that incident is managed in accordance with the Internal Audit Charter.

Additionally, the Internal Audit Manager has the responsibility for keeping the NGI Audit Committee apprised of Whistleblowing developments and responses undertaken.

The Internal Audit Manager would undertake the review in close coordination with the Human Resource Department (where applicable).

7. Policy Guidelines

a. Protection against Reprisals:

If an employee raises a genuine concern under this Policy, he or she will not be at risk of losing his or her job or suffering from retribution or harassment as a result. Provided that the employee is acting in good faith, it does not matter if he or she is mistaken. However, the company does not condone frivolous, mischievous or malicious allegations. Employee (s) making such allegations will face disciplinary action in accordance with the **NGI's Disciplinary & Grievance Procedure Code**.

b. Confidentiality:

The company encourages whistleblower to identify himself / herself when raising a concern or providing information. All concerns will be treated with strict confidentiality.

In that event, when the company is faced with a circumstance not covered by the above and where the whistleblower's identity is to be revealed, the company will endeavor to discuss this with the whistleblower first.

NGI will treat all 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 investigations. Employees should be aware that sometimes the investigatory process reveals the source of disclosure and the employee making the disclosure may need to provide a statement as part of the evidence required by law or court proceedings.

c. Anonymous concern and information:

This policy encourages employees and stakeholders who raise concerns not to remain anonymous, by ensuring they will be protected from victimization. However, where an employee wishes to remain anonymous, the investigating Committee will attempt to protect their identity. This may not always be possible as employees who report concerns may be required to give evidence as a witness, in situations where disciplinary or criminal action is taken.

The investigating committee will use its discretion in maintaining the anonymity of the individual concerned. The following factors would need to be taken into account:



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- the seriousness of the issue(s) raised;
- the likelihood of obtaining information from alternative sources, which would confirm the allegation.

d. Responsibilities of Human Resources (for concerns raised by employees)

Human Resources are responsible for:

- providing advice and support to employees, stakeholders and investigating managers involved in the whistle blowing procedure.
- assisting in the appointment of a suitable investigating manager.
- investigating any allegations of harassment or victimization experienced by the complainant; and
- reviewing this policy annually and specifically when there are changes to legislation.

8. Reporting Procedures

a. How to raise concern

Concerns or information are preferably raised or provided in writing (whistle blowing Pro-forma, fax or e-mail) or verbally by calling Internal Audit Manager on his hot line.

Ideally, the company recommends the whistleblower to be detailed in setting out the background and history of events and the reasons for the concern. The objective is to provide as much information possible about the incident which should include:

- What, when, where, who was involved
- Any health & safety issue
- Any violations and / or procedures
- Any witnesses, value if known
- Any previous incident or history
- Anyone else was informed if so details
- Any evidence in support and
- Reporting parties contact details.

b. Who to report to:

Stakeholders should Report to the following designated officer (s):

- **Chairman – Board Audit Committee**
- **Internal Audit Manager**

The following people have been nominated and agreed by NGI as designated officers for concerns under this procedure. They will have direct access to the most senior person in the organization; here is the list of key designated persons.



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#	Name	Designation	Contact No.	Email
1	Mr. Khalid Jassim Bin Kalban	Chairman-Board Audit, Risk & Compliance Committee	04 8122335	kkalban@dubaiinvestments.com
2	Reyazuddin Ahmed	Internal Audit Manager	04 2115901	reyazuddin@ngiuae.com

Anonymous concerns can be reported via email on this designated email address i.e., whistleblower@ngiuae.com

Points to Note:

The earlier the concern is raised the easier for the company to respond. The company expects the whistleblower to provide his/her concern in good faith and to show to the appropriate officer that there are sufficient grounds for his/her concern.

Timescales:

The Investigating officer (Internal Audit Manager) will estimate likely timescales and notify it to all parties concerned.

Role of Investigating officer

The Investigating officer will be the point of contact for employees & stakeholders who wish to raise concerns under the provisions of this policy. Where concerns are raised with him/her, he/she will arrange an initial interview, which will, if requested be confidential, to ascertain the area of concern. At this stage, the whistleblower will be asked whether he/she wishes his/her identity to be disclosed and will be reassured about protection from possible reprisals or victimization. He/she will also be asked whether or not he/she wishes to make a written or verbal statement. In either case, the Investigating officer will write a brief summary of the interview, which will be agreed by both parties.

c. How the company will respond:

The company assures the whistleblower that any concern raised or information provided will be investigated but consideration will be given to these factors:

- Severity of the issue raised
- Credibility of the concern or information
- Likelihood of conforming the concern or information from attributable sources

The action taken will depend on the nature of the concern and may:

- be resolved by agreed action without the need for investigation;
- be investigated internally;
- be referred to an external auditor; competent legal authority
- form the subject of an independent inquiry

Depending on the nature of the concern raised or information provided, the investigation may be conducted involving one or more of these persons or entities.

- The Audit committee
- The Internal / External Auditor
- Forensic Professional

d. Investigation:

- The Internal Audit Manager shall appropriately investigate all whistle blower reports received.
- The Internal Audit Manager shall have the right to call for any information / document and examination of any employee of the Company and / or other person(s) as they may deem appropriate for the purpose of conducting investigation under this policy.
- The Board, the Audit Committee, and the CEO (where applicable) will make decisions based on the findings of the Internal Audit Manager.
- Prompt and appropriate corrective action will be taken by Board, the Audit Committee (where applicable) or the Executive Management of the Company (where applicable).

e. Policy Review

Internal Audit and HR review this policy and its effectiveness annually.

f. Records and Monitoring

All documentation pertaining to the complaint including but not restricted to the investigation report, Whistle Blowing report and corrective action taken report will be maintained for such a period as deemed necessary. However, it shall be maintained for a period in line with the retention requirements set by Insurance Authority (CB UAE).

Records of anonymous and unsubstantiated reports will be retained for a period of 12 months, after which they will be destroyed.

9. Protection

a. Identity

Where any party has made a report in good faith, NGI will, to the extent practicably possible, make every effort not to reveal the identities of the reporting party, unless expressly indicated otherwise. However, NGI and its employees and agents shall be permitted to disclose such identity and confidential information to the degree necessary to allow a comprehensive and effective investigation, or as is required by law or court proceedings.

Where evidence is found that efforts have been made by any other person, or group to obtain the identity of the reporting party, that person or group will be subject to disciplinary action, as deemed necessary by the Board of Directors.

b. Retaliation

NGI advocates zero tolerance on retaliation of any kind relating to reporting parties, where a report has been made in good faith. This includes retaliation by any officer, employee, contractor, subcontractor, vendor or agent of NGI or any other person or group to terminate the employment,

demote, suspend, threaten, harass or in any other matter discriminate against the party who made the report.

In addition, no party shall be adversely affected because they refuse to carry out an order/request that constitutes corporate fraud or is a violation of applicable legislation or NGI's policies and procedures.

No party shall directly or indirectly use or attempt to use the authority or influence of his or her position for the purpose of interfering with any other party wishing to make a report.

Where a report turns out to be unfounded, the organization will not tolerate any form of retaliation to that party as long as the report was made in good faith. Malicious reports will be dealt with in accordance with NGI Employee Handbook.

Every action deemed necessary will be taken by NGI to prevent a violation of incident reporter protection. However, any party making a report must note that if reports have been made anonymously, then incident reporter protection will be difficult to initiate.

c. Remediation

Where any party believes they have become subject to any retaliation relating to a report made, they are entitled to submit a formal retaliation complaint.

All retaliation complaints must be made within 12 months of the initial retaliation or if retaliation occurs on multiple occasions within 12 months of the last retaliation.

This complaint must be submitted in alignment with the grievance methods set out in the NGI's Employee Handbook and will be investigated by the Internal Audit Manager in conjunction with the Human Resources department.

10. Notification

All departmental heads are required to notify and communicate the existence and contents of this Policy to the employees of their department. New employees shall be informed about the Policy by the Human Resources & Administration Department and a statement in this regard should be periodically submitted to the Board, the Audit Committee and the CEO (where applicable).

11. Policy Maintenance

The Internal Audit Manager has the responsibility for administration of this Policy and procedures set forth herein.

12. Definitions

Good Faith – is evident when the report is made without malice or consideration of personal motive / benefit and the party has a reasonable basis to believe that the report is true; however, a report does not have to be proven to be true in order to have been made in good faith. Good faith is lacking when the disclosure is known to be malicious or false.

Incident – any suspicious or actual dishonest and deliberate or reckless activity that causes loss to ABC corporate assets, whether relating to finance, reputation or otherwise.

Investigation – a process designed to gather and analyze information in order to determine whether a report is substantiated and if any further acts have occurred and if so, the party or parties responsible.

Internal Audit Manager – refers to an independent corporate executive with overall responsibility for the Internal Audit.

Internal Audit – refers to an independent body established by the Board of Directors with overall responsibility on Internal Audit activities.

Malicious – an unfounded and untrue report made that is characterized by malice, hatred, and disregard or to be deliberately harmful or spiteful.

Policy – this refers to Group Incident Reporting Policy and Procedure.

Stakeholders – this includes employees, vendors, customers, contractors, agents and other business partners.

Party (Parties) – is a person or group involved in an enterprise; a participant.

ANNEXURE - A

Raising a Whistle blowing Concern – PROFORMA

To be submitted to the Internal Auditor /Internal Audit Manager / Board Audit Committee

For use by any employee wishing to raise a concern that has a public interest aspect to it. Please read the whistle blowing policy and procedure before completing this form.

Full Name Job Title.....

Extension Team.....

Please describe the nature of your concern:

(Please provide descriptions of your concerns including precise information such as dates of events, names of those involved, meetings or correspondence that have taken place, reference to relevant documents or policies.)

Signature: Date of Submission:

Signature.....

Internal Auditor /Internal Audit Manager / Board Audit Committee

Date of Receipt.....



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