

WHISTLEBLOWING POLICY

1. About this Policy

At Xenith IG, we are committed to conducting business ethically, fairly, professionally, with integrity, and in compliance with all applicable laws and regulations, with the highest standard of openness and accountability. This Whistleblowing Policy (“**Policy**”) describes a formal, confidential process for reporting any actual or suspected wrongdoing or improper conduct (as defined below) without fear of retaliation.

This Policy applies to all persons, entities and group companies that are working for us or on our behalf in any capacity, including directors, officers and employees of all levels, agency workers, interns, agents, customers, contractors, suppliers, consultants, third party representatives, business partners, sponsors or any other person associated with us, wherever located (“**you**”).

This Policy does not apply to grievances concerning an individual’s terms of employment, employee performance matters or commercial matters that are not related to actual or suspected wrongdoing or improper conduct. Such matters shall be dealt with in accordance with our internal Human Resource guidelines and policies or by our business teams as appropriate.

2. Objectives of this Policy

- (a) To encourage you, as our stakeholders, to report actual or suspected wrongdoing or improper conduct as soon as possible, in the knowledge that your concerns will be taken seriously and reviewed and investigated as appropriate, and that your confidentiality will be respected.
- (b) To provide clear guidance and procedures for reporting any actual or suspected wrongdoing or improper conduct.
- (c) To reassure you that you will be able to raise genuine concerns without fear of reprisals, even if they turn out to be mistaken.

3. What should be reported?

You should report any actual or suspected wrongdoing or improper conduct, in relation to our business activities carried out by persons, entities and group companies that are working for us or on our behalf in any capacity, including directors, officers and employees of all levels, agency workers, interns, agents, contractors, suppliers and consultants.

“Wrongdoing or improper conduct” includes any involvement in misbehaviour including the following:

- (a) criminal offences under applicable law, including fraud, forgery, cheating, criminal breach of trust, insider trading, money laundering and abetting or intending to commit criminal offence;
- (b) acceptance, provision, solicitation of or other involvement in a bribe, or a favour in exchange for direct or indirect personal benefits;
- (c) acceptance, provision, solicitation of or other involvement in corruption or fraud;
- (d) intentional misrepresentations, misstatements, omissions, directly or indirectly affecting financial statements;

- (e) failure to comply with or knowingly disregarding, applicable laws and regulations;
- (f) harassment, bullying or sexual misconduct;
- (g) an act or omission which creates a substantial or specific danger to the lives, health, or safety of the employees, the public or the environment;
- (h) misuse of Xenith IG's funds or assets;
- (i) abuse of power/authority or gross mismanagement within Xenith IG;
- (j) breach of our internal policies and procedures including our Employee Code of Conduct and Business Partner Code of Conduct;
- (k) failure to disclose actual, potential or perceived conflict of interest;
- (l) actual, potential or suspected breach of anti-money laundering or sanctions requirements;
- (m) unauthorised disclosure of proprietary, confidential or personal information;
- (n) conduct likely to damage our reputation or financial wellbeing;
- (o) knowingly directing or advising a person to commit any of the above wrongdoings or improper conduct;
- (p) attempting to conceal any of the above.

The list above is not intended to be exhaustive.

4. Policies and procedures

4.1. Making a report

If you become aware of or suspect any actual or potential wrongdoing or improper conduct by persons, entities and group companies that are working for us or on our behalf in any capacity in the course of our business activities, you may make a report by sending an email to the designated Whistleblowing Email Address at whistleblowing@xenithig.com (the "**Whistleblowing Email**"). The Whistleblowing Email is monitored by the Whistleblowing Panel (as defined below).

Reports submitted to the Whistleblowing Email will be received by a panel comprising of the Chief Executive Officer, Chief of Staff and General Counsel ("**Whistleblowing Panel**"). The Whistleblowing Panel is collectively responsible for receiving, reviewing, and overseeing the investigation of all reports submitted through the Whistleblowing Email.

Where a report is made against or otherwise concerns a member of the Whistleblowing Panel (the "**Concerned Panel Member**"), the Concerned Panel Member shall be immediately recused from all matters relating to that report. The remaining Whistleblowing Panel members shall proceed to handle and investigate the report without the involvement of the Concerned Panel Member. If the report concerns all Whistleblowing Panel members, the matter shall be escalated to the Board of Directors for determination of next steps.

You are not required to put your name or contact details in any report, however, you are encouraged to provide contact details where you may be contacted for any further clarification or follow up, such as a pre-paid mobile or a new email address should you wish to remain anonymous.

To ensure that the investigation process is as efficient and objective as possible, the report should include all available facts and evidence of the wrongdoing or improper conduct.

4.2. Safeguards

We prohibit any retaliatory actions against any person who makes a good faith report and will not tolerate any harassment, nor victimization of such persons. Retaliation includes, but is not limited to, dismissal, demotion, disciplinary action, threats, denial of promotion, or any other unfavourable treatment connected with raising a concern. Any employee found to have engaged in retaliation may be subject to disciplinary action including dismissal. If you believe that you have been subjected to retaliatory actions by any person, you may report this matter to the General Counsel. Alternatively, you may send another report to the Whistleblowing Email at whistleblowing@xenithig.com.

We will treat reports made under this Policy in a confidential and sensitive manner and will take reasonable steps to keep confidential the identity of the person making the report. However, there are certain circumstances where we may need to disclose this information, including where required by applicable laws and regulations to aid any police or criminal investigations.

We assure you that all reports will be handled, investigated and evaluated in an objective and impartial manner, free from undue influence or interference by employees or members of the management of Xenith IG.

4.3. Evaluation and processing of reports

When a report is received, the Whistleblowing Panel or such member(s) of the Whistleblowing Panel as are not recused (“Investigator”) will acknowledge receipt of the report within five (5) business days and begin a review and investigation as appropriate.

All reports will be reviewed. The Investigator will conduct a preliminary assessment of the report and recommend to the Chief Executive Officer or the Board of Directors, as appropriate, the recommended course of action. The Investigator may:

- (a) dismiss the report if the report was made in bad faith or without reasonable cause;
- (b) refer the report to the Human Resource Department for appropriate procedures or actions to be taken if the matter reported does not fall within the scope of this Policy;
- (c) carry out investigations or appointing another person or team of investigators with the relevant experience or specialist knowledge of the subject matter to carry out further investigations;
- (d) report the matter to the police or appropriate authority where required by applicable law or regulations; and
- (e) escalate the report to the Chief Executive Officer or the Board of Directors, as appropriate, for determination of next steps including to take necessary disciplinary action.

The Investigator will be responsible for safeguarding the integrity of the reporting process and ensuring that the review and investigation is handled in an efficient and objective manner.

To the extent practicable, we will aim to keep persons who make reports informed of the progress of our review and its likely timescale. We aim to complete our preliminary assessment within thirty (30) calendar days of receipt of a report, and will communicate expected timelines for any further investigation. However, sometimes the need for confidentiality may prevent us from providing specific details of the review or investigation, its outcome or any action taken as a result. You should treat any information about the review or investigation as confidential.

4.4. Confidentiality

We hope that all persons, entities and group companies that are working for us or on our behalf in any capacity will feel able to voice concerns openly under this Policy. We will address, consider and investigate each report fairly and under confidentiality.

However, if you want to raise your concern confidentially, we will make every effort to protect your identity to the extent feasible. If it is necessary for anyone reviewing or investigating your concern to know your identity, we will discuss this with you unless we are prohibited from doing so by applicable laws and regulations or if doing so may hinder or frustrate the review or investigation.

5. Additional guidance

While we cannot always guarantee the outcome you are seeking, we will try to deal with your concern fairly and in an appropriate way. Nothing in this Policy prevents you from reporting concerns directly to a relevant regulatory or government authority if you believe it is appropriate to do so or if required by applicable law. By following this Policy, you can help us to achieve this.

If you are not happy with the way in which your concern has been handled, you can raise your concerns with one of our Chief Executive Officer, Chief of Staff or General Counsel, as appropriate.

If you have any questions in relation to this Policy or our reporting process, please contact the Legal and Compliance Department at legal@xenithig.com.