



## **Whistleblowing Policy**

**Approved by:** Group CEO & Chairman

**Department:** Group Company Secretariat

**Revision Number:** 004

**Revision Date:** December 2017

## Table of Contents

<b>1. Introduction .....</b>	<b>3</b>
<b>2. Purpose.....</b>	<b>3</b>
<b>3. Scope.....</b>	<b>3</b>
<b>4. Related Standards, Policies and Processes.....</b>	<b>4</b>
<b>5. Policy .....</b>	<b>4</b>
<b>6. Definitions and Terms .....</b>	<b>7</b>
<b>7. Revision History.....</b>	<b>8</b>
<b>8. Policy Approval .....</b>	<b>8</b>
<b>9. Contact Information.....</b>	<b>8</b>

## **1. Introduction**

- 1.1 Any modern and diverse organisation faces many risks, including the occurrence of incidents that can harm the company's reputation, assets and the welfare of its employees. It could be criminal activity, fraud (i.e. intending to obtain benefits through dishonesty or deception such as bribery, conflict of interest, theft etc.), trafficking, damage to property or something more personal such as discrimination or harassment. These incidents can arise out of improper behaviour or a deliberate violation of policies and need to be managed effectively to limit the impact to businesses and employees.
- 1.2 DP World Group (the Group) is committed to conducting its business with the highest standards of honesty and integrity. It has an external and independent whistle-blowing hotline to provide all stakeholders (internal and external) with a free and confidential reporting mechanism, without any fear of retaliation.

## **2. Purpose**

- 2.1 This policy aims to provide the means and appropriate communications, and to encourage and provide staff the confidence and guidance to report all genuine suspected wrongdoing, dishonesty and fraudulent matters, in a timely manner. In accordance with the policy procedures, DP World will investigate these concerns in an effective and confidential manner, giving appropriate protection to the identity of the informant as required.
- 2.2 This policy presumes that such reports of wrongdoing will be made in good faith and not maliciously, recklessly or for personal gain. Any such reports that are not made in good faith, may be subject to action under DP World disciplinary procedures.
- 2.3 Where a concern involves or relates to a personal Human Resources issue or grievance, the DP World Employee Handbooks provides procedures and details for the appropriate steps to follow.
- 2.4 For the purposes of this policy, the definitions of 'whistleblowing and 'whistle blower', as well as other relevant terms, are set out under Section 6 'Definitions and Terms'.

## **3. Scope**

- 3.1 This policy is applicable, effective immediately, to DP World employees, its subsidiaries, and any company or entities managed or operated by them, including consultants, contractors, home workers, part-time and fixed-time workers, casual and agency staff and volunteers. It is publicly available on the intranet and internet.
- 3.2 We will encourage the application of this policy amongst all business partners and joint ventures where DP World is a minority shareholder.

## **4. Related Standards, Policies and Processes**

- 4.1 This policy should be read in conjunction with the following policies:
- a. Anti-Bribery Policy
  - b. Fraud Policy
  - c. Code of Ethics Policy
  - d. Conflict of Interest Policy
  - e. Code of Conduct Policy
  - f. Bullying and Harassment Policy

## **5. Policy**

### **Reporting Information:**

- 5.1 In line with DP World's Fraud policy and Code of Ethics policy, all employees are required to act honestly and always with the highest levels of integrity and ethics when conducting business for the Group. They also have the responsibility to report any policy breach, any suspected fraud or any other wrongdoing in a timely manner to the appropriate team or Group Head of Fraud Risk Services.
- 5.2 In turn, the Management is expected to be alert, recognize risks, be aware of symptoms of wrongdoing or corrupt acts, and respond to all reporting and indications of these, whilst ensuring the confidentiality and protection procedures outlined in this policy.
- 5.3 All persons are strongly encouraged to report any concerns as directed, in as much detail as possible, in line with this policy. Since it is likely the concerns usually relate to the conduct of DP World staff, and therefore might present a difficult and personal conflict for the informant, there are multiple methods of reporting available to all staff.

### **Reporting Mechanisms:**

- 5.4 The following methods are available to all staff:
- a. Whistle-blowing Hotline - DP World Website (Internet):  
If you have witnessed any wrongdoing that affects DP World business and you are unable to take this problem to your line manager, you can contact the Whistle-blowing secure 24/7 hotline in complete confidence, via the internet DP World website; <http://web.dpworld.com/governance/whistleblowing-hotline/>. This link gives you the option of choosing the appropriate language, relevant to your understanding.

When linked with the external provider, there are two methods of reporting presented. The first is to write a report by filling in the report form provided, with as many details as possible. The second method is to phone the external provider and verbally report the information. There is a list of Freephone numbers provided in the link and a toll-free phone number relevant to each country. If

there is not a toll-free number listed, a collect or reverse charge call can be made direct to the external provider on +44 1249 661808.

All reported information is treated in the strictest confidence and sent for investigation to the appropriate team. Informants can remain anonymous and the external provider will not identify them to DP World if requested.

b. Whistle-blowing Hotline - Intranet:

The Home page of the DP World Intranet in each region provides a link to the internet website of the above-mentioned link - [www.dpworld.com/whistleblowing](http://www.dpworld.com/whistleblowing). Once opened, the instructions for reporting are the same as outlined in 'a' above.

c. Email

Send a direct email to the external provider at - [dpworld@expolink.co.uk](mailto:dpworld@expolink.co.uk). This will also be secure, and if wishing to remain anonymous, do not send from your business email. It will be forwarded to the appropriate team for investigation.

d. Letter

Please write your information in a detailed letter and send to:

DP World  
Group Internal Audit Department  
Attention: Group Head of Fraud Risk Services  
PO Box 17000  
Jebel Ali Free Zone  
Dubai, UAE

e. Direct Reporting

All staff have the option of reporting direct to their respective business unit line manager, or please approach the Group Head of Fraud Risk Services or a member of the Fraud Response Team within Group Internal Audit at:

Group Internal Audit Department  
4<sup>th</sup> Floor, Building 17  
DP World  
Dubai, UAE  
Jebel Ali Free Zone

**Protection/Confidentiality:**

5.5 This policy is written with all the provisions for confidential and anonymous reporting, as it is important for staff to feel secure in this reporting environment. However, this policy discourages employees to make anonymous complaints, as it may be difficult to pursue further vital information.

- 5.6 Any report of information received through the above mechanisms will be kept confidential, and any details pertaining to any possible matter of fraud or other wrongdoing, will only be conveyed to those people who require the knowledge in the proper performance of their office or function.
- 5.7 It is worldwide understood that 'whistle blowers' can be negatively portrayed as someone who is 'informing on their own', is a 'spy', or that they might be revealing information that has significant and serious repercussions for the accused. As such, they might be fearful for reporting information in the worry of being subject to repercussions and retaliation such as intimidation, harassment, dismissal or even violence from their colleagues or superiors.
- 5.8 DP World acknowledges this concern and will not tolerate retaliation of any kind relating to informing parties. They will also support staff who raise genuine concerns in good faith under this policy, even if the information is not established as a fraud or other wrongdoing. Staff must be assured that they will not be victimized or disadvantaged in reporting a breach and any person who considers they are being victimized or disadvantaged because of such reporting, should in the first instance contact the Group Head of Fraud Risk Services.
- 5.9 Where evidence is found to suggest that efforts had been undertaken by any other person, to identify the reporting party of 'whistleblowing' information, that person will be subject to disciplinary action, as deemed necessary.
- 5.10 If any reporting party believes they have become the subject of any retaliation, they are entitled to submit a formal retaliation complaint. This should be made within 6 months of the initial retaliation, or if multiple occasions, within 6 months of the last incident and will be investigated by the relevant HR Department.

**Investigation:**

- 5.11 Strict confidentiality and objectivity concerning the complainant and the information will be maintained at all stages of the investigation, as per the guidelines of the 'Investigations Procedures'.
- 5.12 Information reports will be individually categorized depending on the information received and the level of fraud or other wrongdoing identified. All reports will initially be investigated by the Fraud Risk Services team or delegated personnel, and the outcome of each recorded in an investigation report, a summary of such compiled in accordance with the Fraud Management Framework policy and procedures.
- 5.13 Feedback on the investigation outcome can be given to the complainant, but only if contact details are released to the Group Head of Fraud Risk Services. However, DP World cannot guarantee the outcome of the investigation is the result the informant might be seeking, and stand by the right of final decision.
- 5.14 For further clarity on fraud information reporting and investigations, please refer to DP World 'Fraud Policy'.

**Records and Monitoring:**

- 5.15 DP World Group Fraud Risk Services shall retain all records relating to the reports for a period of no less than 10 years. Access to these records is strictly restricted to authorized management and staff under the guidance of the Group Head of Fraud Risk Services.

**6. Definitions and Terms**

**Conflicts of Interest** - may take many forms, actual or perceived, but generally arises when an employee of the Group could use the authority of his or her position to; a) influence the Group's business decisions in ways to give improper advantage or financial benefit to oneself and/or family members, or b) to obtain for oneself and/or family members a financial benefit beyond the compensation he or she is authorized to receive for performing his or her responsibilities. Further details are provided in the Anti-Bribery policy.

**Fraud** - means an intentional dishonest act or omission carried out with the purpose of deceiving, inducing a course of action or the making of false statements, orally or in writing, with the objective of obtaining money or other benefits from the Group, or of evading a liability to the Group. Fraud is not restricted to monetary or material benefits. This definition includes monetary gain and any benefit that could be gained from the Group.

**Group** - refers to DP World, its subsidiaries and any company or entities managed or operated by them.

**Group Internal Audit** – refers to an independent body established by the Board of Directors with oversight by the DP World Audit Committee.

**Investigation** – a process designed to gather and analyze information, to determine whether a fraud incident report is substantiated, or if any dishonest or unethical acts have occurred and if so, the party or parties responsible.

**Management** – this includes all Executive Management, Chief Executive Officer, Chief Operation Officer, Chief Financial Officer, SVPs, VPs and Heads of Departments/Divisions.

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

**Recklessly** – where an act has taken place in such a manner that the party carrying out the act is indifferent to or disregarding of the consequences. Some form of loss is usually associated with acts of recklessness. Recklessly also means being neglectful, careless, thoughtless and unconcerned.

**Whistle-blower** – a person, of any level within the organization, who raises a genuine concern in 'good faith', and discloses information of suspected wrongdoing or dangers at work.

**Whistleblowing** – the disclosure of information which relates to suspected wrongdoing or dangers at work, and not information disclosed maliciously, recklessly or for personal gain. This may include:

- Criminal activity
- Miscarriages of justice

- Danger to health and safety
- Damage to the environment
- Failure to comply with any legal or professional obligation or regulatory requirements
- Bribery
- Financial fraud or mismanagement
- Negligence
- Breach of DP World internal policies and procedures including DP World’s Code of Ethics Policy
- Conduct likely to damage DP World’s reputation
- Unauthorised disclosure of confidential information
- The deliberate concealment of any of the above matters.

## 7. Revision History

Date of Changes	Policy Owner	Summary of Changes
December 2017	Group Company Secretariat	Update to align with the Fraud Management Framework, mandated by the Fraud Charter, that clearly sets out DP World’s commitment to the detection, prevention and investigation of fraud and subsequent protection of the company corporate assets and reputation.

## 8. Policy Approval

8.1 The policy is approved by the Group CEO and Chairman, upon recommendation by Group Internal Audit, and will be included in Group Policies and Procedures. The Group Head of Fraud Risk Services is responsible for the policy administration, and its review every two years, with approval by the DP World Audit Committee. The Management is responsible to monitor the Policy implementation.

## 9. Contact Information

9.1 All queries in relation to this policy should be directed to the Group Company Secretariat at [secretariat@dpworld.com](mailto:secretariat@dpworld.com)