



Olam Agri

Whistleblowing Policy



Whistleblowing Policy

We encourage employees to raise concerns directly with their supervisor, local HR manager or via our whistleblowing channel.

This Policy sets out the guidelines and internal processes that apply when a report setting out a person's suspicions or concerns of inappropriate conduct is made.

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Introduction

This Policy sets out the guidelines and internal processes that apply when a report setting out a person's suspicions or concerns of inappropriate conduct is made.

The essential features of this Policy are:

- anyone suspecting wrongdoing at work is encouraged to make a Complaint through the Olam Agri whistleblowing channel.
- we'll investigate any Complaints raised properly, in accordance with this Policy.
- we'll keep the identity of the person raising a Complaint confidential.
- anyone making a Complaint won't be exposed, penalised, or suffer any form of retaliation, even if they're mistaken.

Questions concerning the scope, implementation, requirements of, or any other matters related to this Policy – the Olam Agri whistleblowing channel or related procedures – should in the first instance be directed to the Global Head of Internal Audit or another member of the Internal Audit function.

Why Do We Have a Whistleblowing Policy?

Companies are expected – taking various national regulations into account – to have a form of whistleblowing policy in place. Whistleblowers are generally considered to be individuals (usually employees) who may bring new information to the attention of a company's management or competent authorities to assist them in detecting serious wrongdoing – including a crime, a breach of internal policy, fraud, bribery, market manipulation or any other illegal activity – so that appropriate action can be taken.

Our whistleblowing procedures are designed to ensure that we have adequate arrangements in place to enable whistleblowers to alert management and/or competent authorities to possible serious infringements of regulations and policies within the business.

We're aware that a potential whistleblower may be deterred for fear of retaliation. Accordingly, measures to ensure the anonymity and/or protection of the whistleblower are necessary and should address the rights of the whistleblower and – where appropriate – the accused person(s).



Using the Policy Correctly

This Policy should only apply where there is – or has been – a suspected serious wrongdoing. A non-exhaustive list of examples is set out below. It's not intended to apply to trivial matters or an employee's day-to-day frustrations.

Where the suspected serious wrongdoing is concerned only with an individual's personal employment situation or raises questions of poor management, and if circumstances don't appear to involve any crime or policy violation, then these matters should be addressed under the Olam Agri Grievance Policy or raised directly to a supervisor.

This Policy and the reporting mechanism shouldn't be used for matters concerning an individual's personal difficulties with their colleagues, manager, or any other person. These should be reported directly to the local Human Resources representative. Malicious or false accusations of any kind for personal reasons are not acceptable.

Examples of concerns that may merit being raised under this Policy include (but are not limited to):

- Crime (e.g. Failure to comply with any legal obligation, by act or omission)
- Fraud; Bribery or Corruption (e.g. violation of the Olam Agri Anti-Bribery and Corruption Policy)
- Price-fixing or other anti-competitive behaviour
- Collusion (e.g. undue favouritism or business allocation to certain suppliers/business partners)
- Procuring goods/services for personal advantage
- Misuse of Company assets or funds (e.g. use of company funds to make non-company related purchases or for personal use)

- Using 'ghost' employee
- False expense claims (e.g. understatement of cost or expenses/unreasonable deferment of expenses, claiming expenses without incurring them)
- Theft (e.g. misappropriation of Company funds, assets, stocks, or inventories)
- Breach of Olam Agri's Policies including the Anti-Bribery and Corruption Policy, Trade Sanction Policy, and our Code of Conduct
- Unauthorised deliveries to customers
- Endangering the health or safety of an individual or damaging the environment.



Our Whistleblowing Process and Channel

Staff are routinely encouraged to raise any concerns to local management and/or their local HR representative. In practice however, this may not always be possible, and staff may need or choose to report directly or anonymously to the Internal Audit (IA) function.

We have a channel established for anonymous reporting of any suspected crime, fraud, bribery, or other serious wrongdoing to IA. Please see the Reporting Anonymously section in this document for more information.

Details of the Olam Agri whistleblowing channel has been shared across the business via posters published and circulated in 11 different languages to all our locations to ensure maximum reach. At the time of their introduction, information about these channels was sent out to all employees via email.

Since then, we've periodically sent out reminder emails to country management teams. Employees who wish to raise concerns of suspected serious wrongdoing within the Company anonymously or directly to management are encouraged to do so under this Policy.

Reporting Anonymously

Using our whistleblowing channel is simple and can also be completely anonymous. Any individual who suspects serious wrongdoing and wants to report it to the Company's management anonymously can take the following steps:

1 Go Online to

<https://olam-agriogh.whispli.com/SpeakUp>

2 Complete the Form

Complete the form with the country, product, people, date, and the issue.

3 Submit

Your concern will be reviewed and investigated by IA.

Alternative Way of Reporting

Alternatively reporting can be done by sending an email to IA at: internalaudit@olamagri.com. However, this route may not preserve the complainant's anonymity.

Information Requirements

It's important that any Complaint provides – as much as possible – a clear, full, and accurate description of the suspected wrongdoing, and preferably contains details of the country, product, time/date, and the name of the person(s) the report concerns.

Investigating Complaints

Regardless of how a Complaint is made, any action taken in response must be consistent. Complaints will be investigated in accordance with this Policy.

The IA Investigation Lead, a member of the IA function as selected by the Global Head of Internal Audit, will be key to ensuring this process is followed consistently. An overview of the investigation process is set out in the diagram in Appendix 1 and explained below.

- Prompt action will be taken by IA on receipt of a Complaint.
 - IA will record details of the Complaint.
 - If the Complaint concerns a matter of personal employment or personal difficulties (see Using the Policy Correctly section in this document), the Complaint shall be referred by IA to the relevant HR representative.
 - Each Complaint will be assessed by the IA Investigation Lead as high, medium, or low priority, based on the guidelines set out in Appendix 2 and prioritised for further action.
- Where the Complaint is Assessed to be 'High Priority':
 - The Complaint will be shared with the CEO, Operations for his/her assessment (and the Board Audit Committee Chair at the appropriate time).
 - The IA Investigation Lead will anchor the investigation along with an appropriate Regional/Country team and member(s) of the relevant functional team(s).
 - If required, the IA Investigation Lead will appoint an independent investigation agency in consultation with IA Head and CEO of Operations. They will ensure that the outcome of all investigations is documented and shared with CEO of Operations and the consequent actions are agreed, implemented, and appropriately documented.
- Where the Complaint is Assessed to be 'Medium Priority':
 - The IA Investigation Lead will anchor the investigation and decide on the appropriate team to carry out the investigation. The team members will include the appropriate Regional/Country staff and member(s) of functional team(s).
- On conclusion of the preliminary investigation, if the IA Investigation Lead believes the outcome is of significant concern, they'll escalate it to the CEO of Operations.
- When the matter isn't escalated to the CEO of Operations, actions will be agreed between the IA Investigations Lead and the relevant Regional/Country team and documented and implemented.
- Where the Complaint is Assessed to be 'Low Priority':
 - The Complaint should be shared with the relevant country management team, who will appoint an appropriate investigation team comprising the BU the Complaint relates to, and other local management.
 - The outcome of the investigation will be provided to relevant country management via a written report and proposed actions.
 - If the country management team believes the matter is of significant concern, they'll escalate the issue to the IA Investigations Lead for further assessment.
 - Where the matter is not escalated, the agreed actions will be implemented and documented.
- Where the Complaint is not considered valid or not to represent any material risk, then feedback to that effect will, where possible, be given to the complainant

Every quarter, details of all 'high priority' Complaints received and an update on the progress of all such investigations will be shared with the Chairman of the Audit Committee.

A summary of all 'medium' and 'low priority' Complaints will be shared with CEO of Operations.

Principles to be Followed when Investigating Complaints

For all investigations of Complaints, the following principles should be followed:

- No individual should ever be involved in the investigation of allegations in which he or she is the accused or somehow personally involved.
- The investigation should take place with at least one management level above the level of the most senior person against whom allegations have been made.
- Complaints should be reviewed promptly by the Internal Audit function.
- All Complaints must be assessed and where appropriate investigated.
- It's important to note that the investigation will seek to establish the facts only. It won't make any recommendation as to a course of action, other than regarding measures for process improvement where appropriate.
- Where the identity of the person raising the concern is known, they should (to the extent it is prudent and permissible by law) be kept informed of the steps taken.

No Retaliation

The identity of the individual raising a Complaint (where known) will be kept confidential outside the investigation team. Accordingly, their identity should only be communicated to the extent necessary to ensure the matter is properly investigated and reported in line with this Policy.

No person raising a concern should suffer any form of retaliation because of raising a Complaint. Within Olam Agri, retaliation isn't acceptable. Any employee who feels compelled to make a Complaint against any other person(s) within Olam Agri either to IA or to an external regulatory body has the right to protection (including as set out in the Olam Agri Code of Conduct). Any retaliation should be treated as serious enough to be addressed under the applicable disciplinary procedure.

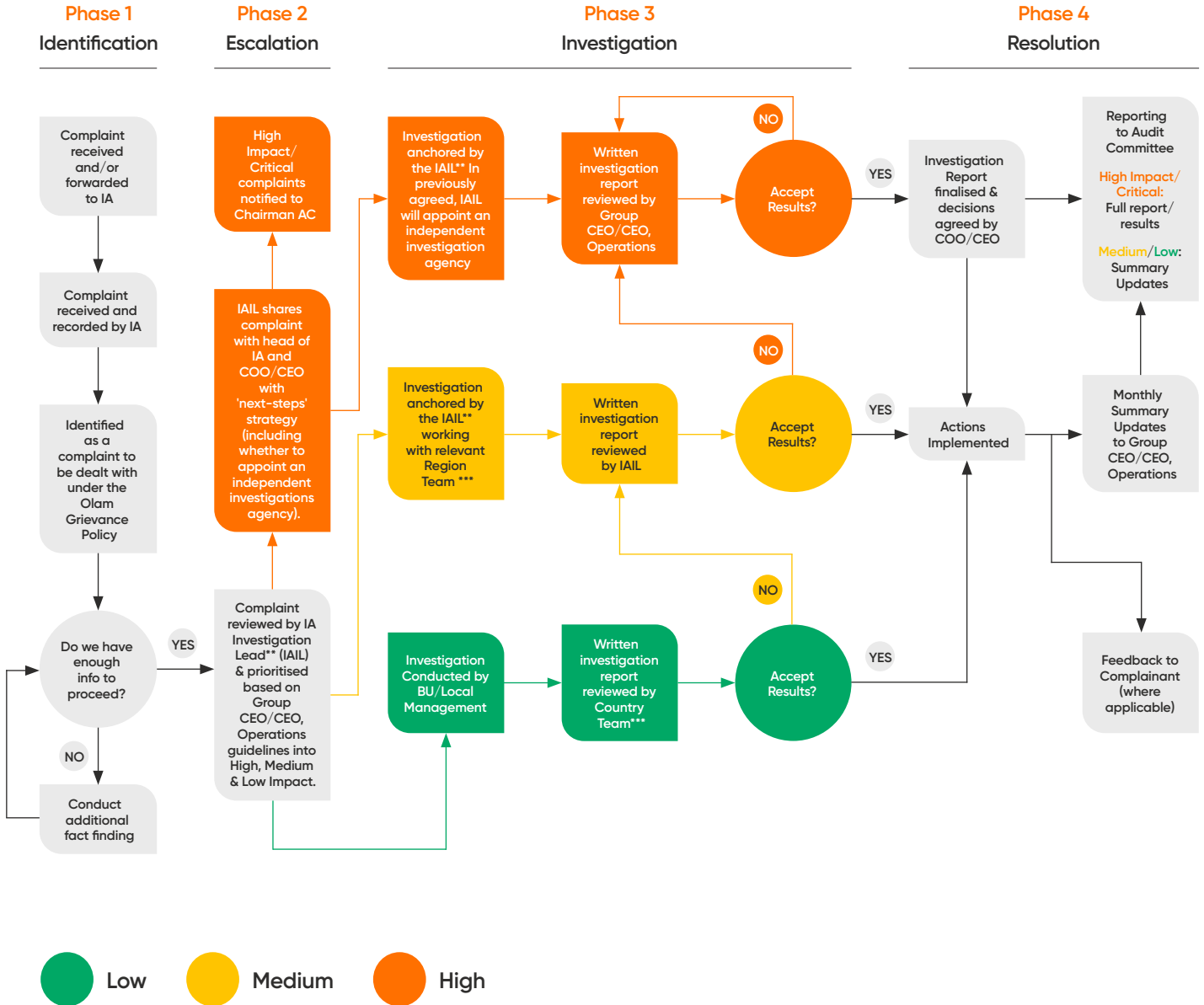
Internal Controls

In every case where we've found serious wrongdoing to have occurred within Olam Agri, the relevant internal controls should be assessed carefully to establish whether there's been any breakdown and, if so, what steps we should take to prevent recurrence.

Even where no breakdown of internal controls has been found, we'll carefully consider whether we should take certain steps to minimise the risk of recurrence and/or to improve the prospects of detection in the event of recurrence. The Legal and Finance functions, and other relevant representatives at the appropriate level, will work collaboratively with the Internal Audit function to assess any remedial actions needed.

Appendix 1

Whistleblowing Investigation Process



** Supported by HR & Legal functions as deemed necessary

*** Regional/Country team to consist of members from regional/country leadership team, Legal & HR functions

**** Investigation results to be escalated to higher forum if results indicate a more serious breach

Appendix 2

Prioritisation Guidelines

Category	Financial Impact	Reputation Risk	Policy & Legislation Breach	Employee Impact
High	>\$5million	Global	<ul style="list-style-type: none"> • Potential Criminal Charges • Regulatory breach with global impact • Breach of Anti-Bribery & Corruption • Policy, Fraud Policy, Sanctions Policy 	<ul style="list-style-type: none"> • Allegations against Executive Committee members, their direct reports and/or SVP level employees • Retaliation against a whistleblower
Medium	\$1million – \$5million	Country/Local	<ul style="list-style-type: none"> • Civil Action • Regulatory breach with regional impact • Repeated complaints on the same issue 	<ul style="list-style-type: none"> • Allegation against employee in Band E to C
Low	< \$1million	None	<ul style="list-style-type: none"> • Regulatory breach with local/country impact 	<ul style="list-style-type: none"> • Allegation against employee below band E

These Guidelines are to be used to identify the level of priority for each complaint. Assessment to be performed by the IA Investigations Lead who may, at their own judgement, adjust the resultant category based on additional factors not referred to in these guidelines.



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