

1. Whistleblowing Policy

1.1 Purpose

Jazeera Airways is committed to the highest possible standards of openness, probity and accountability. This Policy governs the reporting and investigation of improper or illegal activities at the Company, as well as the protection offered to the “Whistle-blowers”.

1.2 Definitions

1.2.1 Whistle Blowing - The term “whistle blowing” is most commonly used to describe a Whistle Blower disclosing wrong doing within an organization. Such wrong doing can include unlawful conduct, financial malpractice or dangers to the public or the environment.

1.2.2 Whistle Blower - The individual making a disclosure under this policy, including:

- ◆ Employees
- ◆ Contractors and Sub-Contractors
- ◆ Consultants
- ◆ Trainees
- ◆ Applicants for employment
- ◆ Customers
- ◆ General Public

1.2.3 Disclosure - Any communication made in good faith that discloses or demonstrates information that may evidence unethical or improper activity.

1.2.4 Subject - A person against or in relation to whom a Protected Disclosure has been made or evidence gathered during the course of an investigation.

1.2.5 Investigator – An employee from the Management / outside auditors, counsel or other experts (appointed by the Management) having appropriate expertise or information relating to the concern.

1.3 Scope

1.3.1 This Whistle Blowing Policy is intended to cover major concerns and include (but not limited to):

- ◆ Improper practices or suspicious matters in financial reports

- ◆ Conduct which is an offence or a breach of law
- ◆ Health and safety risks, including risks to the public as well as other employees
- ◆ Damage to the environment
- ◆ Unauthorized use of the Company funds
- ◆ Possible fraud and corruption
- ◆ Violation of the Company's Code of Ethics
- ◆ Deficiencies in or noncompliance with the Company or any of its subsidiaries' internal policies and control systems
- ◆ Misrepresentation or a false statement by or to a director, officer or employee of the Company or any of its subsidiaries respecting a matter contained in the financial records, reports or audit reports
- ◆ Deviation from full and fair reporting of the Company's consolidated financial condition

1.4 Whistle Blowing Policy

- 1.4.1 This Policy is a formal representation of the Company's commitment to the highest standards of professional integrity, ethical behaviour, transparency and fair dealing in the conduct of its business.
- 1.4.2 It aims to provide a method of properly addressing bona fide concerns that Whistle Blowers might have, whilst offering them the necessary protection from victimization, harassment and/or disciplinary proceedings.
- 1.4.3 This Whistle Blowing Policy is intended to encourage and enable employees to raise concerns within the Company rather than overlooking a problem or "blowing the whistle" outside.
- 1.4.4 The purpose of this Policy is, furthermore, to provide a means by which employees, in particular, are able to raise legitimate concerns with the appropriate line management, or specific appointed persons, where they have reasonable grounds for believing that there is fraud and/or corruption within the Company.
- 1.4.5 This Policy is consistent with and aligned to the Company's corporate values and its Code of Conduct. The process is hence intended to address organizational accountability, transparency and individual responsibility by encouraging individuals to report crime and irregularities in the workplace in a responsible and ethical manner.

1.5 Responsibilities of Whistle Blower

- 1.5.1 The Whistle Blower's role is that of a reporting party with reliable information. They are not required or expected to act as investigators or finders of facts, nor would they determine the appropriate corrective or remedial action that may be warranted in a given case.
- 1.5.2 Whistle Blowers shall not act on their own in conducting any investigative activities, nor do they have a right to participate in any investigative activities other than those requested.
- 1.5.3 Whistle-blowers may report the concerns anonymously. However, the Company encourages the Whistle-blower to put the Whistle-blower's name to the concern whenever possible.
- 1.5.4 All Whistle-blowers involved in any disclosure made in terms of this Policy, will be cognizant of the need for confidentiality and will deal with the matter as reasonably possible, within the provisions of this Policy.
- 1.5.5 Any Whistle-blower who in good faith reports any concern / disclosure will be protected by the Company. The Company will not discharge, demote, threaten, harass or retaliate against such individual and will take appropriate actions to protect him/her.
- 1.5.6 If the Whistle-blower makes a concern in good faith, but it is not confirmed by the investigation, no action shall be taken against the Whistle-blower. If, however, the Whistle-blower makes a concern frivolously, maliciously or for personal gain, disciplinary action may be taken against the Whistle-blower.

1.6 Company Commitment

- 1.6.1 All concerns shall be treated in confidence and every effort shall be made not to reveal the Whistle-blower's identity if the Whistle-blower so wishes. At the appropriate time, however, the Whistle-blower may need to come forward as a witness.
- 1.6.2 Matters disclosed in terms of this Policy, shall be dealt with in a sensitive and speedy manner at all times. The Company shall create a secured 'Drop Box' for any anonymous reporting / tip-offs.

1.7 Reporting Protocol

1.7.1 All concerns shall be raised to the Whistle-blower's line manager/supervisor in writing. Should the Whistle-blower feel uncomfortable to raise the matter as envisaged above, for whatever reason, it may be raised with either:

- ◆ Vice President Human Capital, or
- ◆ Vice President of the Department, or
- ◆ Chief Executive Officer;
- ◆ Board Members; or
- ◆ Any other Individual / Committee designated for this purpose by the Company

1.7.2 The Whistle-blower may anonymously report any concerns through secured 'Drop Box' or send an email to ethics@jazeeraairways.com .

1.7.3 All concerns received shall be forwarded to the Executive Management (assigned by the CEO) within 2 working days for review and investigation.

1.8 Investigations and Results of Investigations

Each concern shall be reviewed by the assigned Executive Management and if necessary the matter will be reported to the CEO for necessary action.

If an investigation leads to conclude that an improper or unethical act has been committed, the Investigator shall recommend to the CEO of the Company to take such disciplinary or corrective action as the Company may deem fit in accordance with the Code of Conduct and Disciplinary Schedule and procedures.

1.9 Reporting

The CEO shall submit a report to the Chairman of the Audit and Risk Management Committee on a periodic basis about all disclosures referred to them since the last report, together with the results of investigations, if any.