



# Whistleblower Policy

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## 1. PURPOSE & SCOPE

- 1.1 KPREIT is committed to conducting our business with honesty and integrity and we expect all directors, employees, , consultants and other representatives of the Company to also maintain high standards . We encourage open communication from all employees and we want everyone to feel secure about raising concerns.
- 1.2 All employees have protection under whistleblowing laws if they raise concerns in the correct way. This policy is designed to give staff that opportunity and protection.
- 1.3 This policy applies to all employees, officers, consultants, contractors of the Company and to other workers within the Company including part-time workers, interns and volunteers.
- 1.4 This policy does not form part of any contract of employment and the Company may amend it at any time.

### What is Whistleblowing?

Whistleblowing is the disclosure of information which relates to improper conduct / behaviour in the workplace in Jamaica or any other jurisdiction within which KP operates. Examples of improper conduct include:

- (a) conduct that is likely to threaten the health or safety of a person working with or for KP;
- (b) conduct that is likely to threaten or damage the environment in which KP operates;
- (c) conduct that shows gross mismanagement, impropriety or misconduct in the carrying out of the any activity that involves the use of KPREIT's funds;
- (d) act of reprisal against or victimization of a KPREIT employee;
- (e) conduct that is discriminatory in relation to gender, race, place of origin, social class, religion or political opinion;
- (f)

This list is not exhaustive but rather is a guide intended to illustrate the range of issues of which can be disclosed under this policy.

## 2. WHO IS ENTITLED TO MAKE DISCLOSURES?

All employees are entitled to make disclosures where there is a concern about improper conduct.

### 3. PROTECTED DISCLOSURES

. In Jamaica, the Protected Disclosures Act, 2011 governs the disclosure of improper conduct within the workplace and protects employees who make disclosures from being subjected to occupational detriment.

### 4. OUR GUARANTEE; NO RETALIATION

- 4.1 KPREIT is committed to the principles set out in this policy and therefore, if an employee uses this policy to make a disclosure, we give them our assurance that they will not suffer any form of occupational detriment. KPREIT will treat their concern seriously and act according to this policy.
- 4.2 Occupational detriment means any or omission that results in an employee, in relation of his/her employment, being-
- (a) subject to disciplinary action;
  - (b) dismissed, suspended, or demoted;
  - (c) harassed, intimidated or victimized;
  - (d) transferred against his/her will;
  - (e) refused transfer or promotion;
  - (f) subject to a term or condition of employment or retirement from employment, that is altered to his disadvantage;
  - (g) provided with an adverse reference;
  - (h) denied appointment to any employment, profession or office;
  - (i) threatened with any of the actions specified in paragraphs (a) to (h); or
  - (j) otherwise adversely affected in respected of his employment, profession or office, including employment opportunities and job security.
- 4.3 No employee, contractor, officer or director must threaten or retaliate against an individual who makes a disclosure and KPREIT will not tolerate any such harassment or victimization. Any person involved in such conduct may be subject to disciplinary action.

### 5. PROCEDURE FOR MAKING A DISCLOSURE

6.1 An individual may make disclosures verbally (please see clause 6.3 below which clarifies the treatment of verbal disclosures) or in writing to any of the following Designated Officers<sup>1</sup>:

- (a) the Manager of the department in which the person making the disclosure works;
- (b) the Senior Manager of Operations;
- (c) the CEO;
- (d) the Legal Officer;
- (e) the Chairman of the Audit Committee.

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<sup>1</sup> List of Designated Officers to be confirmed.

For the purposes of this policy, any supervisor to whom a disclosure is made is considered a "Designated Officer".

6.2 **Written Disclosures-** disclosures should be made in writing by using the attached form.

6.3 **Verbal Disclosures-** if a disclosure is made verbally, the Designated Officer shall within twenty four (24) hours after receiving the disclosure, cause the disclosure to be reduced into writing setting out the same information listed in 6.2 above.

6.4 **Anonymous Disclosures-** KPREIT does not recommend that employees make disclosures anonymously since concerns expressed anonymously are much less powerful and are difficult to investigate. The Company will consider them at its discretion, taking into account factors such as the seriousness of the issue raised, the credibility of the concern and the likelihood of confirming the allegation from other sources.

## 6. DUTIES AND RESPONSIBILITIES OF THE DESIGNATED OFFICER

6.1 **Acknowledgment of the disclosure-** A Designated Officer shall within five (5) business days of receiving a disclosure:

- (a) Acknowledge receipt of the disclosure; and
- (b) Provided the disclosure does not relate to the CEO, the Designated Officer must bring the disclosure to the attention of the CEO in writing and copy the CEO on all correspondence sent to the person who made the disclosure.

6.2 The Designated Officer shall within [14] days of receiving a disclosure determine whether an investigation will be conducted in respect of the disclosure.

6.3 **Investigation of Disclosure-** If the Designated Officer considers that an investigation should be proceeded with, the person shall-

- (a) commence investigations and issue period updates on the investigation to the employee making the disclosure, at intervals of thirty (30) days;
- (b) ensure investigations are carried out fairly;
- (c) review the results of the investigations into the disclosures and report the findings to the employee who made the disclosure;
- (d) make recommendations regarding the measures to be taken to correct the improper conduct;
- (e) take steps to remedy the improper conduct, provide redress where appropriate, take disciplinary action where appropriate, and reduce the opportunity for recurrence of the conduct;
- (f) ensure that the rights of the employee making the disclosure, any witness and any person alleged to be at fault are protected; and
- (g) receive, record, review, investigate and otherwise deal with complaints made in respect of reprisals as a result of disclosure made.

## 7.4 Decision not to investigate a disclosure-

7.4.1 A Designated Officer to whom a disclosure is made, acting in good faith, may, refuse to deal with the disclosure, or commence an investigation into any improper conduct alleged in the disclosure or cease an investigation where:

- (a) the subject matter of the disclosure or the related investigation has been adequately dealt with, or could more appropriately be dealt with by another person;
- (b) the subject matter of the disclosure is frivolous or not sufficiently important to warrant an investigation;
- (c) the circumstances surrounding the subject matter of the disclosure have changed (whether by reason of change in the circumstances of the employee or KPREIT, sufficiency of evidence or otherwise) so that it renders the investigation unnecessary.

7.4.2 If a decision is made not to investigate, the Designated Officer must within fifteen (15) days provide reasons in writing to the person who made the disclosure for not proceeding with an investigation.

## 7. OFFENCES & PENALTIES

- 7.1 Under the Protected Disclosures Act, a person who makes a disclosure knowing that it contains a statement that is false or misleading, or reckless as to whether the statement is false or misleading, or who aids, abets, procures or conspires with any other person to make such a statement, commits a criminal offence and may be subject to a fine of up to two (2) million dollars, or to imprisonment for up to five (5) years, or may be both fined and imprisoned.
- 7.2 An employee who makes a disclosure maliciously and/or for personal gain and/or make an allegation they do not reasonably believe to be true and/or made in the public interest will be subject to disciplinary action, including and up to termination.

## 8. CONFIDENTIALITY

- 8.1 All disclosures raised will be treated in confidence subject to any duty to disclose under applicable law or regulations. If disciplinary or other proceedings follow the investigation, it may not be possible to take action as a result of a disclosure without the help of the individual who made the disclosure, so the individual may be asked to come forward as a witness. If they agree to this, they will be offered advice and support.
- 8.2 KPREIT hopes that all staff will feel able to make their disclosures openly under this policy. Although a disclosure may be made anonymously, KPREIT encourages individuals to put their name to their allegation whenever possible. If this is not done, it will be much more difficult for KPREIT to protect the individual's position or to give feedback on the outcome of investigations.
- 8.3 Disclosures made anonymously are much less powerful and are difficult to investigate. The Designated Officer will consider anonymous disclosures at his discretion. In exercising this

discretion, the factors to be considered would include: (i) the seriousness of the issue(s) raised; (ii) the credibility of the disclosure; and (iii) the ability or likelihood to independently confirm the content of the disclosure from other sources.

## **9. REPORTING**

A Designated Officer under this policy is required to maintain a record of the Whistleblower disclosures made within KPREIT and a list of all disclosures must be provided annually to the Audit Committee and/or Corporate Governance and Nomination Committee semi-annually so that appropriate actions can be taken by KPREIT to minimize recurrence of the improper conduct.

## **10. FURTHER INFORMATION**

If you have any questions about the application of this policy, please contact [.] for assistance.<sup>2</sup>

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<sup>2</sup> To include person to whom queries should be addressed.

<b>Action</b>	<b>Body</b>	<b>Date</b>
<i>Reviewed</i>	Corporate Governance and Nominations Committee	
<i>Approved</i>	Board of Directors	

## WHISTLEBLOWER DISCLOSURE FORM

Please provide the following details for any suspected serious misconduct or any breach or suspected breach of law or regulation that may adversely impact the Company and submit directly to \_\_\_\_\_. Please note that you may be called upon to assist in the investigation if required.

Reporter's Contact Information
Name:
Job Title:
Department:
Contact number:
Email address: