



Whistleblower Protection Policy

Policy owner: Internal Audit department.
Date updated: 1 June 2009.

Policy Version Control				
Change no.	Date	Version	Authors	Description
1.	01/06/2009	1.0	Tom Totton & Susheel Raje	Approved.

Approving Authority	Sign Off/ Approval date
Board of Directors	Approved by the Board of Directors in their meeting dated 15/06/2009.



Table of contents

1.	Intent	3
2.	Scope	3
3.	Principles	4
3.1	What is unacceptable behaviour?	4
3.2	Protection from disadvantage	4
3.3	Normal channels for reporting unacceptable behaviour	5
3.4	Whistleblower reporting channels for reporting unacceptable behaviour	6
4.	Consequences of breach	10
4.1.	Causing disadvantage to a whistleblower	10
4.2	False reports	10
5.	Key roles and responsibilities	11
6.	Communication of Whistleblower Protection policy	13
7	Record Keeping	14
8	Governance	15
8.1	Policy updates and oversight	15
8.2	Review of effectiveness	15



1. Intent

Part of being a good corporate citizen and a great Omani bank means that our customers, shareholders and stakeholders must trust us to act ethically and honestly, and to comply with applicable laws. Making a report when you think something is not right helps us identify corrupt, illegal or unethical conduct. If we can identify it, we can do something about it. The purpose of this policy is to encourage you to let management know when you think someone may not be doing the right thing, and to tell you how you will be protected if you make a report about unacceptable behaviour (“whistle blowing”). The aim of this policy is to make you feel confident about raising concerns internally, by offering a reporting and investigation mechanism that is objective, confidential and independent, and protects you from reprisal or disadvantage. It is clarified that the whistleblower protection policy is in addition to the normal procedures for handling employee grievances documented in the Human Resources Manual.

2. Scope

This policy applies to all employees, outsourced staff, agents and contractors of BankMuscat. In this policy all of those personnel are referred to as “employees”. The policy applies whenever you are employed or engaged by BankMuscat and the reporting processes and protections continue to apply even if you leave BankMuscat. Outside the Sultanate of Oman this policy will apply provided that the application of the policy is not contrary to local regulations. Customers too can raise their concerns using the whistle blowing channels. This policy does not apply to reports about operational risk events that are raised via Forte Operational risk reporting system. However, an investigator may decide that a matter reported under this policy should also be recorded in the Forte Operational risk reporting system. If so, the identity of the whistleblower or employee will be protected.



3. Principles

3.1 What is unacceptable behaviour?

The following types of behaviour are treated as “unacceptable behaviour” under this policy:

- conduct which is unethical, illegal, dishonest, fraudulent or corrupt;
- acts resulting in miscarriage of justice;
- a material or persistent breach of bank’s Rules of Conduct or internal policies;
- manipulating product sales to achieve targets or incentives or bonuses;
- accepting incentives from other persons both inside or outside the bank in return for giving any business on beneficial terms;
- acting outside proper financial accounting, reporting and auditing standards;
- harassment, discrimination, victimisation, bullying; and
- unsafe work practices, environmental or health risks.

3.2 Protection from disadvantage

BankMuscat is committed to ensuring that you do not suffer disadvantage for reporting unacceptable behaviour to the management. It is a breach of this policy for any employee to cause disadvantage to a whistleblower because he or she made a report in good faith. Examples of disadvantage include:

- reprisals from other employees, harassment or victimisation;
- demotion or dismissal or loss of opportunity for promotion; and
- current or future bias.



3.3 Normal channels for reporting unacceptable behaviour

We encourage you to “speak out” against unacceptable behaviour and we have a range of options that you can take to make a report. The following options we describe as our normal reporting channels:

(i) Report to your supervisor

You should use this option when you are comfortable discussing the subject matter with your direct supervisor (Branch Manager/ Head of Department) and when that person is not involved in the conduct that you are reporting. Often this will be the best route to having an issue quickly resolved. The direct supervisor shall prepare a report of the alleged malpractice and provide this as soon as reasonably practicable to the Deputy General Manager Audit (DGMA) who will determine what further action, if any, is required. If reporting to your direct supervisor is not appropriate, you should report to the next level of management (e.g. Regional Manager, Assistant General Manager/ Deputy General Manager for your business unit).

(ii) Report to Assistant General Manager Human Resources

You can use this option when the matter you are reporting is an employee related matter, such as discrimination, harassment or other difficulties you are having with your working relationships and you are uncomfortable speaking with your direct supervisor. You may call AGM Human Resources on the following numbers: Telephone 24768500, Facsimile 24709530,

or Email: humanresources-wb@bankmuscat.com

(iii) Report to Head of Compliance

You should use this option for reporting unacceptable behaviour which is related to any legal, compliance issues, money laundering, insider trading or other financial crimes where you would find it difficult to report to your direct supervisor. You may call Head of Compliance on the following numbers: Telephone 24768526, Facsimile 24797865, or Email: compliance-wb@bankmuscat.com

(iv) Report to Deputy General Manager Audit (Fraud or financial crime)

If you suspect that another employee including a senior member of staff or contractor staff is involved in a fraud or financial crime, you should directly contact DGMA, on 24768503 or by email on whistleblower@bankmuscat.com. For the sake of clarity, examples of financial crimes could include: embezzlement, bribery, kickbacks, insider trading, computer crime, forgery, etc.



No matter which of these channels you use, the person to whom you report must not cause you to suffer any disadvantage because of your report. If you wish your involvement to remain confidential then you should discuss this when you make your report.

3.4 Whistleblower reporting channels for reporting unacceptable behaviour

We recognise that in certain circumstances it may be difficult for an employee to use the normal reporting channels. For that reason we have established two “whistleblower reporting channels” for use when an employee or contractor believes that they are likely to suffer some form of reprisal or negative treatment if they make a report. These channels differ from the normal reporting channels in that this offers some specific protections including:

- an ability to make an anonymous report;
- an investigation process which can maintain anonymity; and
- special protections in the event that your identity becomes known.

You should use the whistleblower reporting channels where:

- you believe that you will suffer disadvantage if you use a normal reporting channel; or
- you have tried to use a normal reporting channel but your concern remains unresolved; or
- you want to have an anonymous conversation with an advisor before deciding where or how to make a report.

The whistleblower reporting channels are:

(i) The Whistleblower Hotline

The Whistleblower Hotline is operated by the Internal Audit department which is manned by independent professionals, with employees who are trained in confidential reporting and whistleblower protection. **There is no need to identify yourself** to the Hotline provider.



You should use the Whistleblower Hotline when:

- you have determined that you need to use a whistleblower reporting channel; and
- you prefer to make your report by telephone; or
- you want to discuss your options for reporting or the types of special protection that may be available to you.

The Whistleblower Hotline contact numbers are:

- 800 78822– free call from the Sultanate of Oman.
- 00968 24790072 – International call from all other countries. (This is an Oman number which will be charged at normal international rates).

(ii) Email:

You may also contact by sending an email to whistleblower@bankmuscat.com.

Whether you raise your concern through Whistleblower Hotline or by email, you will be given a code or reference number with which you can monitor the progress of the investigation and communicate anonymously.

It is important that you retain your reference number. The progress of the investigation will be communicated periodically to you. The whistleblower investigator may request further information in order to proceed.

Protections offered through our whistleblower reporting channels:

If you choose a whistleblower reporting channel, then you have the option of reporting anonymously or identifying yourself.

If you have raised your concern anonymously, you will remain anonymous unless you choose to disclose your identity.

The DGMA will be responsible for allocating an investigator to each concern, monitoring the investigation and maintaining the confidentiality of all information. Information about your concern and the investigation will only be provided to employees on a “need to know” basis for the purpose of the investigation. In addition, a concern will only be disclosed to an entity outside the bank if required or authorised by law, if deemed necessary to fully investigate the matter, or if the



bank considers that the disclosure is necessary ethically or reputationally. To ensure natural justice is afforded to all parties, there may be circumstances where an investigation cannot proceed further without disclosing your identity (e.g. allegations of harassment). It will be your choice whether you decide to give your name, but please note that in these cases, if you choose not to identify yourself, we may not be able to take the matter further. In the course of an investigation, the investigator may need to put allegations of misconduct to the alleged wrongdoer. If the investigator believes that your identity may be apparent from those allegations then your consent will be needed before the investigation proceeds further. If you choose to identify yourself, or if your identity will become apparent by making a report, then you have the option to ask the hotline provider or the Whistleblower administrator to involve the Whistleblower Protection Officer (the “Protection Officer”).

The AGM Human Resources will be the Protection Officer who has the responsibility of providing individual employees with protection against disadvantage. The Protection Officer will contact you to discuss your needs.

The types of protections that may be available will depend on the situation but could include:

- ensuring confidentiality in the investigation and protecting your identity;
- monitoring and managing the behaviour of other employees;
- offering a leave of absence while a matter is investigated;
- relocating you or other employees to a different branch or department; and
- rectification of any detriment you have suffered.

If specific protections are requested, the Protection Officer will liaise with senior management in your business unit to agree appropriate protections. If you are unsatisfied with the protection proposed by the Protection Officer you should tell them of your concerns. If you still do not believe the protections are adequate you should ask the Protection Officer for a review. The Protection Officer will then refer your case to the DGMA, who will review the protection offered and make recommendations as appropriate.

If, despite the protections offered, you do suffer reprisal or disadvantage (e.g. harassment, victimisation, bias, demotion) as a result of making a report about unacceptable behaviour, you should contact the Protection Officer directly. The Protection Officer will discuss with you what action can be taken to prevent further reprisal and remedy any disadvantage you have suffered.



We encourage you to use our internal reporting procedures so that issues can be resolved quickly and confidentially. In this case, if you need protection, you should contact the Protection Officer directly.

If you report unacceptable behaviour which you are genuinely concerned about, disciplinary action will not be taken against you for having raised the concern. However, it is important to remember that reporting unacceptable behaviour will not protect you from disciplinary action or criminal proceedings if you have also engaged in serious or illegal misconduct yourself. Your admission may be a mitigating factor if disciplinary action is taken.

Investigation process:

Investigation processes will vary depending on the precise nature of the conduct being investigated. All investigations must be conducted in a manner that is fair, objective and affords natural justice to all people involved. A matter will not be investigated by someone who is implicated in your concern.

When you raise a concern through a whistleblower reporting channel:

- It will be logged in the Whistleblower database. This is a secure system administrated by the Internal Audit department. If you have raised the concern through the Whistleblower Hotline, the hotline provider, i.e. the DGMA will provide enough details for the concern to be logged in Whistleblower database. You will also receive a reference number from the hotline provider and you can contact them to keep track of any investigation. They will not disclose your identity unless you agree.
- In most cases it will be necessary for an investigation to take place. The Whistleblower administrator refers the concern internally as appropriate to Human Resources management, or the Compliance department for an investigator to conduct an investigation. The investigator may request information from you directly if you have provided your name. If you have raised your concern anonymously, the investigator will communicate with you anonymously by leaving messages with the Hotline administrator (depending on the channel used).
- Where the involvement of a Protection Officer has been requested, the Protection Officer will not take part in the investigation. The Protection Officer will become your key contact point in updating you on the progress of the investigation and the outcome.
- When the investigation is complete, you should call the Hotline for the result. If you have provided your name and asked for direct communication, you will be contacted directly.



Where an investigation shows that wrongdoing has occurred, we are committed to changing our processes and taking action in relation to employees who have behaved incorrectly. Where illegal conduct has occurred, this may involve reporting the matter to relevant regulatory authorities such as the Central Bank of Oman or the Capital Markets Authority and in some cases the Royal Oman Police. Due to the varying nature of investigations, no time periods can be given for the resolution of concerns, however investigators will report regularly on the status of investigations.

4. Consequences of breach

4.1 Causing disadvantage to a whistleblower

It is a breach of this policy for any employee to engage in conduct that causes you to suffer disadvantage as a result of having made a report. That misconduct will result in disciplinary action which may include termination of employment.

4.2 False reports

Please remember that we treat allegations of unacceptable behaviour very seriously. Disciplinary action may be taken against anyone who deliberately makes a false or dishonest report. To make a report, you do not have to be sure that something is wrong. However, you should only make a report if you are genuine in your concern and have reasonable grounds to believe something is wrong.



5. Key roles and responsibilities

Deputy General Manager (Audit) is responsible for:

The DGMA has been appointed by the Board of Directors with taking steps to maintenance of a Whistleblower Protection policy, establish appropriate disclosure procedures, maintenance of the Whistleblower database, systems and controls, including those for the management of disclosures made, and to oversee BankMuscat's compliance with the requirements of this Policy document. DGMA's job description and objectives will reflect the responsibilities of the role.

In particular, the DGMA will be responsible for:

- Implementing appropriate systems and controls to ensure that the procedures are adopted and effectively implemented throughout BankMuscat;
- Agreeing with HR any policies and guidance that are required to implement this Policy Statement and ensure that BankMuscat's employment policies including its Disciplinary Procedure, are consistent with this Policy Statement;
- Agreeing with HR and Compliance as appropriate the action to be taken in response to a disclosure, or approving the action to be taken by line management in the case of disclosures;
- Determining the action to be taken in respect of disclosures received in respect of affiliates, such as BMI Bank, Silk Bank, etc
- Ensuring that investigations are conducted in an appropriate and timely manner by agreeing actions and deadlines for each stage of the process and monitoring to ensure satisfactory performance.
- Ensuring that appropriate remedial action is effectively taken in a timely manner by agreeing the action required, setting deadlines for completion and monitoring to a satisfactory conclusion;

Executives and management across BankMuscat must co-operate fully with the DGMA. Any areas where the DGMA does not receive co-operation will be subject to escalation procedures.



The DGMA can escalate matters in relation to compliance with this Policy Statement to the Executive Management and ultimately to the Audit Committee of the Board of Directors.

On a quarterly basis, the DGMA will provide a report to the bank's Executive Management and the Board of Directors giving a commentary on type and volume of disclosures, any serious issues arising, underlying trends, progress in bringing disclosures to a satisfactory conclusion, an ageing analysis of any concerns/ disclosures remaining unresolved.

Departmental heads and Branch Managers are required to:

- ensure that this policy is well communicated to their employees;
- foster a culture within their team which encourages open reporting of unacceptable behaviour;
- treat all reports of unacceptable behaviour made to them seriously and confidentially; and
- ensure through their own behaviour and that of their team, that a person making a genuine report is not subject to any disadvantage.

Employees are required to:

- ensure that they do not create any disadvantage to a person who makes a report about unacceptable behaviour; and
- not deliberately make a false report.
- Employees responsible for investigations are required to have a thorough knowledge of this policy and have appropriate investigation training and experience.



6. Communication of the Whistleblower Protection Policy

Information regarding this policy and protection it affords will be delivered by a combination of:

- E-mail or circular to all staff as a BankMuscat News Alert to be sent annually.
- Publishing in the Internal Audit Public folder.
- Publishing on BankMuscat's Website.
- DGMA may additionally choose other methods of communication as is considered appropriate.
- Head of Human Resources will advise all new employees that the policy document is available in the Internal Audit Public folder.
- Chief Legal Adviser and Secretary to the Board of Directors and will ensure circulation of this policy to all the members of the Board of Directors on an annual basis.



7. Record- Keeping

The following records will be produced and retained for a minimum period of 6 years:

- This Policy Statement and amendments thereto;
- Details of all disclosures, together with the information provided, the investigation, its results and any subsequent action taken;
- Copies of all reports to BankMuscat's Executive Management, Audit Committee and the Board of Directors, and
- Details of the steps taken to ensure employees awareness, including the timing and method of delivery, what was delivered and the audience.



8. Governance

8.1 Policy updates and oversight

BankMuscat is committed to complying with the laws and practices that protect the rights of people who raise compliance concerns.

This policy is monitored and reviewed annually by DGMA who also provides statistics about reported concerns on a quarterly basis to the BankMuscat's Executive Management and the Audit Committee of the Board of Directors.

8.2 Review of effectiveness

Best practice guidance suggests that the Audit Committee of the Board of Directors should consider the effectiveness of whistleblowing policy on a regular basis. This provides input to the board's review of the system of internal control. At BankMuscat, the Audit Committee will satisfy itself in relation to this subject matter, based on review of periodic reports submitted by the DGMA.

The audit committee might wish to consider the following:

- Are there issues or incidents which have otherwise come to the board's attention which they would have expected to have been raised earlier under the company's whistleblowing procedures?
- Are there adequate procedures to track the actions taken in relation to concerns made and to ensure appropriate follow-up action has been taken to investigate and, if necessary, resolve problems indicated by whistleblowing?
- Are there adequate procedures for retaining evidence in relation to each concern?
- Have confidentiality issues been handled effectively?
- Is there evidence of timely and constructive feedback?
- Have any events come to the committee's or the board's attention that might indicate that a staff member has not been fairly treated as a result of their raising concerns?
- Is a review of staff awareness of the procedures needed?