



# **CH OFFSHORE LTD & SUBSIDIARIES**

(collectively “CH Offshore Group” or “Group”)

## **CORPORATE OPERATING PROCEDURES**

### **Whistleblowing Policy**

Revision	Date	Remarks	Document and Revision number	Prepared	Approved
1	24 Feb 2020	Approved for Use	CHO-SOP-CORP-004	LC	JC

This is a Controlled Document

All queries, suggestions, interpretation, clarification or change request shall be addressed at the first instance to the Corporate Department.

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## 1.0 PURPOSE

CH Offshore Limited (“CHO”), together with its subsidiaries, (collectively, the “Group”) is committed to high standards of corporate governance and accountability in its affairs and does not tolerate and condone any malpractice, statutory non-compliance and wrongdoings by employees in the course of their work.

This policy intends to provide a framework to promote responsible and secure whistleblowing without fear of reprisal and discrimination. It aims to provide a channel for escalation of concerns to encourage employees and all other relevant stakeholders to report unethical or illegal conduct, a means for timely handling of reported concerns, procedures for preventing and deterring misconduct and guidelines to promote a culture of openness, accountability and integrity.

## 2.0 SCOPE

2.1 This policy applies to:

- a. The Group
- b. All employees (full and part-time), including contract workers, crew, officers and directors of the Group and its subsidiaries under its control
- c. Consultants, representatives, agents, intermediaries, brokers, business partners, JV partners engaged by the Group for the purpose of representing or working closely with the Group in certain areas of works (collectively, the “Company Representatives”)
- d. External parties

## 3.0 DEFINITIONS

- 3.1 “Complaint” means any complaint or information alleging either Possible Improprieties or Retaliatory Action.
- 3.2 “Obstructive Action” means the use or attempted use of force, authority, intimidation, threats, undue pressure or any other action or behaviour by any employee which tends to or in fact does obstruct, influence or otherwise interferes with another employee’s exercise of his right to report any Possible Improprieties or which may discourage other employees from so doing in the future.
- 3.3 “Possible Improprieties” means any activity, conduct or omission by an employee of the Group or any auditing firm or Company Representatives providing services (including external and internal auditing services) to the Group relating to financial or non-financial malpractices or impropriety such as fraud, corruption, bribery or theft, harassment, abuse and misrepresentation of power and authority, non-compliance with laws and regulations, discrimination on the basis of gender, race, age, disabilities, among others, non-disclosure of conflict of interest, actions causing harm to health and safety of the workplace environment and breach of the Group’s Code of Conduct (which can be found on the CHO website as well as in the Employees’ Handbook) and any other operational matters that are either questionable or not in accordance with generally accepted accounting practices and/or trade practices prescribed by the Group.
- 3.4 “Retaliatory Action” means the use or attempted use of force, authority, intimidation, threats, undue pressure of any sort or any other negative or other inappropriate action, by any employee or officer of the Group, against any person who has filed a Complaint.
- 3.5 “Whistleblower” refers to the person filing a Complaint which relates to suspected wrongdoing of an individual or an organisation.



## 4.0 GUIDANCE

### Reporting Mechanism

- 4.1 The Group encourages Whistleblowers to disclose their identity when lodging Complaints to facilitate appropriate follow-up questions and investigations to take place.
- 4.2 Complaints filed anonymously are more difficult to act upon effectively but they will still be considered, taking into account the following:-
- (a) Seriousness of complaints raised;
  - (b) Significance and credibility of complaints;
  - (c) Likelihood of confirming the allegation from attributed sources and information provided;

It is therefore important, when filing a Complaint, to provide as much detail and specifics as possible.

Complaints may be filed in **writing** to:

Email: [whistleblowing@choffshore.com.sg](mailto:whistleblowing@choffshore.com.sg)

Or

**Chairperson of Audit Committee Mr**

Thia Peng Heok, George

Mobile: +65 9819 2298

Email: [george.thia@choffshore.com.sg](mailto:george.thia@choffshore.com.sg)

- 4.3 The confidentiality of the Complaint and the identity of the Whistleblower will be maintained save where:
- (a) The identity of the reporting party, in the opinion of the Audit Committee, is material to any investigation;
  - (b) It is required by law, or by the order or direction of a court of law, regulatory body or by the Singapore Exchange or such other body that has the jurisdiction and authority of the law to require such identity to be revealed;
  - (c) The Audit Committee is of the opinion that it would be in the best interests of the Group to disclose the identity;
  - (d) It is determined that the Complaint was frivolous, in bad faith or in abuse of these policies and procedures and lodged with malicious or mischievous intent;
  - (e) The identity of such employee and/or any other persons is already public knowledge for reasons other than because it was disclosed by the recipient of the Complaint.

### Safeguards

- 4.4 The Group objects to and does not tolerate nor condone any Obstructive Action being taken against any other employee or reporting party who wishes or intends to, or who is in the process of filing a Complaint and may institute disciplinary action as it deems appropriate against any employee found to have taken such Obstructive Action.
- 4.5 The Group also objects to and does not tolerate nor condone any Retaliatory Action taken against any employee who has filed a complaint alleging Possible Improprieties and may institute disciplinary action against any employee found to have taken such Retaliatory Action.



- 4.6 If a Whistleblower believes that he/she is being subjected to harassment or victimisation for having filed a Complaint, he/she should immediately report those facts to the CEO or Chairman of Audit Committee to facilitate prompt investigation and the taking of appropriate action.
- 4.7 When deemed necessary, the Whistleblower may need to come forward as a witness. If a Whistleblower makes an allegation in good faith but it is finally not confirmed by the investigation, no action will be taken against him or her.
- 4.8 Complaints made in bad faith (e.g., frivolous, malicious or for personal gain) may result in disciplinary action. In the case of an External Party, appropriate action, including reporting the matter to the regulators, may be taken.

## **5.0 COMPLAINTS HANDLING**

- 5.1 A complaints register shall be maintained by the AC Chairman for the purposes of recording all Complaints received including the date and nature of the Complaints.
- 5.2 All information disclosed during the course of the investigation will be kept confidential in accordance with Clause 4.3.
- 5.3 Upon receipt of a Complaint, AC Chairman, together with whomever he deems suitable, will review and investigate the Complaint and report its findings to the Audit Committee, together with any recommendation as to any remedial action to be taken.
- 5.4 AC Chairman and Audit Committee may:
- (a) conduct its own investigation or review;
  - (b) instruct the Internal Auditor to conduct further investigations or review;
  - (c) instruct the relevant management to take such remedial action as it deems appropriate;
  - (d) engage third parties, to commence or conduct further investigations or review or to take such remedial action as it deems appropriate; and/or
  - (e) take any other action that is determined to be in the best interest of the Group
- 5.5 The Group reserves the right to refer any concerns or complaints to appropriate external regulatory authorities. If appropriate, the subject of the Complaint may be notified of the allegations raised against him/her and be given an opportunity to reply to such allegations. Employees who failed to co-operate in an investigation, or deliberately provide false information during the investigation may face harsh disciplinary actions, including immediate dismissal.
- 5.6 If at the conclusion of an investigation, the Audit Committee is satisfied that a violation has indeed occurred or the allegations are substantiated, appropriate disciplinary in accordance with the Fair Employment Policy will be taken. The Whistleblower, if his identity is known, will then be informed that the allegations have been investigated and action has been taken.

## **6.0 ADMINISTRATION**

- 6.1 The Whistleblowing Policy & Procedure shall be communicated to all relevant stakeholders.
- 6.2 Employees shall read, understand and comply with this Policy. All employees are expected to uphold the highest standards of ethics, honesty, openness and accountability in line with the Group's commitment to promote good governance, transparency and safeguard the integrity of the Group.



### Revision History

Rev No.	Issue Date	Description of Changes	Clause #	Approved
0	6 Aug 2019	Initial release	N.A.	Evelyn Wong
1	24 Feb 2020	Update AC Chairman email address	4.2	Jeanette Chang