



**PRIMETIME PROPERTY HOLDINGS
LIMITED**

WHISTLEBLOWING POLICY

WHISTLEBLOWING POLICY			
ISSUE DATE	VERSION	CUSTODIAN	APPROVED BY
23/11/22	1	Board of Directors	Board of Directors

Contents

1.	INTRODUCTION	3
2.	WHAT IS WHISTLEBLOWING	3
3.	WHO IS A WHISTLEBLOWER.....	3
4.	SCOPE	3
5.	PURPOSE.....	3
6.	HOW TO MAKE A DISCLOSURE.....	4
7.	EXAMPLES OF CONCERNS	4
8.	THE INVESTIGATION PROCESS	5
9.	RESULTS OF THE INVESTIGATION.....	5
10.	PROTECTION OF THE WHISTLE BLOWER	5
11.	POLICY BREACHES	6
12.	ACKNOWLEDGEMENT OF RECEIPT AND APPROVAL	6

WHISTLEBLOWING POLICY			
ISSUE DATE	VERSION	CUSTODIAN	APPROVED BY
23/11/22	1	Board of Directors	Board of Directors

1. INTRODUCTION

PrimeTime Property Holdings Limited ('PrimeTime' or 'the company') is a variable loan stock company listed on the Botswana Stock Exchange. It is a preferred property investment vehicle for various institutions and private sector organisations. Its investment spans across a diversified portfolio.

The company is committed to adhere to the highest standards of ethical and legal conduct of doing business.

To keep to these standards, the company encourages the employees of its management companies, its directors and stakeholders who have concerns about suspected fraud, corruption, impropriety, professional misconduct to express these concerns without fear of punishment and/or unfair treatment.

2. WHAT IS WHISTLEBLOWING

Whistleblowing is the disclosure of an act that is either illegal, immoral, illicit, unsafe, or fraudulent. The disclosure is generally for the benefit of the company and the public.

3. WHO IS A WHISTLEBLOWER?

A whistle-blower is a person who makes a disclosure in good faith, believing that the facts upon which the disclosure is based are true. Whistle-blowers are not investigators or fact finders, they are merely reporting parties. They do not determine if corrective or remedial action is necessary because of their disclosure.

4. SCOPE

This policy covers the reporting of concerns that could have a negative impact on the company's reputation, operations, and business. It applies to employees of PrimeTime's external management companies, directors, unitholders, suppliers, stakeholders, and any other external bodies.

5. PURPOSE

The purpose of the policy is to provide information about whistleblowing in general, as well as the procedure to be followed when whistleblowing. This policy will enable disclosures of impropriety such as financial irregularity, fraud, or criminal activity.

This policy covers:

WHISTLEBLOWING POLICY			
ISSUE DATE	VERSION	CUSTODIAN	APPROVED BY
23/11/22	1	Board of Directors	Board of Directors

- The submission of reports regarding unethical behaviour, questionable accounting and auditing, illegal practices, and non-compliance with company policies on a confidential basis,
- The receipt, recording, saving and treatment of reports, complaints or concerns received by the company regarding improper conduct in the company,
- To make sure whistle-blowers understand that all reports should be made in good faith for the benefit and protection of the company and the public, disclosures should not be made from malicious intentions, and
- The protection of the whistle-blower from retaliation, victimisation, and dismissal.

6. HOW TO MAKE A DISCLOSURE

Where there is a reasonable concern that wrongdoing is occurring or is likely to occur, the following principles shall be noted:

- The report shall be in writing or oral as escalated in terms of the steps agreed with the whistleblowing platform service provider
- The mechanism for reporting would be in terms of the steps recommended by the whistleblowing platform service provider and adopted by the Board
- On receipt of the report, it shall be immediately registered,
- The allegations made in the report will be investigated, and
- Results of the investigation will be provided to relevant management for further action.

7. EXAMPLES OF CONCERNS

The following, among others, may be reported:

- A criminal or unlawful act has been committed, is being committed or is likely to be committed,
- The conduct of an employee or director that could seriously affect the reputation and performance of the company,

WHISTLEBLOWING POLICY			
ISSUE DATE	VERSION	CUSTODIAN	APPROVED BY
23/11/22	1	Board of Directors	Board of Directors

- The conduct of an external management company employee or director which amounts to misuse of information acquired in the course and scope of their employment with the company,
- Bribery and corruption,
- Failure to comply with company policies, and
- Concealment of wrongdoing in the company.

8. THE INVESTIGATION PROCESS

Each report will be considered with outmost care and sensitivity following these procedures:

- Depending on the nature and complexity of the allegation made, the company may appoint an external investigator or handle the investigation internally,
- The investigator may contact the whistle-blower to ascertain details. The whistle-blower may be asked to make a brief written statement for the investigator,
- The investigator will investigate based on the report and give feedback to the company,
- The company need not disclose details of the investigation to the whistle-blower, and for legal and confidentiality reasons, the company may not be able to disclose the results of the investigation to the whistle-blower.

9. RESULTS OF THE INVESTIGATION

If the investigation results in a proven case of wrongdoing, the whistle-blower can be informed that the investigation is concluded, and if the laws of confidentiality allow, the whistle-blower can be informed of the outcome of the investigation.

If the investigation results in proving that there was no wrongdoing, no action will be taken against the whistle-blower, provided the whistle-blower made the allegations in good faith.

10. PROTECTION OF THE WHISTLEBLOWER

For whistleblowing to be effective, the following principles apply in the protection of whistle-blowers:

WHISTLEBLOWING POLICY			
ISSUE DATE	VERSION	CUSTODIAN	APPROVED BY
23/11/22	1	Board of Directors	Board of Directors

- The report will be treated in a confidential manner, the disclosure and discussion of reports to third parties not involved in the investigation shall be a serious offence and disciplinary action shall be taken,
- The whistle-blower's identity will be kept confidential, unless disclosure is necessary by law, for example disclosed to the police, courts of law or regulatory body,
- Those who retaliate against a whistle-blower will face disciplinary action, and
- The Whistleblowing Act protects an employee whistle-blower from dismissal or other disciplinary action when they make a report against their employers.

The whistle-blower should however note that they may be identifiable by others due to the nature and circumstances of their disclosure.

11. POLICY BREACHES

Senior management must report all identified policy breaches to the Compliance Officer, who shall then investigate the cause of the policy breach and implement a suitable corrective action.

Failure to comply with the requirements of this policy may result in disciplinary action being taken, which may result in termination of employment.

12. ACKNOWLEDGEMENT OF RECEIPT AND APPROVAL

All members of the Board of PrimeTime must acknowledge receipt of this Whistleblowing Policy and their understanding of its contents.

This policy was approved by the Board.



Chairman signature

REVIEW DATE: reviewed annually.

WHISTLEBLOWING POLICY			
ISSUE DATE	VERSION	CUSTODIAN	APPROVED BY
23/11/22	1	Board of Directors	Board of Directors

ACKNOWLEDGEMENT OF RECEIPT

I, _____ acknowledge that I have received a copy of PrimeTime's Whistleblowing Policy.

I acknowledge having read this Policy and that I understand its terms and contents. I understand that any breach of this Policy may result in administrative and/or disciplinary measures, up to and including removal and legal prosecution.

Signature

Date