

Summit Power International Pte. Ltd.
Whistleblower Policy

Date Approved: 13/10/2016

General Provisions

A. Introduction

Summit Power International Pte. Ltd. (hereinafter the “Company”) seeks to conduct its business honestly and with integrity. We expect all staff to maintain high standards of business conduct and to report any wrongdoing that falls short of these fundamental principles. It is the responsibility of all employees, contractors and those working on the Company’s premises to raise any concerns that they might have about an actual or suspected contravention of our ethical and legal standards without fear of reprisal or feeling threatened by doing so.

This Policy aims to:

1. encourage our staff to report an issue if they, in good faith, believe someone has contravened our policies, principles, values, or the law;
2. outline how the Company will properly deal with all reported misconduct or unethical behaviour; and
3. assist in ensuring that serious misconduct or unethical behaviour is identified and dealt with appropriately.

As the Policy merely sets out general guidelines, all staff should abide by both the letter and spirit of the Policy as well as any applicable law, legislation or listing rules. All heads of department should also bring to the attention of the Board any queries or doubts in relation to the scope, the application, or any provision of this Policy.

B. Application of this Policy

This Policy applies to all people and representatives of the Company’s group of companies, including employees, officers and contractors or their employees whether full time, part time or casual at any level of seniority wherever employed or engaged.

This policy is not intended to conflict with any applicable local laws or regulations and if any such conflict occurs the requirements of the local laws or regulations shall prevail.

C. Concerns to be reported

All personnel are encouraged to report in good faith, matters or behaviours that they reasonably believe contravene, or may have contravened, Company policies, principles, values or the law.

A genuine concern should be reported if there are reasonable grounds for believing that any actual or suspected:

1. A criminal offence has been committed (such as fraud, tax evasion) is being committed, or is likely to be committed; or
2. A person has failed, is failing, or is likely to fail to comply with their legal obligations (for instance improprieties in financial reporting, making misleading or deceitful statements to the authorities, self-dealing, not disclosing related third-party transactions, accepting/giving bribes or kickbacks, aiding or not reporting incidences of money-laundering); or

3. The health and safety of any individual has been, is being, or is likely to be endangered, or serious harm to public health, safety or environment; or
4. Conduct or unethical behaviour which breaches any law (or may have a material impact on the Company's operating results or financial position); or
5. Any of the above are being, or are likely to be, deliberately concealed.

In general, this policy covers actions or omissions that are illegal, contrary to policy or established procedure or outside the scope or any individual's authority, and also conduct that may lead to financial loss and reputational damage to the Company and its shareholders.

Whistleblowing is not about airing a grievance but reporting real or perceived malpractice or misconduct. Because a report may damage the career prospects and reputation of people who are the subject of serious allegations, you may be subject to disciplinary action if your report is not made in good faith or is found to be malicious, deliberately misleading or frivolous.

D. Disclosures – To Whom

For the purposes of this procedure, the company requests our staff to, in the first instance, raise concerns about any form of malpractice or misconduct with your line manager or a senior manager in your department. If you feel unable to do this, you should contact the Internal Audit department of the Company (referred to as the “**Responsible Department**”) or email internal.audit@summit-centre.com. If the disclosure is extremely serious or in any way involves any of the Responsible Department(s), you should report the matter directly to the chairman of the Company's Audit Committee.

If you need confidential advice about the application of this policy or whether your concerns should be addressed through this policy or in some other way, you may discuss the matter with the Responsible Department, or the Legal Department, as appropriate for your circumstances.

E. Disclosures – How

You can raise your concerns orally or in writing and you should specify whether you wish your identity to be kept confidential. You will be asked to formalize your concerns in writing either before or after the first meeting (or if no meeting occurs, via email or phone conversation). Your manager or the Responsible Department of the Company will acknowledge receipt of your formal written disclosure and keep a record of further action taken.

The Responsible Department of the Company will determine whether the concerns raised are matters of significance that should be brought to the attention of the Audit Committee or Board of Directors, i.e. have significant and reputation implications for the Company.

The Company recognizes that disclosure made under this policy may involve highly confidential and sensitive matters and that you may prefer to make an anonymous disclosure. Although we will make our best effort to investigate all reported issues, a proper investigation may prove impossible if the investigator cannot obtain further information from you, give you feedback, or ascertain whether your disclosure was made in good faith.

Concerns expressed anonymously will be explored appropriately, with consideration given to:

- the seriousness of the issue raised;
- the credibility of the concern; and
- the likelihood of confirming the allegation from attributable sources.

F. Investigation of Disclosure

Following your submission of a formal written disclosure, the Responsible Department of the Company (or another individual acting in his or her place) will acknowledge receipt within five working days and make appropriate arrangements for an initial investigation.

In most instances, the Responsible Department of the Company will carry out an initial assessment of the disclosure to determine whether there are grounds for a more detailed investigation to take place. A report will be produced and copies will be provided to the Audit Committee. For confidentiality reasons, you may not receive any report or details of the outcome of investigations; you may be entitled to a statement whether an investigation has been completed and generally whether any action was taken against a suspected person.

If a longer investigation is considered necessary, the Responsible Department of the Company might appoint an appropriately skilled and experienced investigator or investigative team (including personnel or resources with experience of operating workplace procedures or specialist knowledge of the subject matter or the disclosure), or engaging independent investigation resources.

So far as the Responsible Department of the Company considers it appropriate and practicable, you will be kept informed of the progress of the investigation. However, the need for confidentiality may prevent us giving you specific details of the investigation or actions taken.

We recognize that there may be matters that cannot be dealt with internally and in respect of which external authorities will need to be notified and become involved either during or after our investigation. We will endeavor to inform you if a referral to an external authority is about to or has taken place, although we may need to make such a referral without your knowledge or consent if we consider it appropriate.

G. Confidentiality

When you make a report, the Company will treat the report seriously and respect your confidentiality. The Company will endeavour to ensure your identity and the fact that you have made a report is kept confidential (unless you otherwise consent and subject to any disclosure required by law or to properly investigate the concern). The report will be shared on a “need to know” basis to allow appropriate persons to investigate the matters raised in the report and address the concerns and otherwise as required by law.

In order not to jeopardize the investigation into the alleged malpractice, you will also be expected to keep the fact that you have raised a concern, the nature of the concern and the identity of those involved confidential.

H. Protection for Whistleblowers

The Company will not discriminate against you nor disadvantage you in your employment with the Company if you make a report in accordance with this Policy. The Company will not take any reprisal action against you if you made a report in good faith. This applies if the matter is proven or not, regardless of whether it is reported to an external authority. The Company will take appropriate disciplinary action against any person who engages in reprisal action against a person who makes a report in good faith.

If you believe that you are being subjected to a detriment within the workplace as a result of raising concerns under this procedure, you should inform the chair of the audit committee immediately.

If an investigation under this procedure concludes that a disclosure has been made maliciously, vexatiously, in bad faith or with a view to personal gain, the whistleblower may be subject to disciplinary action. Any such determination is however subject to review by the Audit Committee.

I. Corrective Action and Compliance

As part of the investigation into disclosures made under this Policy, recommendations for action will be invited from the compliance department of the Company and its investigative team to enable the Company to minimize the risk of the recurrence of any malpractice or impropriety which has been uncovered. The Audit Committee will be responsible for reviewing these recommendations and for reporting on any actions required to the Board of Directors and the CEO.

J. Final Provisions

This Policy takes effect as of the date of approval.

This Policy shall be reviewed annually to ensure its relevance to current practices and law. Directors shall be responsible for ensuring this policy is current. The Audit Committee shall review and assess the adequacy of this policy at least annually and recommend for approval by the board any changes it considers are needed.

Each member of the Board of Directors is to annually sign a confirmation that they have read and understood and will comply with this Policy.