Emirates Central Cooling Systems
Corporation PJSC

Whistleblowing Policy

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Internal Audit Director	

Policy Review and Governance This policy shall undergo formal review annually to ensure alignment with evolving regulatory obligations and internal risk assessments. The Chief Legal Officer and Director – Internal Audit shall jointly manage the review cycle. All approved revisions shall be documented and communicated through official channels and the Employee Portal.

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Introduction

This Whistleblowing Policy (the "Policy") applies equally to all internal and external stakeholders including but not limited to - employees, interns, consultants, contractors, vendors, agencies (the "individuals") of Emirates Central Cooling Systems Corporation PJSC (the "Company") including all of its subsidiaries.

Definitions

The definitions of key terms used in this Policy are given below:

a. "Appropriate Authority" means the person to whom a Whistleblower Complaint will be escalated.
b. "Audit and Risk Committee" means the permanent sub-committee constituted by the Board of Directors.
c. "Board of Directors" will have the same meaning as mentioned in the Company's Articles of Association.
d. "Concern" means a violation of the Company's code of conduct and/or applicable laws and regulations involving but not limited to abuse of authority, fraud, money laundering, bribery, corruption, employee misconduct, illegal conduct, breach of health & safety regulations, violation of human rights, environmental issues, wastage/misappropriation of Company's funds/assets and any other unethical conduct.
e. "Good faith" means having a reasonable belief that the information provided is truthful. It does not mean having 'all the evidence' about the Concern reported.
f. "Integrity Committee" means a management committee appointed by the Chief Executive Officer.
g. "Reasonable Belief" means a belief which is held based on observation, experience or information known to that individual, which would also be held by an individual in the same circumstances.
h. "Senior Management" means Chief Executive Officer and his/her direct reports.
i. "Subject" means a person against or in relation to whom a Whistleblower Complaint has been made or evidence gathered during the course of an investigation.
j. "Whistleblower Complaint" means any communication made in Good Faith through the reporting channels mentioned in this Policy that discloses or demonstrates information that may evidence a Concern.
k. "Whistleblower" means an individual or entity who reports a concern of suspected or actual violation under this policy, in a good faith and has reasonable belief that the information is true at the time of reporting.

Purpose

The Company mandates its employees, the subsidiaries staff, and all the stakeholders dealing or planning to deal in any business form or activity with the company or its subsidiaries to exhibit highest professional standards in all their business conducts. As a responsible corporate citizen, the Company has zero tolerance on any Concern that damages or threatens to damage its reputation. The purpose of this Policy is to provide an effective and confidential platform wherein individuals can report any Concern in

Good Faith without any fear of retaliation. This Policy encompasses all the key elements viz. types of Concern, channels to report a Concern, anonymous complaints, investigation process, principles of investigation, reporting and outcome, protection from retaliation and responsibilities. It ensures the protection of individuals who report any Concern in Good Faith and makes it clear that victimization or retribution of Whistleblowers will not be tolerated by the Company. Management have the primary responsibility to facilitate the operation of this Policy and to ensure that colleagues are able to raise concerns without fear of retribution.

Exclusions

- Concerns related to investor relations should be addressed to Investor Relations Officer.
- Concerns related to any Board member received through reporting channels mentioned in this Policy would be redirected to the Chair of the Board of Directors.
- Personal or work-related grievances should be raised with Human Capital Department. A personal or work-related grievance includes interpersonal conflict between employees, disagreement on a working practice or decision relating to employment or engagement. Any such grievance received through reporting channels mentioned in this Policy would be redirected to the Executive Director – Human Capital.
- Service related grievances should be raised with the dedicated customer care channels. Service related issues includes incorrect billing, cooling issues, delay in reconnection, rates/tariff, etc.

Types of Concern (Reportable Concerns and Exclusions)

This section defines the boundaries of what constitutes a valid whistleblowing concern under this Policy and what is excluded, ensuring clarity and alignment with Empower's ethical framework.

Reportable Concerns

Whistleblower Complaints may pertain to one or more of the following:

- **Violation of laws or regulatory obligations** (e.g. non-compliance with safety, labor, financial, or environmental legislation)
- **Fraud and financial misconduct**, such as theft, forgery, misuse of funds, collusion, accounting irregularities, or improper vendor dealings
- **Bribery or corruption**, including solicitation, acceptance, or offering of unlawful incentives
- **Abuse of authority or conflict of interest**, especially where internal controls are bypassed or compromised
- **Health, safety or environmental violations**, including negligence or non-compliance leading to harm or potential harm
- **Human rights infringements**, including discrimination, harassment, intimidation, or unethical conduct toward individuals or groups
- **Data privacy violations and unauthorized disclosure of confidential information**
- **Retaliation or detrimental treatment** of whistleblowers, investigation participants, or individuals associated with a Concern

Reports made under this Policy must be submitted in good faith, with reasonable belief that the information disclosed is truthful and relevant.

Exclusions from Whistleblowing

The following matters are not covered by this Policy and shall be redirected appropriately:

- Employee grievances, such as disputes over appraisals, promotions, shifts, or interpersonal conflict → Redirect to Human Capital Department
- Service-related complaints, including billing disputes, cooling performance, reconnection delays, or tariff queries → Redirect to Customer Care channels
- Board member concerns → Redirect to the Chair of the Board of Directors
- Investor relations matters → Redirect to the Investor Relations Officer

These exclusions ensure that the Whistleblowing Policy remains focused on violations that pose ethical, reputational, operational, or legal risks to Empower and its subsidiaries.

<u>An illustrative, not exhaustive, list of Concerns have been stated in Appendix A.</u>

Obligation to Report

Every individual has an obligation to report real or perceived Concerns. The individuals are required to report Concerns as soon as they become aware with as many facts, legal evidences and as much detailed information as possible. An individual intending to make any disclosure of a Concern is required to share all available and relevant information regarding the Concern immediately.

Anonymous Reporting

This Policy allows individuals to report Concerns disclosing their identity or anonymously. The credibility of an anonymous complaint will be assessed after evaluating the seriousness of the Concern, the likelihood of confirming the Concern through credible sources and / or documentary evidences.

Anonymous complaints shall be reviewed for credibility jointly by the Chief Legal Officer and Director – Internal Audit based on the seriousness of the Concern, the potential for substantiation through evidence, and the scope of potential risk. Credible anonymous reports shall proceed to investigation, and the status of each shall be reflected in ARC quarterly updates. The Company encourages identity disclosure to improve fact-gathering and resolution efficiency.

The Company encourages individuals to report a Concern disclosing their identity to facilitate proper collection of facts, an essential component of any investigation.

Channels to Report a Concern

Internal Audit Department is the owner of the reporting channels and individuals can report a Concern either openly, confidentially or anonymously through the below mentioned channels:

- Email: Writing an email to whistleblowing@empower.ae .
- Website Form: Filling up a form in the Company website accessible through https://www.empower.ae/contact-us/whistleblowing .
- Letter: Sending a letter addressed to –
  Director, Internal Audit
  Empower Energy Solutions
  EMPOWER Headquarters, AL Jaddaf
  Po Box 8081
  Dubai, United Arab Emirates
- Direct Reporting: Speak to your reporting manager / department head / Chief Business Support Services Officer / Compliance Officer / Executive Director – Human Capital who must report the received whistleblowing to Internal Audit Department.
- Or to any senior member (Assistant Manager / Manager) of the Internal Audit Department.

Whistleblowing Register

Internal Audit Department shall maintain a Whistleblowing Register and ensure recording the details of all the received Whistleblower Complaints such as the channel and date of receipt, the information and contact of the whistleblower (if not anonymous), the accused individuals, the department, process, or activity relevant to the whistleblowing and the received supporting documents/data.
The Whistleblowing Register has to be updated during the process of the investigation and it has to capture all the key information (such as the outcome of the preliminary assessment conducted by Internal Audit, the status of investigation, the decision taken by the Integrity Committee, the action taken against the violations, and any measures taken to eliminate or mitigate the recurring of similar violations).
The Whistleblowing Register shall be jointly maintained by Compliance and the Director – Internal Audit. It shall include case source, complaint type, urgency level, investigation timeline, action taken, and recurrence indicators. The register will be reviewed quarterly and included in Audit & Risk Committee reporting packs. Any anomalies or systemic trends shall be flagged to the ARC for oversight.

Preliminary Assessment by Internal Audit Department

After registering the whistleblowing, the Internal Audit Department shall conduct a preliminary assessment of the received whistleblowing taking into consideration:

- The applicability of the policy on the reported whistleblowing/ concern.
- The initial objectives, scope of investigation.
- The need for the whistleblower to attend a clarification meeting to provide details/information (only in cases of non-anonymous reporting).
- The need to immediately secure and protect evidence due to a threat of physical destruction and/or data sabotage/loss.

- Categorize the initial urgency of the investigation. This categorization should be based on the available information, the conducted preliminary assessment, and should consider the below criteria:

Urgency of Investigation	Categorization	Criteria
Immediate	High	• Illegal Activity • Actions that could result in extreme reputational risk • Cases involving suspected fraud, bribery or corruption • Activity that could or has resulted in significant financial loss or significant potential future financial loss • Significant disregard or abuse of Health, Safety or Environmental regulations • Abuse of authority that has resulted in or could result in any of the above.
Within 2 working days	Medium	• Actions that could result in moderate reputational risk • Cases involving suspected fraud, bribery or corruption • Activity that could or has resulted in moderate financial loss or moderate potential future financial loss • Moderate disregard or abuse of Health, Safety or Environmental regulations • Abuse of authority that has resulted in or could result in any of the above.
Within 5 working days	Low	• Minor breaches in Code of Conduct or policies that pose direct reputational risk • Minor wastage/misappropriation of funds or assets • Minor disregard or abuse of Health, Safety, or Environmental regulations • Abuse of authority that has resulted in or could result in any of the above

- Any identified conflict of interest or perceived conflict of interest of any member of the Integrity Committee shall be included in the outcome of the preliminary assessment.

The outcome of the preliminary assessment along with the original received whistleblowing shall be communicated by Internal Audit Department to the Integrity Committee.

Oversight and Management

The Integrity Committee has the responsibility of oversight and management of whistleblowing and investigation processes.

The Integrity Committee shall be approved by the Chief Executive Officer, and Audit and Risk Committee to be informed. The Charter of the Integrity Committee will specify the number of members, requirement of quorum and the decision making process.

The Integrity Committee and Internal Audit Department have to collaborate and report periodically the outcome of whistleblowing investigations and action taken to the Chair of Audit and Risk Committee who may direct further actions to be taken.

Escalation Level

On receiving the preliminary assessment conducted by Internal Audit and the details of Whistleblower, Chair of Integrity Committee will escalate it to Appropriate Authority, as tabulated below:

Appropriate Authority	Nature of Whistleblower Complaint
Chair of Audit and Risk Committee	Concerns involving Senior Management
Chief Executive Officer	Concerns involving individuals except Senior Management
Executive Director, Human Capital	Concerns related to breach of code of conduct, retaliation or retribution against an employee reporting a Concern

Any Whistleblower Complaint received by the Chief Executive Officer, Department Heads, Managers, or supervisors of the Company or its subsidiaries must be reported to the Internal Audit Department in order to register the same and conduct the preliminary assessment prior to referring it to the Integrity Committee.

Investigation Process

- Receipt of Whistleblower Complaint shall be acknowledged by Director – Internal Audit as soon as practical (preferably-within 07 working days of receipt), where the Whistleblower has provided their contact details.
- On receipt of Internal Audit preliminary assessment and the Whistleblower Complaint, Chair of Integrity Committee will escalate it to the Appropriate Authority and shall propose the investigation procedure.

Investigation Timeline and Escalation Protocol

a. Initial screening shall be completed within 7 working days of receipt.
b. Full investigation shall conclude within 45 working days.

c. Final actions and ARC reporting shall be completed within 7 additional working days. Urgent cases—such as suspected fraud exceeding AED 5 million, cybersecurity breaches, or reputational risks—shall be escalated to ARC within 48 hours. Any delays must be justified and documented.

- The Appropriate Authority will decide the investigation procedure (internal/external/local police).
- In case, the investigation will be conducted internally, Chair of Integrity Committee will decide the investigation team in consultation with the Appropriate Authority.
- In case, the Whistleblower Complaint involves a Concern amounting to AED 5 million or more, an external service provider may be appointed to conduct the investigation. Such appointment will be done by the Chair of Audit and Risk Committee or the Chief Executive Officer, as applicable.

Principles of Investigation

The general principles of investigation are stated below:

- If any member of the Integrity Committee has a conflict of interest in any given case, then he/ she shall declare the same to the Appropriate Authority and shall excuse himself/herself from participating in the process.
- Investigations shall be conducted in an independent, objective, and timely manner.
- Identity of Subject shall be kept confidential to the extent possible and may be disclosed only on a 'need to know' basis or as required by law.
- Subjects shall usually be informed of the allegations and shall have opportunities for providing their inputs at an appropriate time during the investigation.
- Subjects shall be informed of the relevant investigation outcome appropriately even if allegations are not sustained.
- All individuals who are a part of the investigation process including the Subject, the witness (es), the Whistleblower, and others shall be treated fairly and with respect.

Reporting and Outcome

- The Integrity Committee will review the investigation outcome and determine appropriate action(s) to be taken with guidance and oversight of the Chair of Audit and Risk Committee or Chief Executive Officer, as applicable.
- Internal Audit Department shall be regularly notified by the Integrity Committee of the progress of the investigation, the outcome, and the decisions taken.
- Any disciplinary or corrective action initiated against the Subject(s) pursuant to this Policy, shall adhere to the applicable personnel or staff conduct, disciplinary procedures and applicable regulations.
- Any appeal against the disciplinary action should be filed in writing with the Chair of Integrity Committee within 30 calendar days of formal communication/

notification of the disciplinary action. These appeals will be reviewed and adjudicated by the concerned authority in the Company responsible for implementation of the disciplinary action in accordance with any applicable regulation(s).

- Status of Whistleblower Complaints received and investigation outcomes shall be reported to the Audit and Risk Committee on a periodic basis.
- Fair and appropriate disclosure to relevant stakeholders for Whistleblower Complaints received and action taken shall be done in accordance with applicable law and regulations.

Confidentiality

- If requested by the Whistleblower, all reasonable steps will be taken to keep the Whistleblower's identity confidential, at least until any formal investigation is under way. In order not to jeopardize the investigation into the alleged malpractice, the whistleblower will also be expected to keep the fact that he or she has raised a concern, the nature of the concern, and the identity of those involved confidential. There may be circumstances in which, because of the nature of the investigation or disclosure, or where it may be required under law or regulation, it will be necessary to disclose the identity of the Whistleblower. This may occur in connection with associated disciplinary or legal investigations or proceedings. If, in the Company's view, such circumstances exist, the Company will make efforts to inform the Whistleblower that his or her identity is likely to be disclosed.
- Program Monitoring and Performance Indicators The effectiveness of the whistleblowing framework shall be tracked through quarterly KPIs submitted to ARC, including: • Total complaints received (named and anonymous) • Time to complete investigations • Recurrence trends by department or business unit • Ratio of anonymous vs. named reports ARC will use this information to drive policy improvements, assess culture risk, and monitor system integrity.
- All reports and records associated with Whistleblower Complaints shall be considered confidential information and access will be restricted to the Chair of Audit and Risk Committee, Chief Executive Officer, Director - Internal Audit Department, Executive Director – Human Capital and person(s) authorized by them, provided there is no conflict of interest.
- Whistleblower Complaints and any resulting investigations, reports or resulting actions will not be disclosed except as required by any legal or regulatory requirements or as per this Policy.
- While managing Whistleblower Complaints and conducting an enquiry/investigation relevant law shall be complied with, in addition to Company's data security and privacy policy.
- No employee or officer involved in investigating an incident shall disclose or divulge any information concerning a Whistleblowing incident to any colleagues, third party, other stakeholders, public or media without prior written authorization from the Company.

Protection from Retaliation

- Any form of retaliation by Company employees against individuals being part of the investigation including Subject, witnesses, Whistleblower, and others will attract disciplinary action.
- Protection under this Policy would not mean protection from disciplinary action arising out of frivolous allegations made with a mala fide intention or from a separate disciplinary procedure against an individual for any other misconduct.
- If you suspect that you or someone you know has been subjected to retaliation for raising a Concern, we encourage you to contact your reporting manager, Executive Director - Human Capital or the Chair of Integrity Committee within 30 days of such alleged retaliation.
- Any case of retaliation and regardless of the outcome of review of its validity shall be reported to the Integrity Committee and Internal Audit Department who shall report the same to the Chair of Audit and Risk Committee.

Responsibility

a. Company Employees

- Familiarize themselves with and follow the Company policies and procedures, Code of Conduct, professional standards, laws, and regulations.
- Whenever faced with doubt on this Policy, they shall consult their Reporting Manager or Compliance Officer or Executive Director – Human Capital or Director – Internal Audit.
- Speak up using reporting channels available.
- Provide full cooperation during any enquiry or investigation conducted by the Company.

b. Whistleblower

- The Whistleblower's role is that of a reporting party with reliable and specific information. They are not required or expected to act as investigators, nor would they determine the corrective or remedial action that may be warranted in a given case.
- Provide required cooperation in the enquiry or investigation conducted by the Company and maintain confidentiality of the investigation process.

c. Integrity Committee

- Implement and manage the process of investigation for Whistleblower Complaint received from Internal Audit Department, redressal, and reporting of Whistleblower Complaints in collaboration with Internal Audit to Audit and Risk Committee.
- Conduct regular and relevant training and awareness sessions for Company employees and relevant stakeholders in relation to this Policy.
- Conduct evidence-based fact-finding and analysis within the scope of investigation in a timely manner.

- Adhere to the principles of natural justice, fairness, objectivity, thoroughness, confidentiality, ethical behavior and observance of legal and professional standards.

d. Internal Audit Department

- Ensure reporting channels for Whistleblower Complaint are established and maintained.
- Register the Whistleblowing cases.
- Conduct preliminary assessment of the received whistleblowing and inform the Integrity Committee of the outcome and the original received whistleblowing.
- In collaboration with the Integrity Committee, report periodically to the Chair of Audit and Risk Committee the outcome of the investigations and the actions taken.
- Conduct awareness session for employees in collaboration with Human Capital Department.

e. Governance Teams – Ethics and Investigation Empower shall maintain two dedicated governance teams:

- Investigation Team – comprising Legal, Compliance, and the Director – Internal Audit, responsible for impartial fact-finding and resolution.
- Ethics Team – consisting of Human Capital and Legal, overseeing workplace misconduct and disciplinary matters. Alternate members shall be nominated by the Audit and Risk Committee if any conflict of interest or unavailability arises.

f. Subject

- Shall have a duty to co-operate in the investigation to the extent that such co-operation will not compromise self-incrimination protections available under the applicable laws.
- Shall not interfere with the investigation and shall not withhold, destroy or tamper with evidence, and influence, coach, threaten or intimidate witnesses.
- Shall maintain confidentiality of the investigation process.
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g. Audit and Risk Committee

- Shall monitor and review implementation and effectiveness of this Policy and associated mechanism/framework.
- Aggravated cases of breach of this Policy shall be escalated to the Board of Directors.

Record Retention

All Whistleblower Complaints in writing or documented along with the results of investigation relating thereto, shall be retained by the Company for a period as may be specified by applicable regulations and procedures or any related legislation.

Communication of the Policy

For Company employees a copy of this Policy will be made available in the Employee Self Service (ESS) Portal. It can be accessible under the guideline option of the Quick Link Tab (Home > Quick Links > Guidelines > Whistleblowing Policy).

For external parties, relevant extract of this Policy will be hosted in the Company website (www.empower.ae) under the Corporate Governance section.

Channels to Report a Concern will also be included in Company issued request for quote/proposal and tender documents.

Frequency of Review

This Policy will be reviewed as and when required, but as a minimum once annually.

Appendix

Appendix A

Illustrative list of Concerns under the Policy (below is a non-exhaustive list)

Concerns that may be reported under this Policy:
• Fraud, including but not limited to the following: o Theft/ intentional damage/ misappropriation/ misuse to any property, funds, assets, or facilities for personal gain, other's gain, or to harm the Company or its subsidiaries; o Misuse of authority for personal gain/incentive; o Data Manipulation and sabotage; o Falsification of documents, forgery or alteration to any document; o Willful misrepresentation of data or information; o Willful destruction or unauthorized removal of records; o Unauthorized disclosure of confidential information resulting in personal gain~~;~~ o Knowingly generating or paying false claims or invoices; o Falsified expense claims; o Undertaking, engaging, or assisting in any financial irregularities including manipulation of accounting data/records and financial transactions; o Any instance of any sort of financial malpractice or wrongful accounting practice; o Collusion (e.g. collusion between vendor/contractor and any of the employees); o Impersonation as someone with authority; o Insider Trading; • Procurement policies and procedures irregularities. • Criminal offences &/or failure to comply with, or breach of, legal or regulatory requirements. • Money laundering. • Corruption. • Bribery (e.g. to solicit or receive or offer or promise any gift/reward as a bribe). • Conflict of interest. • Overriding internal controls to favor an individual (example, appointing a vendor, selecting a candidate for employment, etc.). • Human rights violations. • Leak or suspected leak of price sensitive material/ unpublished information. • Anti-Competitive behavior. • Health and Safety Violations Health and safety risk observed, including risk to the public as well as other persons (e.g., faulty electrical equipment).

- Damage to the environment (e.g., pollution).
- Any instance of failure to comply with legal or statutory obligation either for and on behalf of the Company or in the course of discharging duties of the Company.
- Undertaking, engaging, or assisting in any illegal activity.
- Engaging in or threatening to engage in a detrimental conduct to a whistleblower by threating, proposing or actual, direct or indirect act or omission that can result in harm to a whistleblower or any other relevant stakeholder.
- Any attempt to conceal any of the above.