Whistleblowing Policy

AFRICAO

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Introduction

AFRICAO (hereinafter also referred to as “the Company”) is committed to conducting its business in a responsible manner, with adherence and support to the rule of law, honesty and integrity. We expect our employees to maintain the same level of commitment at work.

This Whistleblowing Policy (hereinafter the "Policy") provides **a framework for stakeholders of the Company to report**, **in good faith and in the public interest**, any genuine concerns regarding suspected **misconduct, unethical behaviour or practice, negligence, and/or violation of applicable law, regulations, internal policies or procedures** by **the Company** or of its employee.

The implementation of this Policy will enable **the Company** and all its stakeholders to build a more responsible and trustworthy supply chain while aligning with the global shift towards more accountable and sustainable business practices in commodity trading.

I. Purpose

The purpose of this Policy is to establish an internal whistleblowing system that helps **the Company** to prevent and address misconduct, unethical practices, unfair treatments, negligence, and/or violations of any applicable law, regulation, internal policies or procedures while at the same time protects whistleblowers.

This Policy does not address individual employment-related complaints that shall be addressed through internal grievance mechanisms, when available.

II. Definitions

Good faith refers to an honest and sincere intention.

Grievance mechanism refers to a formal process established by the Company to allow employees to submit, review, and resolve complaints or concerns related to workplace issues, policies, or practices in a fair, transparent, and timely manner.

Negligence refers to failure to take reasonable care over the Company’s activities, operations, practices.

Misconduct refers to any behaviour that breaches organizational policies or workplace norms.

Mismanagement refers to culpable neglect of duties.

Ombudservice refers to the person or group of persons appointed to receive, address, and investigate any concerns raised under the scope of this Policy (see Annex I).

Public interest refers to the welfare or well-being of the general public and society.

Whistleblower refers to an individual who reports or discloses information about misconducts, unethical practices, negligence and/or violations of applicable laws, regulations, internal policies or procedures within an organization.

III. Application Scope

A. Who Can Raise Concerns

Concerns may be raised **by any stakeholder of the Company**, which includes :

- **employees working for the Company** (regardless of the employment category; long-term, temporary, full-time, part-time, casual or seasonal staff, independent contractors interns, agents or consultants) and,
- **third-parties**, such as former employees, suppliers, clients or local community members of the Company.

B. Scope of Concerns

Concerns may be raised about any employee of the Company (regardless of his/her position or category), a group of employees, members of the Board of Directors, shareholders of the Company or about general systems and procedures used by the Company.

C. Types of Concern

Concerns may include misconducts, unethical practices, negligence or violations of applicable laws, internal policies and procedures **that have already occurred, are still occurring, and/or are about to or are likely to occur**. These concerns can include, but are not limited to:

- **Unethical practices and unfair treatmen**t, such as discrimination, intimidation and harassment.
- **Illegal financial activities**, such as bribery, corruption, money laundering and funding or facilitation of political parties, terrorism or armed conflict.
- **Employee's labour rights**.
- **Human and child rights**, including child labour, human trafficking, and any other form of modern slavery.
- **Health and safety**, such as unsafe working conditions or practices that could harm employee or the public (consumers).
- **Corporate governance issues**, such as mismanagement or lack of transparency.

- **The environment**, including any harm or potential harm to the environment due to improper resource management, biodiversity loss and agricultural practices (deforestation, land clearance, etc.).
- **Land's rights** of local communities.
- Other legal violations, affecting the compliance of the company with applicable laws and regulations.

IV. Procedure

A. Reporting

1. Whistleblower's disclosure

Concerns reported under this Policy **can be raised either by email, post, verbally, by hand** to the whistleblower's Manager, to the Head (or another member) of the ESG Committee or to the third-party contact person.

Regardless of whether the disclosure is done verbally or in writing, the whistleblowing report shall contain the information detailed in Annex II.

a) Raising Concerns Internally

Any employee or third-party raising a concern should report it directly to their Manager. The Manager is responsible for **forwarding the report to the Ombudservice within 24 hours of receipt**.

If, for any reason (e.g., if the concern involves their Manager), employees prefer not to approach their Manager, they may instead contact the **Chairperson or a Member of the ESG Committee** (see Annex I), which oversees legal compliance and ethical matters for **the Company**.

Should the concern involve a member of the ESG Committee, that member **will be withdrawn from the investigation process**.

*In such cases, the **Board of Director** will appoint an **independent and impartial alternate member or external investigator** to ensure the integrity and fairness of the process.*

b) Reporting to the Third-Party Contact Person

Any employee or third party raising a concern may choose to disclose it to the **trusted third-party contact person** (see Annex I), if they feel more comfortable in doing so.

c) Raising Concerns Externally

In most cases, the whistleblower should not find it necessary to alert anyone externally as this Policy aims to provide internal and semi-external mechanisms for reporting, investigating, and remedying any concern in the workplace.

However, the whistleblower may resort to external disclosure, if she/he strongly feels that is unable to raise his/her concern with anyone in **the Company** (for example, if he or she have genuine and substantial reasons to believe that it would result in danger to him or her or someone else, that there would be a cover-up, that evidence would be destroyed, or that the matter would not be handled properly). In those circumstances, it may be appropriate for the whistleblower to report the concerns to an **external body, a competent authority, such as a regulator or the police**.

2. Ombudservice

a) Handling Written Concerns

If a concern is raised in writing, via the whistleblower reporting template, the **ombudservice shall:**

- **Diligently acknowledge receipt** as per the whistleblower reporting template and provide the whistleblower with a copy of such document **within 2 working days**;
- **Record and assess the report for validity and relevance**; and
- **Keep the disclosure confidential and safe** until the matter is investigated.

If a concern is raised in writing, informally without using the whistleblowing reporting template, **the ombudservice shall**:

- Diligently **acknowledge receipt by email**;
- **Record and assess the report** for validity and relevance;
- **Transcript the claim into the whistleblowing reporting template** and provide a copy to the whistleblower; and
- **Keep the disclosure confidential and safe** until the matter is investigated.

b) Handling Verbal Concerns

If the concern is raised verbally, the ombudservice shall:

- **Write down** all information received **using the "whistleblowing reporting template**" (see Annex II);
- **Provide the whistleblower with a signed copy** of the "whistleblowing reporting template" (Annex II).
- **Record and assess the report** for validity and relevance; and
- **Keep the disclosure confidential and safe** until the matter is further investigated.

B. Investigation

1. Meeting

Within a week from the date of the disclosure, **the ombudservice shall arrange a physical or virtual meeting with the whistleblower** to discuss the details.

The whistleblower should bring any supporting evidence to the meeting if it has not already been provided.

The whistleblower may bring a colleague or union representative to the meeting, who shall respect the confidentiality of the disclosure and any subsequent investigation.

2. Good faith and public interest check

After the meeting, the ombudservice shall **assess the good faith and public interest** of the disclosure. Any disclosure that is made with honest intentions, primarily aimed at addressing the wrongdoing, shall be investigated (either through internal inquiries or a more formal investigation).

A disclosure may be **disregarded :**

- Even when done in good faith, but if same is found to be incorrect. In these cases, the whistleblower won't be disciplined if the accusation was founded on a reasonable cause.
- If it is made for personal gain, out of malice, disregard, or with wilful ignorance of facts that would disprove the disclosure. In these cases, the whistleblower may face disciplinary action.

3. Notifications

Within three days from the meeting, the ombudservice shall **notify**:

a) the whistleblower

- **about the decision not to further investigate the matter**, which shall explain the reasons why such decision was reached.
- **about the decision to investigate the matter**, specifying:
  - the person or body **who will be handling the investigation** (i.e., one of the ombudservice members stated in Annex I)
  - their contact information
  - whether the whistleblower's assistance may or may not be needed

b) the person whose behavior has been reported

- **about the disclosure** (including the nature of the allegations)
- **give him/her a week to respond** to the allegations and present any supporting documents

4. Opportunity for Response

Within one week on receiving the notification, the accused individual may, **verbally or in written, respond to the allegations** and provide to the ombudservice any documentation or witness statement.

Upon receipt of the response, **the ombudservice may, if deemed necessary, arrange a physical or virtual meeting with the accused individual**. All response, evidence and witness statement presented shall be considered as part of the investigation before any conclusion is reached.

C. Conclusive Report

All information gathered through the investigation phase shall be carefully assessed by the ombudservice. **A conclusive report**, summarizing the main points of the investigation and expressing a final opinion**, shall be provided to the parties involved and to the CEO or to the Executive Committee of the Company**.

The report should include corrective **actions to address the concern and prevent it from happening again**.

V. Whistleblower's protection

A. Safeguard of confidentiality and whistleblower's identity

The Company shall maintain, to the fullest extent possible and at all times, the confidentiality of the information revealed (including the whistleblower's identity).

Whistleblowers may choose to remain anonymous. Nevertheless, identification often enables a more thorough investigation. In any event, **the Company shall keep the whistleblower's identity confidential and shall only reveal it, when necessary**, to those involved in investigating the concern.

A disclosure is a confidential process. After reporting the concern, the whistleblower is expected not to make the contents of the disclosure public. This includes avoiding talking to the media or third parties about the disclosure.

1. Support to Whistleblowers

This Policy encourages transparency, openness and supports whistleblowers who raise genuine concerns under this Policy, for the public interest and in good faith, even if they turn out to be mistaken.

2. Protection Against Retaliation

Whistleblowers shall not be victimized, punished, or treated differently. An employee is victimized at the workplace if, after making a disclosure, the employer or colleagues subject him or her to any of the following:

- Dismissal ;
- Suspension ;
- Declaration of redundancy ;
- Denial of promotion ;
- Transfer against his/her will ;
- Harassment ;
- Intimidation ;
- Discrimination ; and/or
- Threats with any of the above actions.

Any such actions or threats of them against whistleblowers are forbidden and **the Company** may resort to disciplinary action in such cases.

B. Reporting Retaliation

If the whistleblower believes that he or she has suffered any such treatment or threats of it, the whistleblower shall:

- Inform any member of the ESG Committee immediately; or
- If the matter is not resolved, **report it to the appropriate external authority**.

VI. Sanctions

Disciplinary actions may be taken in case of:

- disclosure done for personal gain, out of malice, disregard, or with wilful ignorance of facts that would disprove the disclosure;
- proven retaliation against the whistleblower; and/or
- breach of confidentiality.

VII. Governance system

The Company is committed to effectively implementing this Policy through comprehensive **training and communication** initiatives aimed at all stakeholders. To ensure ongoing awareness and understanding, **regular training sessions** will be conducted to educate stakeholders about the **principles, procedures, and expectations** outlined in this Policy.

This Policy will be reviewed annually by the ESG Committee. It will be updated, if necessary, following the review process, and approved by the ESG Committee.

This Policy and any new version of it, including its Appendices, will be shared by email with our all the **the Company**'s stakeholders and must always be accessible.

Signed with Odoo Sign
Africao Trading SA
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Dean Tutic

24.07.2026

APPENDIX I – OMBUDSERVICE

Contact ESG Committee

- Julie LAVOREL, ops@africao.ch
- Yves SCHLATER, ys@africao.ch
- Dean TUTIC, dt@africao.ch

Contact Third-Party (So-B-Green)

- Attn : So-B-Green Ombudservice
- 11 rue Montalembert 16160 Angoulême, France
- Email: report@sobgreen.com

APPENDIX II – WHISTLEBLOWING REPORTING TEMPLATE

WHISTLEBLOWING REPORTING TEMPLATE

Whistleblowing ID: _____

[This template and any evidence shall be submitted by email, post or physically handed to either your manager, a member of the ESG Committee or the third-party contact person (refer to Annex I of the Whistleblowing Policy)].

Whistleblower related information

Relationship with the Company: ◯ Employee ◯ Third Party

Full name: _____ Occupation: _____

Phone: _____ Email: _____

Address: _____

Reporting related information

Date: _____ Time: _____ Place: _____

Disclosure

Is this the first time you disclose a concern? ◯ Yes ◯ No

Nature of the concern:

- ◯ Illegal financial activities
- ◯ Labour rights
- ◯ Health and safety
- ◯ Environment
- ◯ Any other breach of applicable laws and regulations
- ◯ Unethical practices
- ◯ Human and child rights
- ◯ Corporate governance issues
- ◯ Land rights of local communities
- ◯

Date when the concern happened: _____ Place: _____

Name(s) of the person(s) involved: _____

Details of the concern: _____

_____

_____

Available evidence supporting your concern: _____

_____

_____

By signing this certificate, I confirm that the information included has been read out, interpreted and explained to me in a language that I understood, that such information is true and accurate to the best of my knowledge and that I have received a copy of the report.

Whistleblower' signature: _____

Ombudservice acknowledment receipt:

Means: ◯ Email ◯ Post ◯ Hand

Date: _____ Time: _____