
WHISTLE BLOWING POLICY

1. STATEMENT OF POLICY

- 1.1. It is a Policy of Compagnie Minière du Bafing (“the Company”) that a corporate culture be developed and maintained within which all directors and employees of the Company (“**Employees**”) are able to report, without the risk of penalty or retribution to themselves or others, concerns about the conduct or practices of the Company or any of its Employees that they consider places the interests of the Company, its Employees, its other stakeholders or members of the general public at risk of loss, injury or damage, including reputational damage.

- 1.2. Examples of conduct that might be reported under the terms of this Policy include but are not limited to:
 - 1.2.1. Criminal offences or breaches of the laws and regulations that apply to the Company.
 - 1.2.2. Breaches of legal obligations.
 - 1.2.3. Breaches of the Company’s Policies and/or Procedures.
 - 1.2.4. Miscarriage or obstruction of justice.
 - 1.2.5. Financial impropriety; and
 - 1.2.6. Behaviour giving rise to:
 - a. danger to health or safety.
 - b. damage to the environment.
 - c. disturbance to the cultural integrity of local communities
 - d. damage to the Company’s reputation.
 - e. Racism and social
 - f. Abuse of power and harassment

This Policy applies equally to all Employees as well as to any other stakeholders, including shareholders, service providers, suppliers, contractors, consultants, or members of the public.

- 1.3. An Employee or stakeholder reporting an alleged instance of inappropriate conduct is not expected to produce irrefutable evidence to support his case - this is the responsibility of the Company once it has been alerted to a potential issue. All that is required for this Policy to apply is that the Employee or stakeholder has a reasonable and genuine concern, and that the Employee or stakeholder is acting in good faith by reporting the inappropriate conduct. It is in the Company’s interests to be informed of suspicions or inappropriate conduct at the earliest possible opportunity, to enable it to take appropriate action.

- 1.4. A copy of this document will be provided to all Employees as part of the Company’s induction process. A copy of the document will also be posted on the Company’s website for viewing by Employees and all other stakeholders in the Company.

2. SAFETY AND CONFIDENTIALITY

- 2.1 The Company recognises that people don't generally decide to publicly express serious concerns about the integrity of their employer or their work colleagues without a good deal of prior thought. Provided that concerns are raised in good faith, therefore, under this Policy an Employee will not be at risk of losing his job or suffering any form of reprisal, including being labelled a troublemaker, for coming forward, irrespective of the outcome of any subsequent investigation.
- 2.2 The Company recognises that an Employee or stakeholder may not wish to be identified when reporting an issue or during an investigation into an issue. In such circumstances, the Company will use its best endeavours to protect the identity of the person who reported the issue and undertakes that it will not disclose the person's identity without his prior written consent. If it proves impossible to resolve the matter without revealing the person's identity, the investigating officer will discuss with the person how best to proceed. In a very few cases, it may not be possible to ensure complete confidentiality, for example if legal proceedings take place at a later stage, but the Company will use its best endeavours to support and protect the Employee or stakeholder.
- 2.3 If the person raising the complaint wishes to withdraw the complaint following advice that the matter cannot be kept confidential, then he may at his sole discretion make this election and no further action of any description shall be taken.
- 2.4 The Company will not tolerate the harassment or victimisation of any Employee who raises a genuine concern under the auspices of this Policy. Any instance of harassment or bullying arising from the lodging of a complaint by an Employee will be expeditiously dealt with under the terms of the Company's Equal Opportunity and Anti-Harassment Policy and its Disciplinary Policy.
- 2.5 If because of an investigation prompted by the reporting of alleged misconduct or inappropriate practices an Employee is shown to have acted maliciously or in bad faith by alleging that he demonstrably knew to be untrue at the time that the allegation was made, then this will be regarded as misconduct on the part of the Employee and will be dealt with through the Company's disciplinary procedures.

3. PROCEDURE FOR REPORTING CONCERNS

- 3.1 Any Employee or stakeholder who wishes to raise concerns under this Policy should document details of his concern in writing, including expressing a view as to how he would like the matter handled. He should then communicate his concerns directly to the Company Secretary, who is the Designated Officer responsible for receiving concerns and determining the appropriate steps to have the matter investigated and resolved. (Refer to Section 4 for details of methods of communicating with the Designated Officer).
- 3.2 If the Employee does not wish to be identified, he should say this at the first possible opportunity so that appropriate arrangements can be made for the matter to be investigated in confidence.

The Designated Officer will decide on the appropriate course of action. This may include initiating an internal informal or formal investigation (as the case may be) or, alternatively, initiating a formal external investigation after consulting with the General Manager/CEO. The Designated Officer will personally inform the Employee or stakeholder who raised the concern about the action to be taken prior to its initiation. The Employee or stakeholder can request that this information be provided in writing.

- 3.3 If the Employee or stakeholder has any personal interest in the matter, it is essential that this is made known to the Designated Officer at this juncture. If the Designated Officer thinks the matter should be pursued through the grievance procedure instead of through this Whistle Blower Policy, he will advise the Employee accordingly.
- 3.4 If a formal or an informal investigation is undertaken, the Designated Officer will keep the Employee informed about what is happening, to the extent that this is practical and appropriate. Again, if requested, these reports will be made in writing. In some cases, it may not be possible to report to the Employee the precise action taken as doing so might, for example, infringe on another Employee's right to privacy or confidentiality.

4. METHODS OF REPORTING AN ISSUE TO THE COMPANY

- 4.1 Employees or stakeholders (as the case may be) may report potential or suspected occurrences of fraud, corruption, serious misconduct, violations of the Code of Conduct or other inappropriate behaviors to the Company through the following means:

Details on whom to contact in Cote d'Ivoire
Email address – Wb.right@cmbafing.com

5. EXTERNAL CONTACTS

- 5.1 There may be occasions where the Employee or stakeholder believes it is more appropriate to raise his concern with an authority outside of the Company, such as the police, rather than having the matter dealt with internally. The Employee or stakeholder is legally entitled to adopt this course of action, but in doing so the Employee or stakeholder needs to ensure that he does not breach any confidentiality obligations to the Company that he has, which have been agreed as a term of employment or engagement by the Company. The Employee or stakeholder may wish to seek legal advice before adopting this course of action.

6. ACKNOWLEDGEMENT

- 6.1 All Employees are required to read or to be trained during a course and, if agreed, sign the acknowledgement to this Policy.