



## Whistleblowing Procedure

### 1. SCOPE

Kenmare Resources plc and its subsidiaries (including Kenmare Moma Mining (Mauritius) Limited and Kenmare Moma Processing (Mauritius) Limited) (together “Kenmare”) insists on honesty, integrity and fairness in all aspects of their business and expect the highest standards of professionalism and ethical conduct to be maintained in all their activities.

### 2. PROCEDURE STATEMENT

Kenmare is committed to complying with all whistleblowing legislation and regulations applicable to its businesses and people and this Procedure takes account of this legislation.

The procedure specifically applies to:

- Kenmare employees and contractors;
- all third parties which act on behalf of, represent Kenmare (including suppliers, consultants); and engage with Kenmare (including government, Non-Governmental Organisations); and
- external stakeholders of Kenmare who may wish to report anonymously to Kenmare.

This means that anyone working for or on behalf of Kenmare is encouraged to report any concerns they may have about wrongdoing, in accordance with this Procedure. All individuals falling within the categories listed above are referred to as "whistleblower" for the purposes of this policy.

Kenmare retains the discretion to make such changes to this Procedure as it deems appropriate from time to time, including, in particular, following changes in legislation, best practice or following feedback on implementation of the Procedure. Kenmare shall promptly notify employees about any changes to be made, in advance of such changes being implemented.

### 3. WHAT IS WHISTLEBLOWING?

Whistleblowing is the disclosure of information which relates to suspected misconduct or wrongdoing. This may include:

- criminal activity;
- violations of human rights;
- bribery or corruption;
- financial malpractice, irregularity or fraud;
- improper conduct or unethical behaviour;

- danger to health and safety;
- conduct likely to damage Kenmare’s reputation;
- breaches of competition law or anti-competitive practices;
- improper use of public funds;
- damage to the environment;
- failure to comply with any legal obligation or regulatory requirements;
- unauthorised disclosure of confidential information;
- negligence;
- breaches of quality standards or regulatory requirements;
- breaches of Kenmare standard operating procedures or Kenmare policies: or
- the deliberate or inadvertent concealment of any of the above matters.

A whistleblower is a person who has a reasonable belief that one of the above matters has occurred and who raises a concern relating to any of the above. If you have any concerns related to suspected misconduct or wrongdoing affecting any of our activities (a whistleblowing concern) you should report it under this Procedure.

It should be noted that Kenmare has a Grievance Procedure in place, if employees wish to raise issues relating to their employment or relations with colleagues. Employees can access all procedures via the intranet or seek advice from your Line Manager, relevant Department Head or HR

#### **4. RAISING A WHISTLEBLOWING CONCERN**

##### *Option 1 - Line Manager or Relevant Department Head*

We hope that in many cases employees will be able to raise any concerns with their Line Manager or relevant Department Head. Employees can notify them in person or put the matter in writing. The Line Manager or Department Head may be able to agree a way of resolving the employee’s concern quickly and effectively.

##### *Option 2 - Call the independent confidential external line*

Where the matter is more serious, or the employee feels their Line Manager or relevant Department Head has not addressed your concern, or if the employee prefers not to raise it with them for any reason, they should utilise the independent confidential hotline or email address.

The company providing this service is called Safecall, a specialist service provider. Safecall provides an independent external reporting line where you can raise your concerns, in Portuguese or English, about Kenmare and be assured they will be investigated. Each call is treated in complete confidence by skilled call handlers who will summarise the content of the call and send it to the Internal Auditor who will then consider the necessary steps as appropriate in the circumstances. A copy of the report will also be sent to Kenmare’s General Counsel.

Safecall will not disclose the name of the whistleblower to Kenmare if they wish to remain anonymous. The Safecall service is available 24/7 365 days via the number below:



Alternatively, Safecall can be contacted via e-mail at [kenmare@safecall.co.uk](mailto:kenmare@safecall.co.uk) or via the web [www.safecall.co.uk/report](http://www.safecall.co.uk/report)

*Option 3 - Senior Non-Executive Director or General Counsel*

If these channels have been followed and the whistleblower still has concerns, or it is felt the matter is so serious that it cannot be discussed with any of the above, they should contact either the Audit & Risk Committee Chairperson, Deirdre Somers at [dsomers@kenmareresources.com](mailto:dsomers@kenmareresources.com) or the General Counsel, Rajan Subberwal on + 353 87 220 9854 or [rsubberwal@kenmareresources.com](mailto:rsubberwal@kenmareresources.com).

#### **4. CONFIDENTIALITY**

Kenmare hopes that individuals can voice whistleblowing concerns openly under this Procedure. However, if individuals want to raise their concerns confidentially, Kenmare will make every effort to keep the whistleblower's identity secret. If it is necessary for anyone investigating the concern to know the whistleblower's identity, Kenmare will discuss this with the individual first.

Whilst the individual can remain anonymous, Kenmare does not encourage anonymous disclosures. Proper investigation may be more difficult or impossible if the Company cannot obtain the necessary information. It is also more difficult to establish whether any allegations are credible and have validity. Whistleblowers who are concerned about possible reprisals if their identity is revealed are assured that Kenmare will not tolerate any victimisation or detrimental treatment of staff who raise a genuine concern even if they turn out to be mistaken (see "Protection and support for whistleblowers"). Kenmare may, however, take appropriate disciplinary action in connection with any deliberately false or misleading reporting.

#### **6. EXTERNAL DISCLOSURES**

The aim of this Whistleblowing Procedure is to provide an internal mechanism for reporting, investigating, and remedying any wrongdoing in the workplace. In most cases individuals should not need to alert anyone outside Kenmare.

Whilst in some rare circumstances it may be appropriate for individuals to report concerns to an external body such as a regulator, it will very rarely if ever be appropriate to alert the media as these are not the appropriate bodies for resolving internal Kenmare concerns.

Whistleblowing concerns will usually relate to the conduct of Kenmare or employees, but they may sometimes relate to the actions of a third party, such as a customer or contractor. If so, individuals are encouraged to raise any concerns concerning third party internally in accordance with the procedure set out in "Raising a whistleblowing concern" so that the Company can deal with them appropriately.

#### **7. INVESTIGATIONS AND OUTCOMES**

Once a concern is raised, Kenmare will deal with it fairly and in an appropriate way. Kenmare will carry out an initial assessment to determine the scope of any investigation and will inform the whistleblower of the outcome of the Company's assessment. The whistleblower may be required to attend additional meetings to provide further information. An investigation will be carried out by the Internal Auditor or, where it is assessed he/she is not able to investigate it, they will consult the Chairperson of Kenmare's Audit & Risk Committee (who is an Independent Non-Executive Director) on what actions to follow.

Kenmare will aim to keep the whistleblower informed of the progress of the investigation and its likely timescale. However, sometimes the need for confidentiality may prevent Kenmare providing specific details of the investigation or any disciplinary action taken as a result. The whistleblower should treat any information about the investigation as confidential. If the whistleblower chooses not to receive direct feedback regarding their concern, they should make this clear when registering the concern.

If Kenmare concludes that a whistleblower's concerns are not genuine, the whistleblower may be subject to disciplinary action.

## 8. PROTECTION AND SUPPORT OF THE WHISTLEBLOWER

It is understandable that whistleblowers are sometimes worried about possible repercussions. Kenmare aims to encourage openness and will support employees who raise genuine concerns under this policy, even if they turn out to be mistaken.

Staff must not suffer any detrimental treatment because of raising a genuine concern. Any such detrimental treatment would defeat the purpose of the whistleblowing policy and may be in breach of applicable whistleblowing laws. Detrimental treatment includes dismissal, disciplinary action, threats or other unfavourable treatment connected with raising a concern. If the whistleblower believes they have suffered any such treatment, they should report it via the procedure set out in "Raising a whistleblowing concern".

Employees must not threaten or retaliate against whistleblowers in any way. Anyone involved in such conduct will be subject to disciplinary action.

## 9. KENMARE CONTACTS

Name	Position	Email	Phone
<b>Deirdre Somers</b>	Audit & Risk Committee Chairperson	<a href="mailto:dsomers@kenmareresources.com">dsomers@kenmareresources.com</a>	
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