



## SPEAK UP POLICY

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### UPDATING

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## Section A – Introduction

### 1. Document Custodian

1.1. This Policy is owned by Alef Education Holding plc (“**Alef Education**” or the “**Company**”), which has ultimate responsibility for implementing this Policy.

### 2. Document Maintenance

2.1 This Policy shall be reviewed in Q4 every year by Alef Education in liaison with the Internal Audit Department to ensure applicability and continuity.

2.2 Any changes to this Policy may be requested to and/or initiated by Alef Education under the following circumstances:

- a) There is a consensus by the Executive Management or the RC Department that change is needed, a new Policy direction is required, or that old strategies are not working as well as they could;
- b) The current Policy exposes Alef Education to unnecessary risk;
- c) Practical application of this Policy identifies issues and requires appropriate action to remedy these issues;
- d) The current Policy does not reflect industry best practice; and/or
- e) There are changes to the applicable laws and regulations.

2.3 Any proposed amendments to this Policy shall be approved by the Board and incorporated into this Policy.

2.4 An amendments table will be kept to record any changes to this Policy, along with an approvals table, which will be kept to record the approval of new versions of this Policy from time to time.

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### 3. Document Purpose

- 2.1. This Policy shall be adopted to ensure that Concerned Parties are confident that they can raise any matters of genuine concern without fear of reprisal, in the knowledge that they will be taken seriously and that the matters will be investigated appropriately and regarded as confidential.
- 2.2. Raising concerns pursuant to this Policy shall be distinguished from simply raising a grievance through normal channels. Its aim is to prevent harm to others or to Alef Education as a whole, rather than to secure a Reporter's personal interest.
- 2.3. Other forms of complaints should be directed both via the Company's speaking up mechanism and to the concerned Company division/department (e.g., complaints relating to terms of employment, violence or threatened violence, harassment or bullying, discrimination, sexual harassment, or unsafe workplaces, systems, or practices, etc., should be directed to the Company's Director of Organizational Development and People) and will be dealt with in accordance with the relevant Company policies and procedures.
- 2.4. Alef Education is committed to ethical conduct and fair and honest dealing with its customers, Employees, consultants, and contractors.
- 2.5. Alef Education expects its policies to be respected and applied by all Employees and to be informed of any non-compliance or misconduct.
- 2.6. This Policy sets the framework and the related internal controls to be followed for managing reported irregularities and non-compliance to Alef Education's policies and procedures. The objective of this Policy is to establish policies and procedures for:
  - a) The submission of concerns regarding any misconduct or non-compliance with the law, Alef Education policies, or unethical, unfair or dishonest dealings; and
  - b) The receipt, retention, and treatment of complaints received; and
  - c) The protection of those reporting any of the above concerns from retaliatory actions or victimization.

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2.7. This Policy applies to any irregularity, or suspected irregularity, involving Employees, Executive Management, Board Members, and Board Committee Members, as well as Shareholders, consultants, contractors, suppliers, and/ or any other parties who have a business relationship with Alef Education regarding, but not limited to:

- a) Financial fraud (e.g., incorrect financial reporting, embezzlement, misappropriation of funds);
- b) Data and information security:
  - Unauthorized access or disclosure of sensitive information.
  - Data theft or manipulation.
  - Cybersecurity breaches.
- c) Intellectual property theft:
  - Unauthorized use or theft of intellectual property.
  - Patent or copyright infringement.
- d) Human resources misconduct:
  - Fraudulent hiring or promotion practices.
  - Employee benefit fraud.
- e) Theft;
- f) Corruption and bribery involving:
  - Illegal gratuities.
  - Fraud, kickbacks, bid rigging, etc.
  - Conflict of interest in purchasing or sales.
- g) Misuse of Company information;
- h) Damage to property;
- i) Fraudulent disbursements;

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- j) Activities that are not in line with Alef Education’s policies and procedures, including Alef Education’s Code of Conduct; or
- k) Activities, which otherwise amount to serious improper conduct.

## Section B – Policy

### 1. Policy Commitment

- 1.1. This Policy is intended to encourage and enable all Board Members and Board Committee Members, Employees, and consultants/contractors of Alef Education to raise any in-scope concerns within the organization for investigation and appropriate action. With this goal in mind, the Reporter who, in good faith, reports a concern shall not be subject to any retaliation.
- 1.2. The following safeguards shall be instituted by the Executive Management:
- a) Harassment or victimization for reporting concerns under this Policy shall not be tolerated. Victimization could include:
    - Threats;
    - Harassment;
    - Intimidation;
    - Discrimination;
    - Action causing injury, loss, or damage; and/or
    - Adverse treatment in relation to a person’s employment, career, profession, trade, or business.
  - b) Every effort shall be made to treat the Reporter’s identity with appropriate regard for confidentiality.
  - c) Concerns expressed anonymously shall be explored appropriately, but consideration will be given to the:

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- Seriousness of the issue raised;
  - Credibility of the concern; and
  - Likelihood of confirming the allegation from attributable sources.
- d) Any Board Member, Board Committee Member or Employee who retaliates against someone who has reported a concern in good faith shall be subject to disciplinary action.
- e) Allegations reported in bad faith shall result in disciplinary action.

## 2. Reporting

- 2.1. Any Concerned Party who discovers or suspects any reportable conduct may report their concerns to Alef Education's IA Department via phone, email, Speakup form or letter. Contact details are set out in Appendix 3 of this Policy. This Policy shall be available and posted clearly (along with all other applicable Company policies) on Alef Education's HR platform.
- 2.2. Reporting via the speaking up communication/reporting channel(s) is available for anonymous reporting. Anonymous reporting shall be made in good faith. Employees can access this tool through the Alef Corporate website. Detailed instructions for submitting a report anonymously can be found in the "Together We Build Trust" on Alef Corporate Website.
- 2.3. Alef Education's IA Department shall initially and properly screen each report insofar as information is reasonably available and in accordance with applicable privacy requirements and may request additional reasonable information from the person making the report through the Company's speaking up system/tool while maintaining anonymity.

## 3. Investigation

- 3.1. Formal investigations may be triggered when the IA Department receives a formal written request for investigation through one of the following channels:
- a) Speaking up cases filed in line with the speaking up channels at Alef Education.

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- b) Incidents identified by Alef Education’s RC Department as part of the continuous compliance monitoring process.
  - c) Audit findings observed during regular or special internal audit reviews (as requested by the ARCC).
- 3.2. Following any of the above, the IA Department shall make the appropriate arrangements for investigation as per the below steps (chronologically):
- a) Preliminary assessment: verify reported issues and concerns.
  - b) Investigation: investigate based on evidence and factual information.
  - c) Case closure: develop and report conclusions and recommendations and close the case.
- 3.3. All reported incidents shall be dealt with by an investigation committee/team, which shall be headed by the Head of IA and who reports to the ARCC. The members of any investigation committee/team shall be decided as per the Company’s DoA matrix and shall include the relevant stakeholders based on the job grade of the individual against whom the investigation shall be held and/or the materiality of the reported incident (materiality shall be assessed based on the financial and reputational impact of the reported incident).
- 3.4. All reported incidents shall be disclosed to the ARCC Chairman, and approval shall be sought for cases requiring further investigations.
- 3.5. Should the matter reported require a qualified Third Party to conduct an investigation, the ARCC shall appoint an investigation officer for this purpose.
- 3.6. All reported allegations shall be thoroughly investigated to the extent that relevant information is available to the investigating committee/team with the objective of identifying evidence to substantiate or refute the claims.
- 3.7. The length and scope of the investigation shall depend on the subject matter of the disclosure. A report shall be produced, and copies shall be provided to the ARCC.

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- 3.8. If the investigation substantiates that anomalous activities have occurred, a report shall be issued to the CEO to action the recommendations and who shall provide the ARCC with updates on the implementation of the recommendations.
- 3.9. Decisions on appropriate disciplinary actions following the closure of an investigation (including termination) shall be initiated by the Company's HR Department after consultation with Executive Management and shall be approved in line with the DoA. The ARCC shall be informed of the same.
- 3.10. In case an incident is submitted against an Employee who has a direct reporting relationship with the CEO or other member of the Executive Management (N-1, N being the CEO), the CEO or concerned Executive Management member shall not be involved in any stage or form of the investigation. Decisions on appropriate disciplinary actions against the CEO or concerned Executive Management member shall be made by the ARCC with the Board to be informed as per the DoA.
- 3.11. The IA Department, in consultation with the Company's Legal Department, RC Department, and HR Department, shall make decisions to refer the investigation results to law enforcement and/or regulatory agencies for independent investigation, following the recommendations of the ARCC.

#### 4. Abuse of Reporting Process

- 4.1. All reports made under this confidential reporting process shall be made in good faith.
- 4.2. Malicious reporting or unfounded allegations shall be treated as a serious breach of Alef Education's Code of Conduct.

*(Refer to Alef Education's Code of Conduct for further information)*

#### 5. Confidentiality

- 5.1. Alef Education recognizes that disclosures made in accordance with this Policy may involve highly confidential and sensitive matters and that Reporters may opt for anonymity. The investigating committee/team shall treat all information it receives with the utmost confidentiality.

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- 5.2. The identity of a Reporter, as well as any information that could potentially reveal his/her identity, shall not be disclosed to any individual not directly involved in the investigation or resolution of the report. No information regarding the status of an investigation shall be divulged. The proper response to any inquiries shall be, **“I am not at liberty to discuss this matter as it is confidential.”**
- 5.3. Under no circumstances shall any reference be made to **“the allegation,” “the crime,” “the fraud,” “the forgery,” “the misappropriation,”** or any other specific reference.
- 5.4. Investigation results shall remain confidential and shall only be disclosed to individuals with a legitimate need to know. This practice is essential to prevent reputational harm to individuals suspected but later cleared of wrongdoing and to safeguard Alef Education from potential civil liability.

**6. Protection and Support for Reporters**

- 6.1. No Employee who raises genuine concerns in good faith under this Policy shall be dismissed or subjected to any form of detriment as a result of his/her actions. Detriment encompasses unwarranted disciplinary actions and victimization. Employees who engage in victimization or retaliation against a Reporter shall be subject to disciplinary action. Those who choose to make disclosures without adhering to this Policy may not benefit from the protections outlined herein.

**7. Policy Implementation Training**

- 7.1. Employees and the ARCC shall receive periodic training on the principles set out in this Policy, which may include testing to ensure understanding. Certain high-risk areas of the business may also receive relevant supplemental training as determined by Alef Education’s RC Department.

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## Section C – Appendices

### Appendix 1: Policy Definitions

Term	Definition
<b>Applicable Laws</b>	All laws, decisions, and regulations of the UAE, the Emirates Securities and Commodities Authority, and any other authority of the UAE relating to the trading, clearance, settlement, transfer of ownership and custody of securities which relate to or regulate the Company's Securities.
<b>Board</b>	The Board of Directors of Alef Education appointed by the Shareholders from time to time. Where a Board approval or resolution is required, it shall be deemed to include any Board Committee duly formed on behalf of the Board whose charter, terms of reference, or similar mandating document provides it authority to exercise certain authorities on behalf of the Board.
<b>Board Member(s)</b>	Any member of the Company's Board, including the Chairman of the Board.
<b>Board Committee Member(s)</b>	Any Alef Education Board Committee Member.
<b>Concerned Party/Parties</b>	All individuals working for and/or with Alef Education at all levels and grades including, members of the Executive Management, senior managers, Employees (comprising permanent, temporary, and part-time employees), trainees, suppliers, vendors, and the Company's branches and joint ventures entities.
<b>Employee(s)</b>	An employee of Alef Education, which includes temporary, permanent, full-time, and part-time employees.
<b>Executive Management</b>	The CEO and his/her direct reports who are responsible for managing the daily operations of Alef Education and proposing and executing strategic decisions. Currently, it includes, among others, the CEO, CFO, CGO, CPO, and CTO.
<b>Reporter(s)</b>	A person who informs on a person or organization regarded as engaging in an unlawful or immoral activity.
<b>Securities</b>	Financial instruments that hold some type of monetary value and can be traded on the financial markets.
<b>Shareholder(s)</b>	Any person or entity who owns at least one share in Alef Education.
<b>Third Party/Parties</b>	A person or body that is independent of Alef Education.

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## Appendix 2: Abbreviations

Abbreviation	Definition
ARCC	Audit, Risk and Compliance Committee.
CEO	Chief Executive Officer.
CFO	Chief Financial Officer.
CGO	Chief Growth Officer.
CPO	Chief Product Officer.
CTO	Chief Technology Officer.
DoA	Delegation of Authority.
HR	Human Resources.
IA	Internal Audit.
RC	Risk and Compliance.

## Appendix 3: Contact Details

<b>Name:</b>	Alef Education Internal Audit Department
<b>Address:</b>	Alef Education HQ Al Muntazah - Ministries Complex P.O. Box 769719 Abu Dhabi, UAE
<b>Tel:</b>	+971 2 204 0100
<b>Email:</b>	speakup@alefeducation.com

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