



DENOVO WHISTLEBLOWER POLICY

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1 GENERAL INFORMATION

1.1 DENOVO

DeNovo is an energy company focused on meeting the energy needs of Trinidad and Tobago. DeNovo is the owner of Block I(a) located offshore in the west coast of Trinidad. DeNovo currently produces natural gas from the Iguana and Zandolie fields in Block I(a) from four (4) shallow water wells with two (2) unmanned platforms and a 45km pipeline to DeNovo's Gas Processing Unit which is located onshore.

1.2 WINNING STATEMENT

We make a difference by safely, rapidly, and efficiently developing and operating greenfield and brownfield assets utilizing green technologies and automated processes (designed and built to industry standards) in order to deliver competitive energy molecules, all done through highly enrolled and empowered DeNovians.

2 INTRODUCTION

DeNovo has embedded within our culture a 'Zero Tolerance Approach' to corruption, as well as to safety infractions. Integrity and safety in all that we do comprise two of our Five Core Values (Integrity, Fairness, Respect, Safety, and Innovation) as a Company, and it is these values that guide us daily in our work and endeavours for the Company.

The cornerstone of our Detection Mechanism is this Whistleblower Policy ("WBP"), which serves both to support and bolster within the Company our ethos of 'Speak Up & Speak Out'.

3 APPLICATION, SCOPE, AND RESPONSIBILITY

3.1 WHO IS A WHISTLEBLOWER?

We classify a Whistleblower as any individual who, in good faith, discloses information concerning suspected misconduct, wrongdoing, or hazards in the workplace ("Whistleblowing Concern"). It is crucial for us to receive and understand the details of these Concerns promptly and accurately. This knowledge enables us to effectively address and prevent integrity breaches and accidents.

3.2 IS THERE A DUTY TO REPORT WHISTLEBLOWING CONCERNS?

YES - All DeNovians and anyone who is the subject of a contract under which they are working for, with or alongside DeNovo is under a **Duty to Report** to us genuine concerns of misconduct and wrongdoing and/ or lapses in safety procedures or protocols. The Duty to Report Whistleblowing Concerns in an expeditious manner is an obligation found in our Code of Conduct. Anyone who is discovered not to have complied with his or her Duty to Report may be subjected to disciplinary or other applicable and suitable remedial action.

There is no shame in reporting in good faith others for actual or suspected integrity or safety contraventions. Quite to the contrary, the shame is in not doing so, because you are letting yourself, your colleagues and DeNovo down. As a Company, we value, embrace, and seek actively to cultivate a Speak Up & Speak Out Culture, and we fully support those who, in good faith, report their Whistleblowing Concerns. Those who do can do so knowing that they will not merely receive our gratitude and thanks, but they will also be commended. DeNovo reserves the right to place a suitable **Letter of Commendation** in the whistle-blower's file, should anonymity not be a cause for concern and with the express written consent from the whistleblower.

3.3 ARE THOSE WHO REPORT CONCERNS PROTECTED?

YES - We cannot place upon our people an affirmative **Duty to Report** to us their Whistleblowing Concerns in the absence of trying to protect them when in good faith they comply with this duty. To us, the corollary of a Duty to Report is a **Duty to Protect** on our part, which means that, as far as reasonably possible, we will take all necessary steps to shield those who report their Whistleblowing Concerns in good faith from all forms of retaliation, including victimisation, whether formal or informal. Bona fide reporting of Whistleblowing Concerns amounts within DeNovo to a **PROTECTED DISCLOSURE**. To this end, any DeNovian who is found to have retaliated against a Whistleblower will be dismissed from service and, moreover, decisive action will also be taken by the Company against others who work with and alongside us under contract, should it be found that they retaliated or attempted to retaliate against a Whistleblower.

Anyone under the Duty to Report to us their Whistleblowing Concerns and who does so honestly and with sincerity will be applauded and supported, even if those concerns are unfounded. However, any person found to have reported their concerns in bad faith, which means that they have intentionally invented the concern or allegation to get, for example, a fellow DeNovian or another colleague in trouble, will be subject to disciplinary or other such remedial action, including dismissal.

Reporting in bad faith is harmful on many levels and will not be tolerated or excused by the Company.

3.4 CAN WHISTLEBLOWING CONCERNS BE REPORTED ANONYMOUSLY?

YES - Whilst it is always preferable for us to have the ability to speak to those who have integrity or safety concerns, as in doing so we build a better and generally more reliable understanding of the problem that we face, we do nevertheless accept and, where possible, take action upon anonymous reports. In so far as we are concerned, information from whatever source or location is always valuable and will always be considered by us. To this end, the anonymous reporting of a Whistleblowing Concern will be treated like any other such reported concern, in the sense that it will ordinarily be evaluated by the MDI to determine its credibility, materiality and verifiability. All Whistleblowing Concerns will be examined in order to decide whether there is a basis to warrant action being taken by us to resolve the underlying worry or unease.

3.5 WILL THE IDENTITY OF A WHISTLEBLOWER BECOME KNOWN?

POSSIBLY - Those making a Protected Disclosure and, in so doing, identifying themselves can rest assured that every possible effort will be taken by us to keep their identity confidential. However, we are not in a position to offer guarantees of confidentiality and it would be wrong of us to do so. A situation may arise, for example, when natural justice or due process requires that the Whistleblower's identity be revealed to those accused by us of misconduct or wrongdoing. With limited exceptions, fairness and justice dictate that an accused person has the right to know the identity of his or her accuser.

3.6 WHO WITHIN DENOVO IS RESPONSIBLE FOR THIS POLICY?

The Managing Director for Integrity (“MDI”) – Although ultimate responsibility within the Company lies with the Managing Director to ensure that whistleblowers are able to comply with their Duty to Report their Whistleblowing Concerns safely and in a protected manner, the day-to-day operational responsibility for maintaining our WBP rests with the MDI. It is the MDI that is the focal point within DeNovo for all matters relating to the preservation and maintenance of integrity, including the implementation and evolution of our whistleblowing system.

The MDI is mandated under the Integrity Compliance Programme for DeNovo (“D-ICP”) to keep this WBP under regular review and to update it as required to ensure that it remains fit for purpose, and this includes subjecting the Policy and the relevant aspects of the D-ICP to testing and monitoring. As part of this WBP, the MDI shall (1) inform the DeNovo Integrity Advisory Board (“the D-IAB”) biannually, or more as required, on the state of whistleblowing within DeNovo; and (2) ensure that a section of his or her annual and published Integrity Report is dedicated to the issue of whistleblowing within the Company.

4 REPORTING

4.1 WHAT IS THE PROCEDURE FOR REPORTING WHISTLEBLOWING CONCERNS WITHIN DENOVO?

Whistleblowing Concerns should ordinarily be reported directly, in person, and expeditiously to the MDI, but, if necessary, they can also be raised with any member of the D-IAB or to anyone in our Leadership Team, including the Managing Director. Anyone who is under the Duty to Report their Whistleblowing Concerns to us must do so as quickly as possible, especially if the concern relates to a safety issue, but in any event no later than forty-eight (48) hours after becoming aware of the concern.

The report does not have to be submitted in any particular form, but, if possible and if time permits, the report should be in writing. The important thing is that the Protective Disclosure is made in a timely manner and in such detail that we can remedy the underlying situation, if need be. Ideally, the initial report should contain the name and contact details of the Whistleblower, the facts giving rise to the concerns, any information, intelligence, or evidence supporting those facts, the names of the people suspected of involvement and where they work within DeNovo and the date upon which the report was first made. For ease of reporting, a general template titled Initial Report of Whistleblowing Concerns can be found at **Annex I** to this Policy. For actual reporting, you can utilise any of the following methods:

- Call on toll-free hotline numbers (depending on location):
 - Trinidad & Tobago: +1-844-241-9018
 - Venezuela: +58-800-600-6543
 - United States: +1-800-289-7215
- Email directly to integritydenovo@bdo.com
- Click on link <https://denovoenergy.integrityline.com/>
- Click on link <https://denovo.energy/contact-us/> where the above information will also be presented.

If reporting directly to the MDI is not feasible, practicable or desirable, then Whistleblowing Concerns held by DeNovians or members of the general public can be brought to our attention through the use of our confidential and electronic **INTEGRITY REPORTING HOTLINE**, which can be easily accessed via our website (both internal and external). Those reporting using this method will be guided by the system to complete an electronic Whistleblower Reporting Form.

All such reports, however they are received, will be dealt with professionally, thoroughly, and expeditiously. They will be evaluated by the MDI or a member of the OID in order to quickly determine the credibility, materiality and verifiability of the concern. Each concern will be examined to decide whether further action is warranted, and if it is, swift remedial action will be taken.

Specifically, upon receiving a whistleblowing report, DeNovo will immediately acknowledge receipt and outline the next steps, including an estimated timeline for the investigation. The whistleblower will be informed once an initial assessment is completed and if the report warrants a full investigation. Throughout the process, regular updates on the investigation's progress and any changes to the timeline will be provided. The whistleblower's confidentiality will be reaffirmed, and access to support resources will be offered. A designated point of contact will be available for any questions or concerns. Upon conclusion, the whistleblower will be notified of the findings and actions taken, with an opportunity to provide feedback. Continued support will be ensured post-investigation and protections against retaliation will be emphasised. All communications will be documented to maintain accountability and transparency.

In the event that the Whistleblowing Concern allegedly relates to or implicates the MDI, then the initial report by the Whistleblower should be made directly to our Managing Director. If both the MDI and the Managing Director are allegedly implicated, the report of Whistleblowing Concerns should, if possible, be made directly to any other member of the D-IAB.

4.2 WHAT IS THE PROCEDURE FOR REPORTING WHISTLEBLOWING CONCERNS OUTSIDE OF DENOVO?

This WBP has been specifically adopted and implemented by us to provide a viable and secure mechanism within the Company for DeNovians and others to voice their genuine concerns in respect of misconduct and wrongdoing, and more, on the part of those who they work with across our business. The Policy is intended to facilitate internal and confidential reporting, but we accept that if a Whistleblower feels that his or her concerns have not been taken seriously by us or have not been addressed to his or her satisfaction, then it remains open to them to report their concerns outside of the confines of the Company and within legal limits. We do expect, however, that all DeNovians and those who work under contract to give us the opportunity to deal with their concerns internally first before resorting to external reporting. We would much prefer to hear those concerns first-hand from our people, as opposed to reading about them elsewhere, because this gives us the opportunity not only to take immediate and decisive remedial action, but also to manage our reputation.

Nothing in this WBP restricts a person with a Whistleblowing Concern from obtaining independent legal advice and we would encourage this to occur, as reporting concerns outside of the Company may incur legal liabilities.

4.3 RECORDKEEPING AND UPDATES

Detailed records of all whistleblowing reports and subsequent investigations will be maintained securely and confidentially. This ensures accountability and helps in monitoring the effectiveness of the whistleblower program.

The whistleblower policy will be reviewed and updated regularly to ensure it remains effective and relevant. Feedback from employees will be solicited to improve this policy and its implementation continually.

5 REPORTING FEEDBACK

Effective feedback mechanisms are critical to a strong compliance culture. We invite DeNovians, including employees, contractors, and other stakeholders to provide feedback on any concerns related to ethical and compliance issues. Beyond merely reporting concerns, we encourage the use of our hotline as an alternative, anonymous feedback mechanism. This constructive approach allows us to gather valuable insights and continuously improve our practices and policies. By leveraging this feedback, we work towards becoming a risk-aware enterprise committed to excellence and integrity.

We value your feedback and view it as a crucial component of our commitment to continuous improvement. By sharing your concerns and suggestions, you help us uphold our ethical standards and strengthen our internal controls.

5.1 HOW TO PROVIDE FEEDBACK

- **Direct Communication:** You may provide feedback directly to your supervisor. If you prefer, you can approach any member of the Management Team.
- **Anonymous Feedback:** To facilitate open communication, DeNovo offers anonymous feedback options through a dedicated hotline or an online portal – refer to Section 4.1 above.
- **Feedback Form:** Complete the feedback form available in Section 4.1 above, ensuring you include all relevant details such as the nature of the concern, any observed issues, and suggestions for improvement. Any of the reporting mechanisms listed in Section 4.1 can be utilised for reporting.

ANNEX 1: REPORTING TEMPLATE: INITIAL REPORT OF WHISTLEBLOWING CONCERN

INITIAL REPORT OF WHISTLEBLOWING CONCERN

STRICTLY CONFIDENTIAL

SECTION 1 – WHISTLEBLOWER’S DETAILS

(Highly desirable but not mandatory)

Name: Click or tap here to enter text.

Department: Click or tap here to enter text.

Email: Click or tap here to enter text.

Telephone (Landline): Click or tap here to enter text.

Telephone (Mobile): Click or tap here to enter text.

SECTION 2 – DETAILS OF THE CONCERNS

THE FACTS: (Known or suspected)

Click or tap here to enter text (include as much detail as possible).

ANY INFORMATION, INTELLIGENCE OR EVIDENCE SUPPORTING THE FACTS:

Click or tap here to enter text (include as much detail as possible).

SECTION 3 – DETAILS OF THOSE IMPLICATED:

Click or tap here to enter text (Please state the names of those known or suspected to be involved in the alleged misconduct, wrongdoing or safety violation together with their contact details, if known).

SECTION 4 – DETAILS OF THE REPORT:

(Whistleblowing Concerns should ordinarily be reported as quickly as possible, but no later than 48 hours from discovery to the Managing Director of Integrity (“MDI”). If the matter relates to a safety concern, it should be reported immediately or with all due haste. Reports can also be made to any member of DeNovo’s Leadership Team, including the Managing Director (“MD”). If the concern relates to the MDI, then it should be reported to the MD or to any member of the DeNovo Integrity Advisory Board (“D-IAB”).

Date on which you first became aware of the concern: Click or tap here to enter text.

Date on which the Report was made: Click or tap here to enter text.

The Person to whom the Report was submitted: Click or tap here to enter text.