

## **COCOGEN INSURANCE, INC. WHISTLEBLOWER POLICY**

### **I. POLICY STATEMENT**

The Company's Code of Conduct requires directors, officers, employees, and sales associates to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. As directors, officers, employees, sales associates, and representatives of the Company, we must practice honesty and integrity in fulfilling our responsibilities and comply with all applicable laws and regulations.

### **II. OBJECTIVES**

1. To establish corporate values and culture that supports ethical behavior; and
2. To assure confidentiality and non-retaliation to the Whistleblowers.

### **III. REPORTING RESPONSIBILITY**

It is the responsibility of all directors, officers, employees, and sales associates to comply with the Code and to report work-related violations or suspected violations in accordance with the Whistleblower Policy.

1. Employees should feel free and be encouraged to raise concerns or suspicions to their managers or to those performing independent functions (e.g. compliance and internal audit).
2. Managers and others within the Company receiving a whistleblowing disclosure or report from an employee must take immediate action.

### **IV. QUALIFYING DISCLOSURES**

1. The reporter must not act for personal gain and make the disclosure in good faith, reasonably believing the information and any allegation contained in it are substantially true.
2. The reporter reasonably believes that the disclosure to the employer would result in the destruction or concealment of information about the wrongdoing.
3. The reporter is fully aware that any nuisance disclosure is subject to disciplinary action as stated in the Code of Conduct.

## **V. NO RETALIATION/RETRIBUTION**

No director, officer, employee, or sales associate who in good faith reports a violation of the Code shall suffer harassment, retaliation, or adverse employment consequence. An employee who retaliates against someone who has reported a violation in good faith is subject to disciplinary action up to and including termination of employment. This Whistleblower Policy is intended to encourage and enable employees and others to raise serious concerns within the Company.

## **VI. REPORTING VIOLATIONS**

The Company encourages an open door policy and suggests that employees share their questions, concerns, suggestions, or complaints with someone who can address an area of concern. However, if one is not comfortable speaking with his or her supervisor or is not satisfied with the supervisor's response, he or she is encouraged to speak with anyone in management whom he or she is comfortable in approaching. Supervisors and managers are required to report suspected violations of the Code of Conduct to the Company's Compliance Officer, who has specific and exclusive responsibility to investigate all reported violations. For suspected fraud, or when the individual is not satisfied or uncomfortable with following the Company's open door policy, he or she should contact the Company's Compliance Officer directly.

## **VII. COMPLIANCE OFFICER**

The Company's Compliance Officer is responsible for investigating and resolving all reported complaints and allegations concerning violations, and, at his discretion, for advising the Audit committee. The Compliance Officer has direct access to the Audit committee of the Board of Directors and is required to report to the Audit committee at least annually on compliance activity.

## **VIII. RECORDKEEPING**

All files, whether paper or electronic, must be kept in a secure location and can only be accessed by the responsible Compliance Officer or the relevant investigator.

## **IX. ACTING IN GOOD FAITH**

Anyone filing a complaint concerning a violation or suspected violation of the Code must be acting in good faith and have reasonable grounds for believing the information disclosed indicates a violation of the Code. Any allegations that prove not to be substantiated and which prove to have been made maliciously or knowingly to be false will be viewed as a major disciplinary offense.

## **X. CONFIDENTIALITY**

Violations or suspected violations may be submitted on a confidential basis by the complainant or may be submitted anonymously, provided, it is supported with substantial evidence. Reports of violations or suspected violations will be kept confidential by the Compliance Officer to the extent possible, consistent with the need to conduct adequate investigation.

The identity of the whistleblower, if known, shall remain confidential to those persons directly involved in applying this policy, unless the issue requires investigation by law enforcement, in which case members of the Company are subject to subpoena.

## **XI. HANDLING OF REPORTED VIOLATIONS**

The Compliance Officer will notify the sender and acknowledge receipt of the reported violation or suspected violation within five business days. All reports will be promptly investigated and appropriate corrective action will be taken if warranted by the investigation.