

Whistleblowing Policy

1. Introduction

This policy applies to all employees and officers of the Company. Other individuals performing functions in relation to the Company, such as agency workers and contractors, are encouraged to use it.

It is important to the business that any fraud, misconduct, failure to consider legal and ethical matters such as health and safety, sustainability and approach to combatting modern slavery or any wrongdoing by workers or officers of the Company is reported and properly dealt with. We therefore encourage all individuals to raise any concerns that they may have about the conduct of others in the business or the way in which the business is run. This policy sets out the way in which individuals may raise any concerns that they have and how those concerns will be dealt with.

2. Background

The Public Interest Disclosure Act 1998 (PIDA) amended the Employment Rights Act 1996 to provide protection for workers who raise legitimate concerns about specified matters. These are called "qualifying disclosures". A qualifying disclosure is one made in good faith by an employee who has a reasonable belief that:

- a criminal offence;
- a miscarriage of justice;
- an act creating risk to health and safety;
- an act causing damage to the environment;
- a breach of any other legal obligation; or
- concealment of any of the above;

is being, has been, or is likely to be, committed. It is not necessary for the employee to have proof that such an act is being, has been, or is likely to be, committed - a reasonable belief is sufficient. The employee has no responsibility for investigating the matter - it is the Company's responsibility to ensure that an investigation takes place.

An employee who makes such a protected disclosure has the right not to be dismissed, subjected to any other detriment, or victimised, because he/she has made a disclosure.

The Company encourages workers to raise their concerns under this procedure in the first instance. If any individual is not sure whether or not to raise a concern, he/she should discuss the issue with his/her line manager or the Human Resources department.

3. Principles

- Everyone should be aware of the importance of preventing and eliminating wrongdoing at work and should be watchful for illegal or unethical conduct and report anything of that nature that they become aware of.
- Any matter raised under this procedure will be investigated thoroughly, promptly and confidentially, and the outcome of the investigation reported back to the person who raised the issue.
- Nobody will be victimised for raising a matter under this procedure. This means that the continued employment and opportunities for future promotion or training will not be prejudiced because he/she has raised a legitimate concern.
- Victimisation of an individual for raising a qualified disclosure will be a disciplinary offence.
- If misconduct is discovered as a result of any investigation under this procedure, the Company's disciplinary procedure will be used, in addition to any appropriate external measures.
- Maliciously making a false allegation is a disciplinary offence.
- An instruction to cover up wrongdoing is itself a disciplinary offence. If told not to raise or pursue any concern, even by a person in authority such as a manager, employees should not agree to remain silent. They should report the matter to a Director.

4. Procedure

This procedure is for disclosures about matters other than a breach of an employee's own contract of employment. If an employee is concerned that his/her own contract has been or is likely to be broken, he/she should use the organisation's grievance procedure.

Stage 1

In the first instance, any concerns should be raised with the line manager, unless the individual reasonably believes his/her line manager to be involved in the wrongdoing, or if for any other reason the worker does not wish to approach his/her line manager.

If he/she believes the line manager to be involved, or for any reason does not wish to approach the line manager, then proceed straight to stage 3.

Stage 2

The line manager will arrange an investigation of the matter (either by investigating the matter him/herself or immediately passing the issue to someone in a more senior position or the Human Resources Department). The investigation may involve the employee and other individuals involved giving a written statement. Any investigation will be carried out in accordance with the principles set out above.

The employee's statement will be taken into account, and he/she will be asked to comment on any additional evidence obtained. The line manager (or the person who carried out the investigation) will then report to the Board, which will take any necessary action, including reporting the matter to any appropriate government department or regulatory agency.

If disciplinary action is required, the line manager (or the person who carried out the investigation) will report the matter to the Human Resources department, who will identify an independent party to start the disciplinary procedure. On conclusion of any investigation, the employee will be told the outcome of the investigation and what the Board has done, or proposes to do, about it. If no action is to be taken, the reason for this will be explained.

Stage 3

If the worker is concerned that his/her line manager is involved in the wrongdoing, has failed to make a proper investigation or has failed to report the outcome of the investigations to the board, he/she should

- inform a Director of the Company; or
- call the confidential Whistle blowing number on 020 7598 2731; or
- contact the Human Resources Department.

Arrangements will be made for another manager to review the investigation carried out, make any necessary enquiries and make his/her own report to the board as in stage 2 above. Any approach by any of the methods outlined above will be treated with the strictest confidence and the employee's identity will not be disclosed without his/her prior consent.

Stage 4

If, on conclusion of stages 1, 2 and 3, the employee reasonably believes that the appropriate action has not been taken, he/she should report the matter to the proper authority. The legislation sets out a number of bodies to which qualifying disclosures may be made. These include:

- HM Revenue & Customs;
- the Financial Conduct Authority;

- the Office of Fair Trading;
- the Health and Safety Executive;
- the Environment Agency;
- the Director of Public Prosecutions; and
- the Serious Fraud Office.

Where an allegation is raised, the investigating officer may wish to arrange a meeting to discuss your concerns. You may bring a colleague or a union representative who has appropriate accreditation to this meeting. Your companion must respect the confidentiality of your disclosure and any subsequent investigation.

5. Timescales

Due to the varied nature of these sorts of complaints, which may involve internal investigators and / or the police, it is not possible to lay down precise timescales for such investigations. The investigating manager/director should ensure that the investigations are undertaken as quickly as possible without affecting the quality and depth of those investigations.

The investigating manager/director, should as soon as practically possible, send a written acknowledgement of the concern to the complainant and thereafter report back to them in writing the outcome of the investigation and on the action that is proposed. If the investigation is a prolonged one, the investigating person should keep the complainant informed, in writing, as to the progress of the investigation and as to when it is likely to be concluded. All responses to the complainant should be in writing and sent to their home address.

6. Untrue Allegations

If an individual makes an allegation in good faith, which is not confirmed by subsequent investigation, no action will be taken against that individual. However, if an individual makes a malicious allegation, disciplinary action may be taken against that individual.

7. Confidentiality

The Company hopes that all employees will feel able to voice whistleblowing concerns openly under this policy. However, if employees want to raise a concern confidentially, the Company will make every effort to keep the whistle blower's identity secret. As explained above, the employee's identity will not be disclosed without his/her prior consent.

The Company does not encourage anonymous disclosures. Proper investigation may be more difficult or impossible if the investigation cannot obtain further information on an individual's concerns. It is also more difficult to establish whether any allegations are credible and have been made in good faith. Whistle blowers who are

concerned about possible reprisals if their identity is revealed should come forward to a senior manager or director or the Human Resources Department and appropriate measures can then be taken to preserve confidentiality.

If you are in any doubt, you can seek advice from Public Concern at Work, the independent whistleblowing charity, who offer a confidential helpline. Their contact details are as follows: Helpline: (020) 7404 6609; E-mail: whistle@pcaw.co.uk; Website: www.pcaw.co.uk.