

## Whistleblowing Policy

### 1. Purpose

- 1.1. The purpose of this policy is to explain how employees should address a situation where they suspect that something unlawful or unsatisfactory is happening in the Company.
- 1.2. The Company at all times conducts its business with the highest standards of integrity and honesty and it expects its employees to maintain the same standards in everything they do. Employees are, therefore, encouraged to report any wrongdoing by the Company or its employees that fall short of these principles by using the procedure below.
- 1.3. The Company recognises that employees may not always feel comfortable about discussing their concerns internally, especially if they believe that the Company itself is responsible for the wrongdoing. The aim of this policy is to ensure that employees are confident that they can raise any matter with the Company that concerns them in the knowledge that it will be taken seriously, treated as confidential and that no action will be taken against them.

### 2. Confidential information

- 2.1. Employees may, in properly carrying out their duties, have access to, or come into contact with, information of a confidential nature. The terms and conditions of their employment provide that except in the proper performance of their duties, employees are forbidden from disclosing or making use of, in any form whatsoever, such confidential information.
- 2.2. Regardless of the requirement to keep confidential information private, there might be occasions where the employee becomes aware of information which they reasonably believe to show one or more of the following:
  - 2.2.1. that a criminal offence has been committed, is being committed or is likely to be committed;
  - 2.2.2. that a person has failed, is failing or is likely to fail to comply with any legal obligation to which he is subject;
  - 2.2.3. that a miscarriage of justice has occurred, is occurring or is likely to occur;

- 2.2.4. that the health or safety of any individual has been, is being or is likely to be endangered;
  - 2.2.5. that the environment has been, is being or is likely to be damaged;
  - 2.2.6. that information tending to show any of the above is being, or is likely to be, deliberately concealed.
- 2.3. In such situations as described above the employee should follow the Disclosure Procedure (see paragraph 3 below).

### **3. Disclosure Procedure**

- 3.1. In the first instance, any information which an employee reasonably believes tends to show one or more of the above should promptly be disclosed to their manager so that any appropriate action can be taken. If it is inappropriate to make such a disclosure to the manager, the employee should speak to a more senior manager or Human Resources. An informal approach to a Manager will be treated as completely confidential and will not result in any report to anyone else within the Company unless the employee agrees.
- 3.2. If the matter requires further investigation such an investigation will be carried out and the employee will be informed of the outcome of the investigations and what, if any, action has been taken.
- 3.3. If an employee remains unhappy about the speed or conduct of the investigation or with the way in which the matter has been resolved, they should refer the matter to the CEO who will investigate the complaint and confirm the result of the investigation including what, if any, action has been taken.
- 3.4. The Company recognises there may be matters that cannot be dealt with internally and external authorities will need to become involved. Where this is deemed to be necessary, the Company reserves the right to make such referral without the employee's consent.
- 3.5. If the employee does not believe that an acceptable response has been made to the information that has been revealed they will be protected if a disclosure is made to an appropriate regulatory body. However, the Company will always endeavour to address any issues that are raised without involvement of outside bodies.
- 3.6. Employees who make a bona fide report will suffer no detriment as a result of making a disclosure in accordance with this procedure. In the event an employee believes they are being subjected to a detriment by any person within the

Company as a result of their decision to invoke this procedure they must inform Human Resources or the CEO immediately and appropriate action will be taken.

- 3.7. Failure to report your concerns may result in disciplinary action being taken against you.
- 3.8. If an employee does not follow the appropriate procedure then the protection against detriment does not apply. For example, if an employee reports information to the press rather than a regulatory body this is unlikely to be a protected disclosure.
- 3.9. If an employee does disclose any information in an inappropriate way disciplinary action may be taken, and this could include dismissal for gross misconduct.
- 3.10. If it becomes clear that the procedure has not been invoked in good faith, for example for malicious reasons or to pursue a personal grudge against another employee, this will constitute misconduct and will be dealt with under the Company's Disciplinary Procedure.
- 3.11. If an employee has a concern relating to confidential information they should raise this with their line manager. If this is not possible a more senior manager should be contacted.