

GROUP WHISTLEBLOWING POLICY

Public Interest Disclosures ("Whistleblowing")
Last Updated 13 May 2008

1. Scope

This policy applies to all Group employees, whether permanent or temporary, and workers, including volunteers, agency staff, contractors, temporary and casual workers (collectively "Group workers").

2. Statement of Policy

- i. The Group is committed to conducting its business with the highest standards of integrity and honesty. It expects its employees to maintain the same standards in everything they do. The Group is committed to ensuring that Group workers' concerns of malpractice are taken seriously and investigated.
- ii. It is possible that you may discover that someone within the Group (or outside but connected with it) is guilty of malpractice or has committed an illegal act. You are encouraged to speak out and report any such malpractice or illegal act. The Group gives all Group workers a commitment that speaking out in accordance with this procedure will not be seen as disloyal to the Group, whoever the alleged wrongdoer may be. It is accepted however that individuals may be worried about reporting such issues for fear of reprisals or because they feel it is disloyal to colleagues. It is for those reasons that this policy has been introduced to enable individuals to raise concerns through a confidential process.
- iii. The Group will take all reasonable steps to protect you from any detriment, including victimisation, disciplinary action or criticism, if you make a disclosure under this policy in good faith. If you make a disclosure in good faith, it will be taken seriously by the management of the Group, even if ultimately it proves not to be borne out.
- iv. Any reports raised maliciously, vexatiously, in bad faith, with a view to personal gain or outside this policy will not be protected as described above. In addition, such actions may result in disciplinary action, up to and including dismissal, being taken against you.
- v. To help maintain the Group's standing and reputation, it is vital that all Group workers adhere to this policy when reporting any concerns they have. The procedure for doing this is set out below.

3. Matters Covered by Whistleblowing Policy

- i. The Group policies promoting equal opportunities and the prevention of harassment and bullying in the workplace are available from Director of Human Resources. Such concerns should be dealt with in accordance with these policies and are not covered by this whistleblowing policy.
- ii. It is the duty of every Group worker to speak up if they have genuine concerns about malpractice in the Group and the matters set out below are the types of concerns which should be reported under this policy:
 - a criminal offence;
 - a failure to comply with a legal obligation;
 - a miscarriage of justice;
 - any disregard for health and safety legislation;
 - any act which may cause damage to the environment;
 - any action intended to conceal information regarding any of the above matters;
 - a failure to comply with company controls and procedures;
 - fraud;
 - corruption;
 - intentional misrepresentation directly or indirectly affecting financial statements; and
 - deliberate concealment of information relating to any of the above.
- iii. You should report concerns where you believe any of these matters have occurred, are occurring or are likely to occur.
- iv. If you are uncertain whether the matters concerning you are within the scope of this policy, or where it is unclear if there has been a breach of law or custom, the Group encourages you nonetheless to report the concerns in accordance with this policy.

4. Making a Report or Disclosure

- i. You may report any concerns orally, in writing or by e-mail. When raising your concerns you should state that you are doing so under the Group whistleblowing policy. The Group asks you to raise concerns internally in the first instance with your line manager or with a member of Group Human Resources, unless it is inappropriate to do so e.g. your concern is about that individual.
- ii. If the matter is extremely serious or if for any other reason you feel it is inappropriate to raise the matter with either your line manager or with a member of Group Human Resources, you should report it to the Group Company Secretary who will investigate.
- iii. Alternatively, you can contact Safecall on 0800 915 1571. This is an external company the Group has appointed to enable Group workers to confidentially raise any concerns they may have. This hotline is available 24 hours a day.

5. How we will Respond

- i. Reports which are made to Safecall will be directed to the Group Company Secretary.
- ii. Following your report or disclosure, an assessment will be made of the appropriate procedure to be followed in the circumstances and an investigation will take place. The Group aims to carry out the investigation as soon as practicably possible following the disclosure. Depending on the findings of the investigation, internal and/or external procedures may be invoked in order for appropriate action to be taken.
- iii. As far as reasonably practicable, the Group will keep you informed of the investigation of your report. In some cases, where the Group owes a duty of confidentiality to others it may not be possible to provide detailed reports. In such cases, the Group will, as a minimum, indicate that an investigation is being carried out and will inform you when the matter has been resolved.
- iv. If you have any concerns about the investigation, you should raise them with the person to whom you made the disclosure. If you feel this is inappropriate, you should raise your concerns with the Group Company Secretary or Safecall.
- v. The Group will attempt to keep your identity confidential if this is desired. However, confidentiality cannot be guaranteed in the light of the need to investigate fully any such report. You are strongly encouraged not to make anonymous reports as details and further concerns cannot then be checked with you and this will restrict the abilities of the Group to take action in response to any matter which is disclosed.
- vi. Any whistleblowing issued raised with the Group Company Secretary, or a member of the Group Human Resources or Safecall will be reported to Internal Audit and the Chairman of the Audit Committee, who will also be notified of the outcome. Any submissions will be noted at the next Audit Committee and full details provided to the Internal Auditors.

6. External Reporting

The aim of this policy is to provide an internal mechanism for reporting, investigating and remedying any workplace wrongdoing. It is therefore hoped that external reporting will not be necessary. However, in very serious circumstances or following an internal report which has not been addressed, it may be appropriate for you to report your concerns to an external body. The Government has prescribed a list of appropriate bodies for such external reports e.g. the Environment Agency and the Health and Safety Executive. A full list is available from an independent charity called Public Concern at Work whose contact details are: telephone number 020 7404 6609, fax 020 7404 6574 and email whistle@pcaw.demon.co.uk. Public Concern at Work will also give confidential advice to you regarding the disclosure of wrongdoing in the workplace.

As the use of Safecall is approved by the Group any Group workers who make a report, in the appropriate circumstances, will receive the same level of protection under the Public Interest Disclosure Act as if they had made the report directly to the Group.