

HS Clement Clarke Holdings		
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Prepared by: Kennedy Reed		Approved by: Gino Ostacchini
Updated: 20 Feb 2018	Issue No: 3	PPM No: 040

1. **POLICY**

- 1.1 The Company encourages a free and open culture in its dealings between its employees and all people with whom it engages in business and legal relations. In particular, this Company recognises that effective and honest communication is essential if malpractice is to be effectively dealt with and the Company's success ensured.
- 1.2 This policy is designed to provide guidance to all those who work with or within the Company who may from time to time feel that they need to raise certain issues relating to the Company with someone in confidence.
- 1.3 The Company encourages all employees, workers, contractors, customers and other business partners to report any concerns related to the direct activities or the supply chains of the Company. This includes any circumstances that may give rise to unethical behaviour of any kind.
- 1.4 The aim of this policy is to:
 - Ensure all employees feel supported in speaking up in confidence and reporting matters they suspect may involve anything improper, unethical or inappropriate.
 - Encourage all improper, unethical or inappropriate behaviour to be identified and challenged at all levels of the organisation and at all levels of the supply chain.
 - Provide clear procedures for reporting of such matters.
 - Manage all disclosures in a timely, consistent and professional manner.
 - Provide assurance that all disclosures will be taken seriously, treated as confidential and managed without fear of retaliation.

2. **PROCEDURE**

- 2.1 Whistleblowing means a disclosure of information made by an employee, worker, customer, contractor, supplier, distributor or other business partner, an external person or body where they genuinely and in good faith believe that one of the following matters (please note that this is a non-exhaustive list of examples) is occurring now, has occurred in the past or may occur in the future:
 - A criminal offence.
 - Fraud or financial malpractice.
 - A failure to comply with a legal obligation.
 - That a miscarriage of justice.
 - A danger to the health and safety of any individual.
 - Damage to the environment.
 - Improper conduct or unethical behaviour.
 - A deliberate concealment of information related to any of the above.

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- 2.2 You can raise your concerns, by contacting the Human Resources Department in writing (HR@CCHoldingsLtd.com), stating that you are using the Whistleblowing Policy. Appropriate steps will be taken to ensure that your working environment and/or working relationship is/are not prejudiced by the fact of your disclosure.
- 2.3 Where possible, the following information should be provided:
- An outline of the known or suspected wrongdoing.
 - Details, to the best of your knowledge, about when, where and how it occurred.
 - A list of the names of those suspected of being involved (both within the Company and externally).
 - A list of the names of anyone who may have relevant information.
 - Details of how you came to know about the suspected activities.
 - What, if any, breaches of internal controls, policy, procedure or other requirements you believe took place.
 - Any specific recommendations you have for actions.
 - The names of anyone who you have discussed or reported this incident to.
 - Your name and contact details. Please note that these will be kept confidential as far as is reasonably practicable.
 - The date and time of making the report.
- 2.4 The Company understands that disclosures made under this policy may involve highly confidential and sensitive matters and that you may prefer to make an anonymous disclosure. When this is the case, the Company will endeavour to investigate your concerns fully, although a full investigation may be impeded if further information cannot be obtained.
- 2.5 The Human Resources Department will acknowledge receipt of your concern within 5 working days. They will also discuss the next steps with you and if you attend any meetings as part of this process, you may choose to be accompanied to this meeting by either a work colleague or Trade Union Representative.
- 2.6 The Human Resources Department will appoint an Investigating Manager to lead the investigation into the allegations. An investigation will be conducted as speedily and as sensitively as possible and if appropriate, you will be regularly informed on the progress of these investigations and any actions to be taken.
- 2.7 The purposes of the investigations are to:
- Establish if a wrongdoing has occurred, and if so to what extent;
 - Minimise the risk of further wrongdoing, prevent any further loss of assets, damage to reputation and protect all sources of evidence.

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2.8 The Investigating Manager will:

- Arrange individual interviews with the person making the disclosure, any relevant witnesses or individuals.
- Establish the facts, obtain statements and collect documentary evidence.
- Inform the individual/individuals about whom the disclosure is made in writing of the disclosure, the seriousness of the allegations and provide any supporting evidence. Give the person the opportunity to respond to the claims made and receive and consider any relevant evidence.
- Maintain detailed records of the investigation process.
- Make any recommendations for action to be submitted to a more senior manager.
- Notify the person making the disclosure with progress on the matter, agree timescales for action and provide details of how the matter will be dealt with.
- Escalate any cases of wrongdoing to the Human Resources Department, to enable the Disciplinary Procedure to commence (in the case of employees).
- Where it is believed that a criminal activity has taken place, the matter may be reported to the police and appropriate legal action taken.
- In such cases where contractors, temporary agency staff or other business partner are found to be involved in any wrongdoings, escalate the issue to either the Human Resources Department or the relevant Managing Director for a decision regarding possible contract termination.

2.9 It is not possible to set a specific timeframe for completion of investigations in advance, as the diverse nature of potential disclosures makes this unworkable.

2.10 If, following completion of any investigation, a complainant is not satisfied with the outcome, they can refer the matter to a Managing Director.

2.11 It is a fundamental term of every contract of employment that an employee will faithfully serve the Company and not disclose confidential information about their affairs.

2.12 While it is not necessary that you prove the malpractice or misconduct that you are alleging, but may simply raise a reasonable suspicion, please note that you will not be protected from the consequences of making such a disclosure if, by doing so, you commit a criminal offence.

2.13 If you reasonably believe that the relevant failure (i.e. one of the set of circumstances listed above) relates wholly or mainly to the conduct of a person other than your employer or any other matter for which a person

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other than the Company has legal responsibility, then you should make that disclosure to that other person.

- 2.14 Also, you may make such a disclosure to a prescribed regulatory or independent organisations, if you consider that they have an interest in the matter and, despite the best efforts of the Company, you believe that disclosure within the Company is inappropriate or has been unsuccessful. Disclosures made to your legal adviser in the course of obtaining legal advice will be protected.
- 2.15 You should be aware that the policy will apply where a disclosure is made in good faith and where you reasonably believe that the information disclosed and any allegation contained in it are substantially true. If any disclosure is made in bad faith (for instance, in order to cause disruption within the Company), or concerns information which you do not substantially believe is true or indeed if the disclosure is made for personal gain, then such a disclosure will constitute a disciplinary offence for the purpose of the Company's Disciplinary Policy and Procedure and may constitute gross misconduct for which summary dismissal is the sanction.
- 2.16 While the Company hopes that such disclosures will never be necessary, it also recognises that it may find itself in circumstances which are new to it. Each case will be treated on its own facts.
- 2.17 All information will be treated confidentially as far as reasonably practicable. There may be circumstances where, because of the nature of the investigation or disclosure, it will be necessary to disclose an individual's identity. In such circumstances, every effort will be made to inform the individual before such a disclosure is made.

