

Tennants Consolidated Limited
Whistleblowing policy applicable to all Group Companies

1. Policy Statement

The Group is committed to the highest standards of openness and accountability.

This policy has been established to enable the Group's employees, officers, consultants, contractors, casual workers and agency workers (together, "Staff") to voice concerns in a responsible and effective manner. Where an individual discovers information which they believe shows serious wrongdoing within the Group then this information should be disclosed internally without fear of reprisal.

2. About this Policy

The Public Interest Disclosure Act 1998 gives legal protection to Staff against being dismissed or penalised by their employers as a result of disclosing certain serious concerns. The Group has endorsed the provisions set out below so as to ensure that no member of Staff should feel at a disadvantage in raising legitimate concerns.

This policy is intended to support individuals who believe they have discovered serious wrongdoing or impropriety. It is not designed to question financial or business decisions nor should it be used to reconsider any matters which have already been addressed under harassment, complaint, disciplinary or other procedures.

This policy does not form part of any member of Staff's contractual arrangements with the Group (including without limitation any employee's contract of employment) and we may amend, replace or withdraw it at any time.

3. What is whistleblowing?

Whistleblowing is the term used when a member of Staff passes on information concerning serious wrongdoing or dangers in relation to the Group's activity. The wrongdoing will typically (although not necessarily) be something they have witnessed at work that gives rise to concerns of impropriety, such as: bribery, facilitation of tax evasion, fraud or other criminal activity, miscarriages of justice, health and safety risks, damage to the environment and any breach of legal or professional obligations.

4. Procedures for Making a Disclosure

If you are in possession of information which indicates wrongdoing you should report that information as soon as is reasonably possible to the appropriate designated investigating officer as follows:

- Your line manager, unless the information concerns the line manager or is in any way related to their actions. In such cases, the information should be passed to the Company Secretary for referral.

- Information concerning, or in any way connected with, the Company Secretary should be passed to the Managing Director who will nominate an appropriate investigating officer.
- You have the right to bypass the line management structure if you deem this necessary and report relevant information concerning wrongdoing direct to the Group Financial Controller. In that event, you should explain why you have deemed it necessary to bypass local management.
- The Group Financial Controller may refer the complaint back to the relevant company's management if it is felt that the management, without any conflict of interest, can more appropriately investigate the complaint.
- After investigation, any substantiated complaints will be passed to the Group Company Secretary and may be considered by the board of Tennants Consolidated.

While the Group cannot always guarantee the outcome you are seeking, we will try to deal with any concern fairly and in an appropriate way. By using this policy you can help us to achieve this. If you are not happy with the way in which your concern has been handled, you can raise it with one of the other key contacts in paragraph 4. Alternatively, you may contact the chairman of the board of Tennants Consolidated.

If we conclude that a whistleblower has made false allegations maliciously, mischievously, vexatiously or otherwise in bad faith, the whistleblower will be subject to disciplinary action.

5. Confidentiality

We hope that Staff will feel able to voice whistleblowing concerns openly under this policy. However, if you want to raise your concern confidentially we will make every effort to keep your identity secret, although this may not be guaranteed. If it is necessary for anyone investigating your concern to know your identity, we will discuss this with you.

The Group takes its duty of confidentiality to others seriously, and as a result may mean that we are unable to inform you of the outcome of any investigation.

We do not encourage any member of Staff to make disclosures anonymously. Proper investigation may be more difficult or impossible if we cannot obtain further information from you. It is also more difficult to establish whether any allegations are credible. Whistleblowers who are concerned about possible reprisals if their identity is revealed should come forward to the appropriate individual set out in paragraph 4 and appropriate measures can then be taken to preserve confidentiality.

6. External Disclosures

The aim of this policy is to provide an internal mechanism for reporting, investigating and remedying any wrongdoing in the workplace. In most cases you should not find it necessary to alert anyone externally.

The law recognises that in some circumstances it may be appropriate for you to report your concerns to an external body such as a regulator. We strongly encourage you to seek advice before reporting a concern to anyone external.

Whistleblowing concerns usually relate to the conduct of our Staff, but they may sometimes relate to the actions of a third party, such as a customer, supplier or service provider. In some circumstances the law will protect you if you raise the matter with the third party directly. However, we encourage you to report such concerns internally first. You should contact the appropriate individual set out in paragraph 4 for guidance.

7. Protection

It is understandable that whistleblowers are sometimes worried about possible repercussions. We aim to encourage openness and will support Staff who raise genuine concerns under this policy, even if they turn out to be mistaken.

Whistleblowers must not suffer any detrimental treatment as a result of raising a concern. Detrimental treatment includes dismissal, disciplinary action, threats or other unfavourable treatment connected with raising a concern. If you believe that you have suffered any such treatment, you should inform an appropriate individual set out in paragraph 4 immediately.

You must not threaten or retaliate against whistleblowers in any way. If you are involved in such conduct you may be subject to disciplinary action.

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