

WHISTLEBLOWING POLICY

All organisations face the risk of things going wrong, or of unknowingly harbouring malpractice and employees may often be the first to realise that such situations have occurred. Big Yellow has a duty to identify any malpractice within the organisation and will take appropriate measures to remedy the situation. The Company encourages a culture of openness, where individuals are able to raise issues which concern them at work. With the introduction of the Public Interest Disclosure Act 1998, all employees (to include contractors, agency staff, temporary and casual workers) have legal protection from any form of retribution, victimisation or detriment, as a result of publicly disclosing certain serious allegations of malpractice. The Company Whistleblowing Policy aims to provide employees with the opportunity to report any wrongdoing at work which they believe has occurred or is likely to occur. The policy is designed to afford protection to employees who disclose information of a specified category to a specified individual in specified circumstances, in accordance with the Public Interest Disclosure Act. It will also enable them, if necessary, to make a complaint or assist in an investigation without fear of reprisal. Whilst individuals are encouraged to raise concerns within the Company, provision has been made for disclosures to an independent body, where an individual believes that raising an issue within the Company would be inappropriate or has been unsuccessful. The policy will apply in cases where an employee genuinely and in good faith believes that one of the following sets of circumstances is occurring, has occurred or may occur within the Company:

- A criminal offence has been committed, is being committed or is likely to be committed;
- A person has failed, is failing or is likely to fail to comply with any legal obligation to which he or she is subject;
- A miscarriage of justice has occurred, is occurring or is likely to occur;
- The health and safety of any individual has been, is being or is likely to be endangered;
- The environment has been, is being or is likely to be damaged;
- Information tending to show any matter falling within any one of the preceding paragraphs has been is being or is likely to be deliberately concealed.

While it is not necessary that an employee proves the malpractice or misconduct that they are alleging, but may simply raise a reasonable suspicion, they will not be protected from the consequences of making such a disclosure if, by doing so, they commit a criminal offence. Employees will only be entitled to protection if the disclosure is carried out in accordance with the agreed Company procedure.

Raising a Disclosure Internally

If an employee wishes to raise or discuss any issues relating to a matter of disclosure, they should make their complaint to their Manager or the Head of Human Resources. Any such concerns should ideally be put in writing, detailing the background and history of the matter, any names, and dates and places etc., which may be relevant and the reasons why the worker is concerned. If an employee does not however feel able to put their concern/s in writing, they should meet with their Manager or the Head of Human Resources to discuss the relevant details. The Manager or Head of Human Resources will acknowledge the concern in writing.

An employee is encouraged to raise any concern/s that they may have as soon as possible, in order that a matter may be addressed at the earliest opportunity. An employee may be accompanied by a work colleague at any meeting relating to their concern, providing that the colleague is not in any way connected with the issue. All complaints will be viewed seriously and treated confidentially and

appropriate steps will be taken to ensure that the employee's working environment and/or working relationships are not prejudiced by their disclosure.

The Company recognizes that in some cases, employees may be concerned about confidentiality and may choose to raise a concern in confidence. In such cases the identity of an employee will be protected and will not be disclosed without their consent. If a situation subsequently arises where the Company is unable to deal with a concern without revealing an employee's identity, their Manager or the Head of Human Resources will discuss with them as to how or whether to proceed.

Whilst an employee may also choose to raise a concern anonymously, they must be aware that this may lead to difficulties in conducting an effective investigation into the concern. Subject to the circumstances in which an employee raises their concern, their Manager or the Head of Human Resources will conduct an investigation into the complaint which will involve interviewing the person against whom the allegations are made, the complainant and any relevant witnesses. Any such interviews will be conducted in the strictest confidence. The Manager or Head of Human Resources will keep a detailed written record of the investigations, the findings of which will be confirmed in writing to the complainant and the person(s) against whom the allegation has been made.

If an employee is dissatisfied with the outcome of the investigation, or the way in which the disclosure was handled, they may request that the complaint is re-considered. Any such request should be made, in writing, to the Manager of the individual who initially conducted the investigations, within five (5) working days, of receiving their decision. If an employee does not however feel able to put their concern/s in writing, they should meet with the relevant Manager to discuss the details. Once the investigation has been completed, the Manager who has conducted it will decide, on the strength of the findings, the appropriate action to be taken, which may include disciplinary action. In such cases it is likely that the complainant may be required to attend a disciplinary or investigative hearing as a witness. Any disciplinary action will be conducted in accordance with the Company Disciplinary Policy to reflect the severity of the offence and may include dismissal.

Raising Disclosures to an Independent Body

The Company fully expects that in almost all cases raising concerns internally will be the most appropriate action for employees to take, however, if for whatever reason, an employee feels that they cannot raise their concerns internally and they honestly and reasonably believe the information and any allegations are true, they should consider raising the matter with the Chairman of the Company's Audit Committee. Circumstances where it may be appropriate to raise a concern directly with the Audit Committee Chairman may include material fraud or financial irregularities. The contact details for the Audit Committee Chairman can be found on the Company Intranet.

COMPANY LOYALTY

On occasions an employee may not agree with their Manager or with the decisions made by other Managers within the Company. In such circumstances, an employee should discuss the situation with their Manager or the relevant party, as opposed to holding discussions with another employee or someone from outside of the Company. An employee should never make derogatory comments concerning the Company in front of customers or fellow employees.

References: Big Yellow Employee Handbook (April 2015) Page 69