

**COMPANY POLICY DOCUMENT**  
**WHISTLEBLOWING POLICY**

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#### Introduction

This document provides Group company policy, which applies to all individuals working at all levels within all divisions and businesses of the Stobart Group, including senior managers, officers, directors, employees, contractors, homeworkers, part-time and fixed term workers, casual and agency staff (collectively referred to as "staff" in this policy).

We are committed to conducting our business with honesty and integrity, and we expect all staff to maintain high standards. However, all organisations face the risk of things going wrong from time to time, or of unknowingly harbouring illegal or unethical conduct. A culture of openness and accountability is essential in order to prevent such situations occurring and to address them when they do occur.

#### 1. About this policy

This policy is designed to enable and encourage staff to report suspected wrongdoing at any level of the business, in the knowledge that their concerns will be taken seriously and investigated as appropriate.

This policy is a mechanism for all staff to voice concerns in a responsible and effective manner. Where an individual discovers information, which they honestly believe shows malpractice or wrongdoing within the organisation, then this information should be disclosed internally without fear of reprisal, and there should be arrangements to enable this to be done independently of line management.

This policy is intended to assist staff who honestly believe they have discovered malpractice or impropriety. It is not designed to question financial or business decisions taken by the Group in the ordinary course of business nor should it be used to raise any matters which would normally be considered under the Group's harassment, grievance or disciplinary procedures or Health and Safety Policies. This policy should not be used for complaints relating to your own personal circumstances, such as the way you have been treated at work, your terms and conditions of employment, working arrangements or organisational changes. In those cases, you should use the Grievance Policy.

This policy does not form part of any employee's contract of employment and we may amend it at any time.

#### 2.1 What is whistleblowing?

Whistleblowing is the disclosure of information which relates to suspected wrongdoing or dangers at work. This may include:

- (a) criminal activity;
- (b) failure to comply with any legal or professional obligation or regulatory requirements;
- (c) miscarriages of justice;
- (d) danger to health and safety;

- (e) damage to the environment;
- (f) financial fraud or mismanagement;
- (g) negligence;
- (h) conduct likely to damage our reputation or financial wellbeing;
- (i) unauthorised disclosure of confidential information;
- (j) the deliberate concealment of any of the above matters.

## 2.2 Safeguards

### 2.2.1 Slavery and Human Trafficking

Modern slavery is a crime and a violation of fundamental human rights. It takes various forms, such as slavery, servitude, forced and compulsory labour and human trafficking, all of which have in common the deprivation of a person's liberty by another in order to exploit them for personal or commercial gain. We have a zero-tolerance approach to modern slavery and the Group is committed to acting ethically and with integrity in all our business dealings and relationships and to implementing and enforcing effective systems and controls to ensure modern slavery is not taking place anywhere in our business. You are encouraged to raise concerns about any issue or suspicion of modern slavery in any parts of our business at the earliest possible stage in accordance with this policy.

### 2.2.2 Protection

This policy is designed to provide guidance and offer protection to individuals who legitimately and properly disclose the types of concerns set out above (a "whistleblower"). The Group aims 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 consider that you have been the subject of unfavourable treatment as a result of raising a whistleblowing concern, please speak to the Chairman of the Audit Committee immediately, whose contact details are set out below.

Whistleblowers should not be threatened or retaliated against in any way for raising their concerns. Anyone involved in such conduct may be subject to disciplinary action.

### 2.2.3 Untrue Allegations

If an individual discloses information which is found subsequently not to be correct no action will be taken against the whistleblower as long as the whistleblower honestly and reasonably believed that the information and any allegation raised in it are substantially true. In making a disclosure the whistleblower should exercise due care to ensure the accuracy of the information. If it is concluded that a whistleblower has made a false allegation maliciously, the whistleblower will be subject to disciplinary action.

#### 2.2.4 Anonymous Allegations

The Group encourages individuals to put their name to any disclosures they make. Proper investigation may be made more difficult or impossible if we cannot obtain sufficient information from you. It is also more difficult to establish whether any allegations are credible. The Group hopes that the protections set out above will give you the confidence not to raise concerns anonymously, so that they can be properly investigated.

#### 2.2.5 Confidentiality

The Group will endeavour to treat all such disclosures made in accordance with this policy in a confidential and sensitive manner. The identity of a whistleblower may be kept confidential so long as it does not hinder or frustrate any investigation. However, the whistleblower may need to provide a statement as part of the evidence required.

#### 2.2.6 Procedures for Making a Disclosure

Disclosures under this policy should in most circumstances be made to your Line Manager in the first instance. Your Line Manager may be able to resolve the issue. If you do not feel able to make a disclosure to your Line Manager or if they have not addressed the issue, or if the disclosure relates to your Line Manager, then a disclosure can be made to:

- a. the Company Secretary;
- b. the Chair of the Audit Committee; or
- c. the Group's confidential external whistleblowing hotline (see below), contact details for which are set out at the end of this policy.

#### 2.2.7 Whistleblowing Hotline

The Group understands that it can be difficult for staff to bring certain sensitive workplace issues directly to its attention. Accordingly, it provides access to ExpoLink, a confidential whistleblowing hotline, through which staff can report workplace concerns.

Once you have made a disclosure to the hotline, you will be issued with a unique reference number that allows you to get back in touch with ExpoLink and to respond to information requests from the Group. ExpoLink will pass the details of your disclosure to us for investigation, but will not tell us your identity unless you expressly agree that they may do so.

**The telephone numbers for the external whistleblowing hotline – ExpoLink are:**

**UK: 0800 374 199**

**Northern Ireland: 1800 567 014**

#### 2.2.8 Investigations

We may arrange a meeting with you to discuss your concerns. You may bring a colleague or union representative to any meetings under this policy. Your companion must respect the confidentiality of your disclosure and any subsequent investigation.

We will take down a written summary of your concern and provide you with a copy after the meeting. We will also aim to give you an indication of how we propose to deal with this matter.

Once you have raised a concern, we will carry out an initial assessment to determine the scope of any investigation. We will inform you of the outcome of our assessment. You may be required to attend additional meetings in order to provide further information.

In some cases we may appoint an investigator or team of investigators including staff with relevant experience of investigations or specialist knowledge of the subject matter and external advisers. The investigator(s) may make recommendations for change to enable us to minimise the risk of future wrongdoing.

We will aim to keep you informed of the progress of the investigation and its likely timescale. However, sometimes the need for confidentiality may prevent us giving you specific details of the investigation or any disciplinary action taken as a result. You should treat any information about the investigation as confidential.

While we cannot always guarantee the outcome you are seeking, we will try to deal with your 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 a different contact set out above at paragraph 2.2.6. Alternatively you may feel it is necessary to make an external disclosure in accordance with paragraph 2.2.9.

#### 2.2.9 External Disclosures

The aim of this policy is to provide an internal mechanism for reporting, investigating and remedying any wrongdoing in the workplace. The Group hopes that in many cases concerns can be dealt with internally or via the hotline (contact details at 2.2.7 above and also set out below). However, 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 raise the concern internally where possible and seek advice before reporting a concern to anyone external. The independent whistleblowing charity, Public Concern at Work, operates a confidential helpline ((020) 7404 6609) [www.pcaw.co.uk](http://www.pcaw.co.uk).

### CONTACT DETAILS

#### Company Secretary - Stobart Group

Louise Brace ([Louise.Brace@stobartgroup.com](mailto:Louise.Brace@stobartgroup.com))  
01514 959384

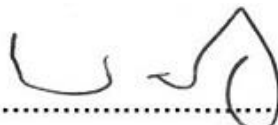
#### Chairman of the Audit Committee – Stobart Group

Andrew Wood ([andrew.r.wood@talk21.com](mailto:andrew.r.wood@talk21.com))

#### External whistleblowing hotline - ExpoLink

UK: 0800 374 199  
Northern Ireland: 1800 567 014

Date: July 2018

Signed.......... Warwick Brady (Chief Executive Officer)