

UCAMCO WHISTLEBLOWING POLICY

DEFINITION

Ucamco shall mean in this Whistleblowing policy document: Ucamco NV and any of its affiliated companies.

1. PREAMBLE

1.1 Employees are often the first to realize that there may be something seriously wrong within Ucamco. However, they may not express their concerns because they feel that speaking up would be disloyal to their colleagues or to Ucamco. They may also fear harassment or victimization. In these circumstances it may be easier to ignore the concern rather than report what may just be a suspicion of malpractice.

1.2 Ucamco is committed to the highest possible standards of openness, probity and accountability. In line with that commitment we expect employees, and others that we deal with, who have serious concerns about any aspect of Ucamco's work to come forward and voice those concerns. It is recognized that most cases will have to proceed on a confidential basis.

1.3 The policy document makes it clear that you can do so without fear of victimization, subsequent discrimination or disadvantage. This whistle-blowing policy is intended to encourage and enable employees to raise serious concerns within Ucamco rather than overlooking a problem or 'blowing the whistle' outside.

1.4 The policy applies to all employees and those contractors working for Ucamco on company premises, for example, agency staff, builders or contractors. It also covers suppliers and those providing services under a contract with Ucamco in their own premises, for example, technology partners.

1.5 These procedures are in addition to Ucamco's complaints procedures and other statutory reporting procedures applying to the company. You are all responsible for making other employees aware of the existence of these procedures.

2. AIMS AND SCOPE OF THIS POLICY

2.1 This policy aims to:

- Encourage you to feel confident in raising serious concerns and to question and act upon concerns about practice

- Provide avenues for you to raise those concerns and receive feedback on any action taken

- Ensure that you receive a response to your concerns and that you are aware of how to pursue them if you are not satisfied

- Reassure you that you will be protected from possible reprisals or victimization if you have a reasonable belief that you have made any disclosure in good faith

2.2 There are existing procedures in place to enable you to lodge a grievance relating to your own employment. The whistle-blowing policy is intended to cover major concerns that fall outside the scope of other procedures. These include:

- Conduct which is an offence or a breach of law

- Disclosures related to miscarriages of justice

- Health and safety risks, including risks to the public as well as other employees

- Damage to the environment

- The unauthorized use of public funds

- Possible fraud and corruption

- Sexual or physical abuse of clients, or

- Other unethical conduct

2.3 Thus, any serious concerns that you have about any aspect of service provision or the conduct of officers or members of Ucamco or others acting on behalf of Ucamco can be reported under the whistle-blowing policy. This may be about something that:

- Makes you feel uncomfortable in terms of known standards, your experience or the standards you believe Ucamco subscribes to; or

- Is against Ucamco's working practices and policies; or

Falls below established standards of practice; or
Amounts to improper conduct

2.4 This policy does not replace the corporate complaints procedure.

3. SAFEGUARDS

3.1 Harassment or Victimization

3.1.1 Ucamco is committed to good practice and high standards and wants to be supportive of employees.

3.1.2 Ucamco recognizes that the decision to report a concern can be a difficult one to make. If what you are saying is true, you should have nothing to fear because you will be doing your duty to your employer and those for whom you are providing a service.

3.1.3 Ucamco will not tolerate any harassment or victimization (including informal pressures) and will take appropriate action to protect you when you raise a concern in good faith.

3.1.4 Any investigation into allegations of potential malpractice will not influence or be influenced by any disciplinary or redundancy procedures that already affect you.

4. CONFIDENTIALITY

4.1 All concerns will be treated in confidence and every effort will be made not to reveal your identity if you so wish. At the appropriate time, however, you may need to come forward as a witness.

5. ANONYMOUS ALLEGATIONS

5.1 This policy encourages you to put your name to your allegation whenever possible.

5.2 Concerns expressed anonymously are much less powerful but will be considered at the discretion of Ucamco.

5.3 In exercising this discretion the factors to be taken into account would include:

The seriousness of the issues raised

The credibility of the concern; and

The likelihood of confirming the allegation from attributable sources

6. UNTRUE ALLEGATIONS

6.1 If you make an allegation in good faith, but it is not confirmed by the investigation, no action will be taken against you. If, however, you make an allegation frivolously, maliciously or for personal gain, disciplinary action may be taken against you.

7. HOW TO RAISE A CONCERN

7.1 As a first step, you should normally raise concerns with your immediate manager or their superior. This depends, however, on the seriousness and sensitivity of the issues involved and who is suspected of the malpractice. For example, if you believe that management is involved you should approach the company Chairman, (who is also the Monitoring Officer).

7.2 Concerns may be raised verbally or in writing. Staff who wish to make a written report are invited to use the following format:

The background and history of the concern (giving relevant dates);

The reason why you are particularly concerned about the situation

7.3 The earlier you express the concern the easier it is to take action.

7.4 Although you are not expected to prove beyond doubt the truth of an allegation, you will need to demonstrate to the person contacted that there are reasonable grounds for your concern.

7.5 Obtain advice/guidance on how to pursue matters of concern by emailing Richard.Horsman@Gardien.com or call +44 +44 7801-217490.

If ultimately you feel you have to take the matter externally, possible contacts are listed at Section 10 of this policy.

7.6 You may wish to consider discussing your concern with a colleague first and you may find it easier to raise the matter if there are two (or more) of you who have had the same experience or concerns.

7.7 You may invite your trade union, professional association representative or a friend to be present during any meetings or interviews in connection with the concerns you have raised.

8. HOW UCAMCO WILL RESPOND

8.1 Ucamco will respond to your concerns. Do not forget that testing out your concerns is not the same as either accepting or rejecting them.

8.2 Where appropriate, the matters raised may:

- Be investigated by management, internal audit, or through the disciplinary process

- Be referred to the police

- Be referred to the external auditor

- Form the subject of an independent inquiry

8.3 In order to protect individuals and those accused of misdeeds or possible malpractice, initial enquiries will be made to decide whether an investigation is appropriate and, if so, what form it should take. The overriding principle which Ucamco will have in mind is the public interest. Concerns or allegations which fall within the scope of specific procedures (for example, child protection or discrimination issues) will normally be referred for consideration under those procedures.

8.4 Some concerns may be resolved by agreed action without the need for investigation. If urgent action is required this will be taken before any investigation is conducted.

8.5 Within ten working days of a concern being raised, the responsible person will write to you:

- Acknowledging that the concern has been received

- Indicating how we propose to deal with the matter

- Giving an estimate of how long it will take to provide a final response

- Telling you whether any initial enquiries have been made

- Supplying you with information on staff support mechanisms, and

- Telling you whether further investigations will take place and if not, why not

8.6 The amount of contact between the officers considering the issues and you will depend on the nature of the matters raised, the potential difficulties involved and the clarity of the information provided. If necessary, Ucamco will seek further information from you.

8.7 Where any meeting is arranged, off-site if you so wish, you can be accompanied by a union or professional association representative or a friend.

8.8 Ucamco will take steps to minimize any difficulties which you may experience as a result of raising a concern. For instance, if you are required to give evidence in criminal or disciplinary proceedings Ucamco will arrange for you to receive advice about the procedure.

8.9 Ucamco accepts that you need to be assured that the matter has been properly addressed. Thus, subject to legal constraints, we will inform you of the outcome of any investigation.

9. THE RESPONSIBLE OFFICER

9.1 The company Chairman (who is also the Monitoring Officer) has overall responsibility for the maintenance and operation of this policy. That officer maintains a record of concerns raised and the outcome (but in a form which does not endanger your confidentiality) and will report as necessary to Ucamco.

10. HOW THE MATTER CAN BE TAKEN FURTHER

10.1 This policy is intended to provide you with an avenue within Ucamco to raise concerns. Ucamco hopes you will be satisfied with any action taken. If you are not, and if you feel it is right to take the matter outside Ucamco, the following are possible contact points:

- The external auditor

- Your trade union

- Your local Citizens Advice Bureau or Better Business Bureau

- Relevant professional bodies or regulatory organizations

- A relevant voluntary organization

- The police

10.2 If you do take the matter outside Ucamco, you should ensure that you do not disclose confidential information. Check with the contact point about that.

11. Mandatory law

In case of conflict between any specific provision of this Whistleblowing policy document and any mandatory provision of applicable social and labor law, the mandatory provision of the applicable law shall prevail and shall be deemed to, to the extent necessary, replace the provisions of this Whistleblowing policy document.