

VWA Whistleblowing Policy and Procedure

We aim to develop a culture of openness. All employees working VWA ("the Company") and other individuals supplying services to the Company therefore are strongly advised to assist the Company in tackling fraud, corruption and other misconduct within the organisation by raising their concerns as outlined below.

This policy is intended to conform to the provisions of the Public Interest Disclosure Act 1998 (PIDA) should you make a protected disclosure concerning misconduct within the Company.

This policy is not referred to in and does not form part of any Company employee's contract of employment.

Policy

This policy applies to all permanent and temporary employees of the Company and other individuals supplying services to it (external consultants, contractors and agency personnel) whilst at the Company.

The forms of misconduct about which the Company is concerned include (but are not limited to) any actual or likely:

- a) fraud or corruption;
- b) irregularities involving accounting or other financial procedures;
- c) commission of any criminal offence;
- d) conduct which is or may be in conflict with the Company's interests, such as involvement with a business competitor;
- e) dishonesty or other irregularities in dealing with customers and suppliers;
- f) conduct which endangers the health and safety of employees and other Company workers and visitors;
- g) failure to comply with a legal obligation;
- h) environmental damage arising from the Company's activities or those of its employees or workers on Company business.

It is not possible to come up with an exhaustive definition of what is meant by misconduct in this context and there may well be other issues of concern that are not listed here but which would nevertheless be considered as misconduct by the Company.

You are encouraged to speak up if you have any genuine concerns of whatever type, provided that any concerns or complaints that you raise are made in good faith. Disciplinary action will be taken by the Company against any employee deliberately raising false and malicious allegations.

In raising a misconduct concern, you may assume that normally only those Company staff involved in investigating your concern(s) will know your identity. However, there may be circumstances in which we may be required to reveal your identity to others (on a strictly "need to know" basis) in order to progress our investigation or take further action as a consequence of the result of such investigation. If this is the case, we will take reasonable steps to ensure that you suffer no detriment from such disclosure. (Note: should you choose to raise a concern on an anonymous basis, it may be difficult for the Company to fully investigate your concerns, and will prevent us from reporting back to you on our investigation.)

If you raise a misconduct concern you will be taken seriously and the Company will take all reasonable steps to ensure you are treated fairly and justly and, in particular, are not victimised or harassed as a result of your concerns.

Consequently, as part of the Company's commitment to tackling misconduct and encouraging employees to voice their concerns, it should be recognised that anyone who either:

- victimises or harasses you as a result of you raising a genuine concern under this policy; or
- deters or attempts to deter you from genuinely raising concerns under this policy;

may be subject to disciplinary action by the Company, up to and including dismissal.

How to raise misconduct concerns

Company employees should contact their immediate manager, Head of Department or the relevant Director in good faith in order to raise their concerns. Other individuals supplying services to the Company should contact their nominated relationship manager within the Company. The matter will then be raised with the Director.

If the concern involves your immediate manager or Head of Department / Director or nominated relationship manager, or for any reason you would prefer them not to be told, you may raise the issue directly with the Director.

We encourage you to put your concerns in writing and include as much detail as possible.

You are encouraged not to disclose your concerns outside the Company unless you have first given the Company the chance to deal with the problem in accordance with this policy. Should you choose to raise your concerns externally rather than notifying the Company in the first instance, certain protection which you may have in law could be compromised or lost.

The next steps

The Director will be responsible for ensuring that a full investigation takes place with the objective of establishing whether misconduct has occurred. In relevant circumstances, the Director may delegate tasks and responsibilities to specific independent Company managers and/or the Human Resources team to assist in conducting the investigation.

As part of the investigatory process, it may be necessary for the Director (or those individuals nominated by the Director to assist in the conduct of the investigation) to meet with you. The purpose of any such meeting will be to obtain further details of your concern and gain a better understanding of the relevant background facts supporting your concern.

You may be accompanied at any such investigatory (fact finding) meeting(s) by a fellow employee of your choice who may be a colleague. (This does not extend to accompaniment by a legal representative). You may confer with your companion during the course of the meeting and he/she may address the meeting but may not answer questions on your behalf.

Individual(s) who are subject to investigation as a result of the concerns you have raised may also be accompanied by a Company member of staff (or as otherwise permitted by law) to any investigatory meeting which they are asked to attend.

All information and evidence gathered during the investigatory process will be taken into account. The format of the investigation may vary depending upon the circumstance. In extreme circumstances, the Company's internal investigations may need to be suspended if its investigations could jeopardise any police, governmental or regulatory investigations in to similar or connected concerns.

The Company will seek to ensure that the findings of the investigation will be communicated to:

- a) you as the person raising the misconduct concern;
- b) the individual(s) under investigation (as appropriate);
- c) relevant members of management within the Company and (if appropriate) to consider what further action may be necessary based on the investigation's findings;
- d) external authorities, (if the further involvement is likely to be required due to the nature of the misconduct concern and the findings reached).

Grievance Procedure

The Grievance Procedure also exists for the Company's employees to raise concerns about their own working conditions. The Grievance Procedure should generally be used if you are an employee and your concerns do not relate to actual or suspected misconduct of the nature outlined above.