

PUBLIC INTEREST DISCLOSURE (WHISTLEBLOWING) POLICY

Introduction

This policy applies to all individuals, whether UK or overseas, working for, or on behalf of the Company, at all levels including employees (whether permanent, fixed-term or temporary), consultants, contractors, trainees, seconded staff, homeworkers, casual workers and agency staff, volunteers, interns, agents, sponsors, or any other person associated with the Company.

The Company at all times conducts its business with the highest standards of integrity and honesty. It expects you to maintain the same standards in everything you do. You are therefore encouraged to report any wrongdoing by the Company or its staff that falls short of these principles.

Legislation protects individuals who report wrongdoing within the workplace. The Company recognises that you may not always feel comfortable about discussing your concerns internally, especially if you believe that the Company itself is responsible for the wrongdoing. With this in mind, the aims of this policy are:

- to ensure that as far as possible you feel able to inform the Company about any wrongdoing at work which you believe has occurred or is likely to occur;
- to give guidance on what to do if you have concerns about any wrongdoing;
- to reassure individuals that they can raise any matter that concerns them with the Company in the knowledge that it will be taken seriously, treated as confidential and that no action will be taken against them.

This policy does not form part of your contract of employment and it may be amended at any time.

When should you use this policy?

You are encouraged to use the procedure set out below if you have any concerns at all about wrongdoing at work, including:

- criminal offences;
- a failure to comply with legal obligations;
- a miscarriage of justice;
- a health and safety danger;
- an environmental risk; or
- a concealment of any of these.

Complaints relating to your personal circumstances (such as how you have been treated at work) should not generally be made under this policy and should be raised under the Grievance Procedure or the Harassment Procedure as appropriate.

Procedure

In many cases you should be able to discuss any concerns about wrongdoing with your line manager or the Chief Financial Officer in the first instance.

However, where the matter is more serious or you prefer not to raise it with them for any reason, you should contact the Non-Executive Director and Audit Committee Chairman, Paul Dollman, who can be reached by email at whistleblowing@wilmingtonplc.com.

If the matter requires further investigation, such an investigation will be carried out and you will be informed of the outcome of the investigations and what, if any, action has been taken.

If you are unhappy about the speed or conduct of the investigation or the way in which the matter has been resolved, you should refer the matter to the CEO. When your complaint has been investigated you will be informed of the outcome and told what action, if any, has been taken.

Confidentiality

The Company encourages you to raise your concerns openly under this policy. However, if you want to raise your concern confidentially every effort will be made to maintain confidentiality as far as possible.

The Company does not encourage disclosures to be made anonymously. Proper investigation may be more difficult or impossible if it cannot obtain further information from you. It is also more difficult to establish whether any allegations are credible and have been made in good faith. If you are concerned about possible reprisals you should contact the Human Resources Department and appropriate measures can then be taken to preserve confidentiality.

Protection from detriment

The Company undertakes that no member of staff who makes a bona fide report under this procedure will be subjected to any detriment as a result.

If you believe you are being subjected to a detriment by any person within the Company as a result of your decision to use the procedure, you must inform the Human Resources Department immediately and appropriate action will be taken to protect you from any reprisals.

If it should become clear that the procedure has not been used in good faith, for example for malicious reasons or to pursue a personal grudge against another member of staff, this will constitute misconduct and will be dealt with in accordance with the terms of the Company's Disciplinary Procedure. Failure to report your concerns may result in disciplinary action being taken against you.

Proper reporting

The Company is keen to hear of any concerns that members of staff may have about wrongdoing at work and encourages them to use the procedure described above wherever possible.

The Company recognises there may be matters that cannot be dealt with internally and external authorities will need to become involved. Where this is necessary the Company reserves the right to make such a referral without your consent.

Dated: December 2018