

PUBLIC INTEREST DISCLOSURE (WHISTLEBLOWING) POLICY

1. Introduction

1.1 Genus is committed to ensuring that employees are able to raise any genuine concerns they may have about malpractice within the Group. Such concerns may involve:

- bribery
- corruption
- improper procedures risking health and safety
- abuse of customers, employees, or the Group's property
- breach of statutory responsibilities
- wrongful damage to the environment
- other unethical or improper conduct

1.2 The following guidance sets out the procedure by which staff can report such concerns about workplace practices. This policy is for guidance only and does not form part of your contract of employment.

2. Application

2.1 This policy applies to all individuals working for the Genus Group at all levels and grades, whether they are senior managers, directors, employees, contractors, trainees, home-workers or agency staff (collectively known as **employees** for the purposes of this policy).

3. Objectives

3.1 The Group's policy is to recognise an employee's right to raise genuine concerns regarding wrongdoing within the Group, whether by a Group company, fellow employees, customers, suppliers or service providers and to have a set procedure for dealing with the concern. The prescribed procedure for doing this is set out below.

3.2 The Group will offer support to an employee who has raised a concern in accordance with this policy, and will not tolerate victimisation and/or harassment of anybody who does so. All levels of management are responsible for following this policy.

3.3 Concerns can be raised anonymously, although it is preferred that the identity of the employee raising a concern is known. The Group will, wherever possible, protect the identity of an employee who raises an issue. If an employee wishes to raise the matter in confidence this should be stated at the outset and, in such circumstances, the Group representatives will take all reasonable steps to protect the identity of the complainant.

3.4 If a situation arises where Genus is not able to resolve the concern without revealing an employee's identity (e.g. because evidence is needed for an enquiry or investigation) the relevant manager will discuss with the employee whether or how the matter can proceed.

- 3.5 Anyone who raises a concern must do so in good faith. No assurances are given to anyone who maliciously raises a matter they know to be untrue.

4. Procedure

- 4.1 Concerns about malpractice should be raised directly with the:

- 4.1.1. country manager;
- 4.1.2. Group HR Director; or
- 4.1.3. Group General Counsel & Company Secretary who will be responsible for managing the issue.

Alternatively, malpractice may be raised via the external whistleblowing provider *EthicsPoint* which offers an independent, confidential and anonymous whistleblowing service in all Genus Company languages, in a variety of communication types. *EthicsPoint* contact details may be found in Appendix 1.

- 4.2 The Group HR Director will notify the Group General Counsel & Company Secretary of any concerns that have been raised, and the Group General Counsel & Company Secretary will keep a log of all whistleblowing issues that have been raised. All whistleblowing incidents will be reported to the Audit & Risk Committee or the Board as appropriate and any incidences of a financial nature will be reported to Internal Audit.
- 4.3 If action is decided to be taken, to include an internal enquiry or formal investigation, the concerned employee shall be given written confirmation of the conclusions of such action. If the employee still feels concern, this may be raised directly with the Group General Counsel & Company Secretary, in writing, within 7 days of the employee's receipt of the written confirmation.
- 4.4 If, following the outcome of paragraph 4.3 above, the employee raising the complaint is not satisfied, they should state their case in writing to the Chairman of the Audit & Risk Committee or the Chairman of the Board as appropriate. The Audit & Risk Committee shall carry out or instigate such investigations as it or the Board consider appropriate, which will normally include interviewing the complainant and regional management. The Audit & Risk Committee, on behalf of the Board, will give its verdict which shall be final.

5. Confidentiality

- 5.1 Every effort will be made to keep the identity of an employee who makes a disclosure under this policy confidential. There may, however, be circumstances in which, because of the nature of the investigation or disclosure, it will be necessary to disclose the identity of the concerned employee who will be consulted with before any such disclosure is made.
- 5.2 In order not to jeopardise any investigation into the alleged malpractice that may occur, the concerned employee will also be expected to keep the fact that he/she has raised a concern, the nature of the concern and the identity of those involved confidential.

6. Protection and Support for Whistleblowers

- 6.1 No member of staff who raises genuinely-held concerns in good faith under this procedure will be dismissed or subjected to any detriment as a result of such action. Detriment includes unwarranted disciplinary action and victimisation.

- 6.2 If you believe that you are being subjected to a detriment within the workplace as a result of raising concerns under this procedure, you should inform the Group HR Director or the Group General Counsel & Company Secretary immediately. Employees who victimise or retaliate against those who have raised concerns under this policy will be subject to disciplinary action.
- 6.3 If an investigation under this procedure concludes that a disclosure has been made maliciously, vexatiously, in bad faith or with a view to personal gain, the whistleblower will be subject to disciplinary action. Those choosing to make disclosures without following this procedure or anonymously may not receive the protection outlined above.

7. Monitoring and Review of Policy

- 7.1 The Audit & Risk Committee will be responsible for reviewing this policy from a legislative and operational perspective at least annually.

Adopted by the Genus plc Audit Committee on 24th May 2007 as amended by the Audit Committee on 30th June 2009, 1st September 2010, 23rd May 2012, 29th August 2012, 23 May 2013, 12 January 2015, 23 May 2018 and 30 May 2019.

APPENDIX 1

ETHICSPPOINT WHISTLEBLOWING HOTLINE

EthicsPoint offer an anonymous, independent and confidential hotline service, available to all employees. You may contact them:

Online at: www.genusplc.ethicspoint.com

-OR-

By phone: Using the International Freephone Numbers listed below:

Country:	Telephone Number:
Argentina	0800 345 8170
Australia	1800 718 242
Brazil	0800 764 5014
Canada	(833) 623-0603
China	400 120 4725
Colombia	01 800 5189709
Czech Republic	8 800 301 37 81
Denmark	80 25 40 88
France	0 805 08 07 05
Germany	0800 1844517
India	000 800 0502 220
Ireland	1800 903 187
Italy (includes San Marino, Vatican City)	800 727 455
Mexico	800 099 1723
Netherlands	80 25 40 88
Philippines	1800 1 322 0301
Poland	0-0-800-4911984
Portugal	800 181 720
Romania	0800 360 166
Russia	8 800 301 37 81
South Africa	080 098 3978
Spain	900 999 402
United Kingdom	0800 051 4237
United States	(833) 623-0603
Ukraine	0800 801 209
Uruguay	000 413 598 5548
Vietnam	1 201 0288 (VNPT) or 1 228 0288 (Viettel), then dial 833 623 0603

2 Stage Dialling Phone Lines

Country:	Telephone Number:
Chile	(833) 623-0603

Where there is no Freephone number please use the following procedure:

Collect call/reverse charge number steps as follows:

1. Dial the country operator.
2. Ask for an international collect call or reverse charge to:
+44 800 051 4237.
3. Operator will dial the number and speak to an EthicsPoint Operator who will accept the call and charges.
4. The Country operator will connect you to EthicsPoint, leave the call and then the call takes place as normal.