

# **PV Crystalox Solar PLC**

## **Whistle Blowing Policy (the 'Policy')**

### **1. INTRODUCTION**

- 1.1. The Policy is intended to enable employees of the PV Crystalox Solar plc Group (the 'Group') to raise concerns over any wrong-doing within the Group relating to unlawful conduct, financial malpractice, dangers to the public or dangers to the environment. Specific examples could include the reasonable belief:
- a) that a criminal offence has been committed, is being committed or is likely to be committed;
  - b) that a person has failed, is failing or is likely to fail to comply with any legal obligation to which he is subject;
  - c) that a miscarriage of justice has occurred, is occurring or is likely to occur;
  - d) that the health or safety of any individual has been, is being or is likely to be endangered;
  - e) that the environment has been, is being or is likely to be damaged; or
  - f) that information tending to show any matter falling within any one of the preceding paragraphs has been, is being or is likely to be deliberately concealed.
- 1.2. The Group has issued this Policy to enable employees to raise concerns about such malpractice at an early stage and in the right way. The Group would rather that employees raised the matter when it is just a concern rather than wait for concrete proof.
- 1.3. If an employee believes something is amiss, which should be highlighted or investigated, this Policy should be used. If the employee has a grievance concerning their personal circumstances, the Grievance Procedures contained in the Disciplinary Rules and Grievance Procedures document should be used. This Policy is primarily for concerns where the interests of others or of the organisation itself are at risk.
- 1.4. If the employee is in doubt, the Group advises that the concern should be raised.

### **2. AIMS OF THE WHISTLE BLOWING POLICY**

- 2.1. The Policy aims to:
- a) encourage employees to feel confident in raising serious concerns and to question and act upon their concerns;
  - b) provide ways for employees to raise those concerns and get feedback on any action taken as a result;
  - c) ensure that employees get a response to their concerns and that employees are aware of how to pursue them if they are not satisfied with any actions;
  - d) reassure employees that if they raise any concerns in good faith and reasonably believe them to be true, they will be protected from possible reprisals or victimisation.
- 2.2. It is not intended to be used where other more appropriate procedures are available such as for grievances (see Disciplinary Rules and Grievance Procedures).

### **3. WHO IS COVERED BY THE POLICY?**

- 3.1. All employees of the Group may use this Policy. This includes permanent and temporary staff. It also covers agency staff and staff seconded to a third party. Any concerns relating to the third party, if relevant to the staff's secondment, can also be raised under this Policy.
- 3.2. Contractors working for the Group may also use the provisions of this Policy to make the Group aware of any concerns that the contractor's staff may have with regard to any contractual or other arrangement with the Group. The private concerns of the contractor relating to non-Group business should be raised with the relevant contractor and/or other suitable agency/regulator -including the police, if appropriate.

### **4. WHAT ASSURANCE DOES AN EMPLOYEE GET?**

- 4.1. The Policy is designed to offer protection to those employees of the Group who disclose such concerns. If an employee raises a concern under this Policy, he will not be at risk of losing his job or suffering any form of retribution as a result, provided that:
  - a) the disclosure is made in good faith;
  - b) he reasonably believe that information, and any allegations contained in it, are substantially true; and
  - c) he is not acting for personal gain.
- 4.2. The Group will not tolerate the harassment or victimisation of anyone raising a genuine concern and the Group will treat all disclosures in a confidential and sensitive manner. The identity of the individual making the allegation may be kept confidential so long as it does not hinder or frustrate any investigation. However, the investigation process may reveal the source of the information and the individual making the disclosure may need to provide a statement as part of the evidence required.
- 4.3. The Policy encourages individuals to put their name to any disclosures they make. . Concerns expressed anonymously are much less credible, but they may be considered at the discretion of the Group. In exercising this discretion the factors to be taken into account include:
  - a) the seriousness of the issues raised;
  - b) the credibility of the concern; and
  - c) the likelihood of confirming the allegation from attributable sources.
- 4.4. If an individual makes an allegation in good faith, which is not confirmed by subsequent investigation, no action will be taken against that individual. In making a disclosure the individual should exercise due care to ensure the accuracy of the information. If, however, an individual makes malicious or vexatious allegations, and particularly if he persists with making them, disciplinary action may be taken against that individual.

### **5. WHAT IS THE LEGAL BACKGROUND?**

- 5.1. The Public Interest Disclosure Act 1998 (hereafter referred to as the 'Act') protects employees against detrimental treatment or dismissal as a result of any disclosure of normally confidential information in the interests of the public. The Act only covers protected disclosures under six categories, namely; crime, illegality, miscarriage of justice, damage to health and safety, damage to the environment, and 'cover-ups' about

these issues.

- 5.2. To obtain protection employees must first disclose the information to the employer or to a body prescribed by the Secretary of State for the purposes of receiving such information. A list of the prescribed bodies is available on the government's website, along with a useful Guide on the Act.
- 5.3. The Group's Whistle Blowing Policy has been introduced in line with the Act. For further information regarding the Act contact the Group Secretary.

## **6. HOW SHOULD AN EMPLOYEE RAISE A CONCERN?**

- 6.1. As soon as an employee becomes reasonably concerned he should firstly raise the issue with his Line Manager (unless the manager is the potential transgressor, in which case write to the Group Secretary, the Chief Executive or the Chairman). Concerns may be raised verbally or in writing. Employees who wish to make a written report should use the following format:
  - a) the background and history of the concern (giving relevant dates); and
  - b) the reason why they are particularly concerned about the situation.

## **7. HOW WILL THE GROUP RESPOND?**

- 7.1. If the concern is raised verbally, the person receiving the information should put it in writing as soon as practicable to ensure that it properly reflects the concerns that have been raised. The employee must also indicate if the concern is to be treated in confidence. The limit of that confidence will be checked out by the person receiving the information. The relevant person will also ensure that the Group Secretary receives adequate details of the employee's concerns for the purpose of corporate recording and monitoring purposes.
- 7.2. Once an employee has told the Group of his concern, we will look into it to assess initially what action should be taken. This may involve an internal inquiry or a more formal investigation. The Group will tell the employee making the allegation the name of the individual who may be handling the matter, how to contact that person and whether the employee's further assistance may be needed. If requested, the Group will write summarising the concern and setting out how the Group proposes to handle it.
- 7.3. When the concern is raised the Group may ask the employee making the allegation for their view on how they believe the concern might best be resolved. If the individual has a personal interest in the matter, the Group requests that this is highlighted when the concern is first raised. Should the concern fall within another policy of the Group (for example, the Disciplinary Rules and Grievance Procedures), the Group will highlight this.
- 7.4. While the purpose of this Policy is to enable the Group to investigate possible malpractice and take appropriate steps to deal with it, the Group will give as much feedback as possible to the employee raising the concern. If requested, the Group will confirm its response in writing. The Group may not be able to provide the precise action taken where this would infringe a duty of confidence owed by the Group to another individual.
- 7.5. Concerns or allegations which fall within the scope of specific procedures will normally be referred for consideration under that relevant procedure. 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.
- 7.6. Where appropriate, the matters raised may:

- a) be investigated by management, executive directors or non-executive directors or through the disciplinary process;
  - b) be referred to the police;
  - c) be referred to the external auditor; or
  - d) form the subject of an independent inquiry.
- 7.7. Usually, within four weeks of a concern being raised, the person looking into the concern will write to the employee raising the concern:
- a) acknowledging that the concern has been received;
  - b) indicating how the Group propose to deal with the matter;
  - c) giving an estimate of how long it will take to provide a full response;
  - d) saying whether any initial enquiries have been made;
  - e) supplying information on available support; and
  - f) saying whether further investigations will take place and if not, why not.
- 7.8. Subject to any legal constraints, the relevant employee will normally be informed of the final outcome of any investigation.

## **8. WHAT SAFEGUARDS ARE THERE FOR THE EMPLOYEE?**

- 8.1. The Group will not tolerate any harassment or victimisation (including informal pressures) and will take appropriate action to protect those who raise a concern in good faith.
- 8.2. Any investigation into allegations of potential malpractice will not influence or be influenced by any disciplinary or redundancy procedures already taking place concerning the employee.
- 8.3. No action will be taken against anyone who makes an allegation in good faith, reasonably believing it to be true, even if the obligation is not subsequently confirmed by the investigation.
- 8.4. Every effort will be made to ensure confidentiality as far as this is reasonably practical.
- 8.5. Help will be provided in order to minimise any difficulties which the employee raising the concern may experience. This may include advice on giving evidence if needed. Meetings may, if necessary be arranged off-site and the employee is permitted to be accompanied by a colleague or trade union representative if required.

## **9. HOW CAN A CONCERN BE TAKEN FURTHER?**

- 9.1. If there are uncertainties on whether to use this Policy or should a concerned employee require independent advice at any stage, he may contact
- a) Any of the bodies prescribed by the Secretary of State;
  - b) the independent charity Public Concern at Work on 020 7404 6609. Their lawyers can give free confidential advice at any stage about how to raise a concern about serious malpractice at work;
  - c) if applicable, an employee's lawyer.
- 9.2. This Policy is intended to provide an avenue within the Group to raise concerns. If an employee takes the matter outside the Group, he should ensure that no disclosure of

confidential information takes place and should check with the Group Secretary or Chairman, if unsure, as the Act does not provide blanket protection and could leave employees vulnerable to disciplinary or other action, if they disclose confidential information in circumstances not covered by the Act.

- 9.3. An employee who is not satisfied with the action taken by the Group and wishes to question the matter further, may consider the following possible contact points:
- a) the Chairman;
  - b) the external Auditor;
  - c) the Citizens Advice Bureau;
  - d) their law firm;
  - e) relevant professional bodies or regulatory organisations;
  - f) the Local Government Ombudsman;
  - g) the Information Commissioner;
  - h) a relevant voluntary organisation;
  - i) the Police; or
  - j) the Health and Safety Executive.

## **10. CORPORATE RECORDING & MONITORING**

- 10.1. Departments will ensure they have sufficient internal arrangements to address the requirements of the Code and the Chief Executive Officer shall ensure that managers are sufficiently trained and developed to implement this Policy.
- 10.2. The Group Secretary will maintain a Corporate Register containing all concerns that are brought to the Company's attention. All departmental managers and officers allocated to look into the concern must ensure the Group Secretary is provided with sufficient details of the concern for the Corporate Register.
- 10.3. The Group Secretary will review the Corporate Register and produce an annual report for the Chief Executive, the Chairman and members of the Audit Committee. The report will not mention any employees, only the concerns raised, the number of such concerns, from which department they related to, the post against which the concerns were related to (if not confidential) and highlighting any lessons learnt to ensure:
- a) that the Group and the relevant departments do not repeat any wrong-doing; and
  - b) a consistency of treatment across all departments.
- 10.4. For the avoidance of doubt, the Corporate Register, along with any annual reports referred to above, will be available for inspection by the auditors, after removing any items that have been requested by the employees to remain confidential.
- 10.5. This Policy will be reviewed at least once a year by the Audit Committee to ensure it is operating effectively and the Audit Committee will recommend any changes it considers necessary to the Board for approval.

By Order of the Board

February 2010