



EDRINGTON



Speaking Up Policy



Edrington Codes



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POLICY

Edrington expects and requires the highest standards of behaviour in all of our activities and relationships, both internally and externally. Our expectations go beyond compliance with the law and encompass fair and ethical behaviour in all of our business dealings.

Edrington considers a deviation from these standards to be malpractice, a very serious matter which we are committed to addressing, regardless of where, or at what level, in the company it may occur.

It is in all of our interests to ensure that malpractice does not occur. It is therefore of fundamental importance that we have a process whereby valid concerns can be raised and managed in a fair, secure and confidential environment.

The Edrington Board believes that the application of this Speaking Up Policy ("SUP") provides that environment, whether a disclosure is made through our internal process or using our external service, FairCall.

Where an individual has a genuine concern that an act of malpractice has been committed, is being committed, or is likely to be committed, they should raise that concern at the earliest possible opportunity.

We undertake to investigate all malpractice concerns raised and will do so in a confidential, sensitive and just manner.

The Public Interest Disclosure Act 1998 ("PIDA") provides statutory protection for individuals who raise a valid concern of malpractice in good faith and reasonable belief. The PIDA covers incidents inside and outside the UK and is therefore applicable to all Edrington operations regardless of location.

PIDA provides protection from suffering detriment as a result of making a disclosure, and renders confidentiality clauses unenforceable between employers and an employee who has made a disclosure.

For the avoidance of doubt, anyone making a disclosure under SUP is protected by PIDA.

Individuals have the option of remaining anonymous. Otherwise, the identity of the individual raising the concern will be protected and, wherever possible, made known only to those personnel directly involved in any investigation where this would not cause any detriment to the process.

We will not tolerate, in any circumstances, the harassment, victimisation or any other form of disadvantage directed against an individual who has raised a genuine

concern under this policy. This includes any behaviour intended to deter an individual from raising a genuine concern. Any such action will be subject to disciplinary proceedings and could result in dismissal (or the termination of the relationship with anyone who is not subject to our disciplinary procedure).

Employees can report their concerns 24 hours a day, 7 days a week and 365 days of the year regardless of where they are in the world.

May 2019





SCOPE AND REACH

Where an individual has a concern relating to their own personal circumstances, for example, where they feel that they have been the victim of workplace bullying, this should be addressed through the company's Grievance Policy. Where the concern relates to the interests of others, such as witnessing another employee being bullied, or the interests of the company, it should be addressed through this policy.

Our SUP is all encompassing and applies to every employee, whether permanent or temporary, and all companies owned by Edrington, or over which Edrington has a controlling interest, regardless of location. It also applies to secondees, external consultants, contractors, agents, intermediaries and agency personnel whilst conducting Edrington business under contract at any of those locations.

SEEKING ADVICE

Employees can seek independent advice at any stage by contacting the UK charity Public Concern at Work ("**PCAW**") on +44(0)20 7404 6609 or at whistle@pcaw.org.uk. Equivalent services may be available out with the UK.

PCAW can provide free and confidential advice at any stage, from how to raise a concern through to the investigative proceedings.

It would not normally be appropriate to disclose confidential information regarding a concern to any third party, unless this policy has first been followed.

Failure to adhere to this requirement regarding confidential information could render any disclosure to a third party a breach of confidentiality obligations contained within an the individual's employment contract (or equivalent) and render the statutory protection offered by The Public Interest Disclosure Act 1998 unavailable.

RAISING A CONCERN

An individual should raise a concern when, in good faith and with reasonable belief, they suspect that a malpractice has been committed, is being committed, or is likely to be committed. Examples of malpractice are set out in the Appendix.

Once satisfied that the concern should be raised under the SUP, due care should be taken to ensure the accuracy of the concern without putting the individual, or any subsequent investigation, in jeopardy.

a) FIRST STEPS

It will always be preferable for concerns to be raised internally in-line with organisation hierarchy:

- 1) In the first instance, the concern should be raised with the individual's immediate manager. This can be done verbally or in writing.
- 2) If, for whatever reason, the individual does not consider it appropriate to raise the concern in this manner, or if they feel that their concern has not been addressed, they should contact their Head of Department / Director. Again, this can be done verbally or in writing.

Individuals may put their name to any disclosures made or request anonymity. However, it is suggested that anonymity may hinder the ability to successfully progress and/or conclude any investigation and therefore satisfactorily address the concern.

b) FAIRCALL

At Edrington we appreciate that there may be circumstances in which an employee may not feel comfortable raising their concerns internally. In order to ensure that this does not impede our culture of openness, we have contracted with an external company to provide 'FairCall'.

Where an individual, again in good faith and with reasonable belief, suspects an issue relating to malpractice but they are not comfortable raising the matter internally, they can raise this concern through FairCall. This can be done 24 hours a day, 7 days a week, 365 days a year by phone, by email, online, by fax or by post. In addition, concerns can be raised in English or any of the main languages spoken across Edrington.

TOLL FREE TELEPHONE NUMBERS

specific to territory:

China	400 120 6249	Russia	810 800 2371 5011
Cyprus	800 966 40	Singapore	800 120 6646
Denmark	808 20182	South Africa	0800 980 941
Dominican Republic	1888 7519 133	South Korea	00798 4434 1369
Finland	0800 112 422	Spain	8000 98603
Hong Kong	800 968 035	Sweden	0200 899 925
Indonesia	00180 3011 3290	Taiwan	0080 1136 571
Malaysia	1800 812 341	UAE	8000 444 7652
Mexico	001 855 297 8092	UK	08000 564 643
Netherlands	08000 227 956	USA	1844 677 4154
Norway	800 12783	Vietnam (VNPT)	1203 2627

ONLINE:

web portal form available through the FairCall website at www.thornhill.co.za/kpmgfaircallreport



EMAIL:

edringtonfaircall@kpmg.co.za

FAX:

In South Africa **0800 200 796**
Outside South Africa **+2712 543 1547**

POSTAL ADDRESS:

KPMG FairCall
P.O Box 14671
Sinoville
Pretoria
South Africa

Employees have the option of remaining anonymous, so far as the company is concerned, but still be able to provide contact details to FairCall in order to receive updates from them. Each case will be allocated its own unique reference number.

The FairCall staff will not give their name, but will be professional and measured, as this calm approach allows them to gather all necessary information.

FairCall will pass a report on the information given to the Group HR Director and the Group General Counsel within 24 hours of receipt so that an investigation can take place.

Where a concern has not been raised anonymously, the identity of the individual who raised the concern will be kept confidential unless this would hinder or frustrate the investigation. All reasonable steps will be taken to ensure the individual suffers no disadvantage as a result of raising the concern.

Where the individual who raised the concern is interviewed during the course of the investigation, they may be accompanied by a colleague of their choice who can be conferred with during the course of the interview but who may not answer on behalf of the individual.

Appropriate feedback will be given to the individual on the progress and conclusion of the investigation including, where possible, what, if any, action has been taken.

Due care should be taken to ensure the accuracy of any concern raised. If an individual raises a concern in good faith and with reasonable belief, but the investigation does not subsequently confirm the concern, no action will be taken against the individual.

If, however, an individual raises a concern which is found to be deliberately false or malicious, disciplinary action will be taken against that individual. Edrington views such behaviour very seriously and any disciplinary action may result in dismissal.

INVESTIGATING A CONCERN

The company is committed to thoroughly and fairly investigating all concerns raised, even if they are raised anonymously. Individuals are encouraged to provide as much detailed information as possible as this will help any investigation. This will include the names and position of those involved together with details of the malpractice, how it came to light and any other evidence.

Receipt of the concern will be confirmed to the person who raised it, where it has not been raised anonymously, as soon as possible and typically within 5 working days.

The Group HR Director and/or Group General Counsel will, in the first instance, consider the concern raised and determine the appropriate initial approach to be taken.

The concern will be investigated in conjunction with the appropriate departments relevant to the subject matter of the concern. The number of parties involved in the investigation will be limited as far as is practicably possible.

APPENDIX

EXAMPLES OF MALPRACTICE

Examples of malpractice would include, but are not limited to:

- bribery, other corrupt activity or unethical behaviour in whatever form
- fraud
- irregularities involving accounting or financial procedures
- the commission of any criminal offence
- conduct which is or may be in conflict with Edrington's interest such as involvement with a business competitor
- dishonesty, unacceptable conduct, or other irregularities in dealing with customers and suppliers
- conduct which endangers the health & safety of employees or others working for Edrington, or those in the vicinity of an Edrington location
- conduct which endangers the environment
- breach of the company's core values
- breach of the company's Alcohol and Drug policies
- breach of the company's Corporate Social Responsibility policy
- breach of the company's Marketing Code
- improper use of company assets, intellectual property or confidential company information
- failure to comply with a legal obligation
- an attempt to coerce another to act in an inappropriate or non-compliant manner, and
- an attempt to conceal any of the above.

It is not possible to provide an exhaustive list of scenarios of malpractice, and there may be other instances that give rise to concerns. Individuals are encouraged to speak up if there are any concerns at all.

THE SPEAKING UP POLICY CAN BE FOUND ON THE EDRINGTON INTRANET UNDER "EDRINGTON CODES", IN THE EDRINGTON ACADEMY UNDER "CODE OF CONDUCT: OUR VALUES IN BUSINESS" AND ON THE EDRINGTON WEBSITE AT WWW.EDRINGTON.COM.

PLEASE USE THE SEARCH FUNCTION PROVIDED FOR ASSISTANCE AS REQUIRED.



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