

## **GROUP WHISTLE-BLOWING STATEMENT**

John Menzies plc is committed to the highest standards of openness, probity and accountability. It seeks to conduct its affairs in a responsible manner taking into account the requirements of the law and the standards required from a socially responsible employer. Where an individual discovers information which shows malpractice within the organisation, then this information should be disclosed without fear of reprisal.

### **Principles and Procedure**

The Public Interest Disclosure Act 1998, as inserted into the Employments Rights Act 1996, gives legal protection to employees against being dismissed or penalised in any way by their employers as a result of publicly disclosing certain serious concerns.

It is a fundamental term of every contract of employment that an employee will faithfully serve his or her employer and not disclose confidential information about the employer's affairs. However, as John Menzies plc aims to conduct its affairs in a socially responsible and lawful manner, workers are openly encouraged to report any instances of malpractice, dishonesty, or unsafe or unhealthy working practices which are incompatible with that aim.

Individuals who report instances of malpractice in good faith will be protected against dismissal or any form of victimisation. However, those who make disclosures in bad faith, i.e. maliciously or mischievously, will be subject to the company's disciplinary procedure.

It is in the interests of John Menzies plc that workers raise concerns internally rather than disclose them to the press or other external body. The purpose of this procedure is to promote greater openness between John Menzies plc and its workers, and in particular to assist individuals who believe they have discovered malpractice or dishonesty in the conduct or management of the company, including those serious concerns covered by the Public Interest Disclosure Act.

### **Procedure**

This procedure is designed to allow any worker to raise concerns or disclose information, which the individual believes shows malpractice.

### **Definition of disclosures**

This procedure covers serious concerns relating to:

- Criminal activity
- Failure to comply with a legal obligation
- Miscarriage of justice
- Danger to health and safety
- Damage to the environment
- Financial malpractice or impropriety or fraud
- Improper conduct or unethical behaviour
- Conduct likely to prejudice the standing of John Menzies plc
- Attempts to conceal any of the above

It does not matter whether the malpractice in question was in the past, is in the present or will be in the future. Equally, it is not necessary to show that malpractice has been committed, is being committed or is likely to be committed, but merely that the individual has, or had, a reasonable belief that this was, or was likely to be the case.

The procedure does not cover the following, for which separate procedures exist:

- Grievances or disputes affecting terms and conditions of employment or working conditions (refer to Grievance Procedures)
- Complaints involving an allegation of misconduct by a member of staff (refer to Disciplinary Procedures)
- Complaints relating to a breach of the principle of equal opportunity (refer to the Equal Opportunities Policy)
- Complaints involving an allegation of harassment or bullying (refer to the Harassment and Bullying Policy)

### **Scope**

This policy and procedure applies to all workers who have some form of contractual relationship with John Menzies plc.

### **Protection**

This procedure is designed to offer protection to those workers who disclose such concerns provided the disclosure is made:

- in good faith
- in the reasonable belief that it tends to show malpractice, and
- to an appropriate person as defined below

If an individual makes an allegation in good faith, which is not confirmed by subsequent investigation, that individual will still be protected from any form of victimisation. If, however, an individual makes malicious, slanderous or vexatious allegations, disciplinary action may be taken against the individual concerned.

A disclosure will not qualify for protection if the person making the disclosure commits a criminal offence by making it.

### **Confidentiality**

John Menzies plc will treat all such 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.

Individuals are encouraged to put their name to any disclosures they make. Concerns expressed anonymously will only be considered if the company decides to do so because of:

- the seriousness of the issues raised;
- the credibility of the concern; and
- the likelihood of confirming the allegation from attributable sources

All anonymous allegations should be passed to the Company Secretary for consideration, in consultation with others as appropriate.

### **Trade Unions**

This procedure is not intended to preclude matters of concern being raised by any recognized trade union through the agreed joint consultation procedures.

### **Disclosure Process**

#### **General principles**

This procedure sets out the process to be used to raise issues of concern falling within the scope of this policy. However, it is recognised that in some circumstances it may be inappropriate to go through the various stages either because of the nature of the employment relationship, e.g. the complaint relates to the worker's immediate superior, or where the complainant believes that the matter is of sufficient gravity or urgency. In these circumstances of serious concern, and where this can be readily demonstrated, a worker may start the process at Stage 2 or above.

A worker making a complaint will be allowed reasonable time to seek advice for any meeting which forms part of the process and to be accompanied by a work colleague employed by John Menzies plc or trade union representative of his/her choice.

#### **Advice**

If you wish to take advice before raising a concern, you may contact the independent charity, Public Concerns at Work on 0141 883 6761. They provide free, confidential legal advice on whistle-blowing matters. You should not disclose any confidential information regarding the company and they will not expect you to do so.

#### **External Contact**

If you have disclosed your concern internally at Stage 3 and are concerned either by the lack of response, or if you feel unable to talk to anyone internally for whatever reason, you can contact a body prescribed for the purposes under Public Interest Disclosure Act. A list of such bodies, the matters for which they have been prescribed, and the relevant test can be found at [www.pcaw.co.uk](http://www.pcaw.co.uk) or from Public Concern at Work as above.

#### **Stage 1**

In the case of a cause for complaint falling within the scope of this policy, the worker should, wherever possible and appropriate, seek to resolve it informally with the appropriate person(s) responsible for the matter, which is the subject of complaint.

#### **Stage 2**

Where the matter has not been resolved at Stage 1, a worker may raise the complaint formally with his/her immediate manager in writing. If the concern involves the immediate manager in question, or for any reason he/she prefers them not to be told, he/she may raise the matter directly with a senior member of management. The senior manager will determine whether the immediate manager should be consulted or informed of the complaint. The complaint will then be investigated fully. If the complaint is not resolved within 15 working days to satisfaction of the complainant, the matter may be referred to Stage 3.

#### **Stage 3**

Where the matter has not been resolved at Stage 2, a worker may raise the complaint formally with the Company Secretary.

## **Procedures for investigating complaints**

An investigation to establish all relevant facts will be conducted as sensitively and speedily as possible. Investigations will not be carried out by any person who has had previous involvement in the matter concerned or who will have to reach a decision on the matter. In some instances it might be necessary to refer the matter to an external authority for further investigation, such as the Police. The person or persons against whom a complaint is made will be informed of it, including the evidence supporting it, and will be allowed to comment before any further action, is concluded. Where there is sufficient evidence following the preliminary investigation to form a genuine belief that misconduct may have been committed, then the individual will be suspended on full pay pending further enquiries.

## **Findings**

The findings of any investigation carried out will be communicated to:

- (a) the person raising the malpractice concern;
- (b) the individual(s) under investigation; and, if appropriate
- (c) those members of John Menzies plc management or external authorities) who need to consider whether action should be taken on the basis of the findings.

**Signed**

A handwritten signature in black ink, appearing to read 'Patrick J Macdonald', enclosed within a hand-drawn oval.

**Patrick J Macdonald**  
**Chief Executive Officer**  
**August 2004**