

Whistleblowing policy and procedure

Brightbay is committed to a culture of openness and believes that an important aspect of accountability and transparency is a mechanism to enable employees to raise concerns in a responsible and effective manner. Brightbay takes any misconduct or malpractice extremely seriously and encourages all those working on its behalf to disclose any information in good faith.

Whistleblowing contact: Grace Goudar (Brightbay Group Company Secretary)

For Independent Advice, employees may contact the charity "Protect" on 0203 117 2520 (*option 1) or email whistle@protect-advice.org.uk

WHISTLEBLOWING POLICY

This policy may be used by all employees of Brightbay Real Estate Partners Limited

The term "employee" includes all Directors, subsidiaries, associated companies, agents, customers, suppliers, contractors or sub-contractors directly engaged by the Company, or on its behalf, and employees thereof.

Introduction

Brightbay Real Estate Partners Limited ("Brightbay" or the "Company") is committed to a culture of openness and believes that an important aspect of accountability and transparency is a mechanism to enable employees to raise concerns in a responsible and effective manner.

Brightbay takes any misconduct or malpractice extremely seriously and encourages all those working on its behalf to disclose any information in good faith.

The UK Public Interest Disclosure Act 1998, gives legal protection to any worker dismissed or penalised as a result of publicly disclosing certain serious concerns, as long as they are reported in good faith. However, it should be noted that, any false or malicious allegations will result in disciplinary actions against the complainant.

Whistleblowing Policy Procedure

Matters to be disclosed

Information should be disclosed which, in the reasonable belief of the employee making the disclosure, tends to show one or more of the following actions has occurred, is occurring or is likely to occur:

- a criminal offence, such as fraud, financial irregularity, corruption, bribery or blackmail
- a failure to comply with a legal obligation to which an individual is subject
- a miscarriage of justice
- action which endangers the health and safety of employees or the public
- damage to the environment
- abuse of Company property
- deliberately concealment of the above

It may not always be clear whether a particular action falls within one of these categories. However, Brightbay would prefer that any concerns be reported and so long as the report is made in good faith and even if it is not confirmed by an investigation, the concern will be valued and appreciated and no disciplinary action will be taken. However, if a false report is made, maliciously or for personal gain, then the individual may face disciplinary action.

When to use the Whistleblowing Policy Procedure

- When there is evidence of any of the illegal or unethical behaviour listed above
- If the concern is reported in good faith
- If the allegations are not malicious or unfounded or made for personal gain

Whistleblowing policy and procedure continued

WHISTLEBLOWING POLICY CONTINUED

Whistleblowing Policy Procedure continued

Reporting a concern

- **Internally:** In the first instance a report can be made orally or in writing to your line manager
- **Internally via the website:** If an individual has been unable to receive a response from their immediate manager through normal lines of reporting, or if the individual does not feel comfortable making a report directly to management, please contact Grace Goudar, the Company Secretary of Brightbay ggoudar@bbrep.com
- **Externally:** Brightbay recognises that there may be circumstances (for example, where the wrongdoing is extremely serious) where it may be appropriate to report the concerns to an outside body, such as the police, the Financial Conduct Authority, the Audit Commission for England and Wales, the Serious Fraud Office (SFO Confidential) etc. The Citizens Advice Bureaux, Legal Counsel or the independent charity Protect will be able to advise on such an option and the circumstances in which an outside body can safely be contacted

Anonymity

It is not necessary to leave a name or contact details, although it is preferred:

- The allegation will be regarded with more credibility
- Receipt of the information will be acknowledged and the complainant will be kept informed of the progress and outcome of the investigation, as appropriate
- A signed statement would be beneficial to the investigation

All disclosures, whether anonymous or not, will be treated in a confidential and sensitive manner.

Independent advice

If independent advice is required at any stage, please contact the independent charity Protect on 0203 117 2520 or obtain legal advice.

Investigation

Once a concern has been received Brightbay will acknowledge receipt within 5 working days, if contact details have been given. The complainant will be interviewed, if agreed, and may be accompanied by a colleague during the meeting. The name of the complainant will only be revealed if their written consent has been obtained, or if legally required.

The individual being investigated will be made aware of the allegation and be informed of their rights.

The Police, Health and Safety Executive or the Audit Commission, for example, may be called upon for their assistance.

The timescale of the investigation will depend on the nature of the complaint.

Conclusion

After a full investigation a decision regarding the validity of the complaint and the Company Secretary's conclusion will be reported to the Board who will consider the appropriate action.

If the complainant is not satisfied that their concern has been properly dealt with by the Company Secretary, or if the investigation finds the allegations unsubstantiated and all internal procedures have been exhausted, the complainant may proceed with an external disclosure to the Inland Revenue, HSE, the Police or Audit commission directly.

While Brightbay cannot guarantee that it will respond to your report in the way that you might wish, the Company will try to handle the matter fairly and properly. By using this procedure, you will help to achieve this.

Protection against Disciplinary Action

No matter what the outcome of the investigation, as long as the concern was raised in good faith, no disciplinary action will be taken against the complainant.

However, should it be found that the information was raised in a malicious or vexatious manner, disciplinary action will be pursued.

Monitoring our whistleblowing policy and procedure

Redefine International will ensure that the use and effectiveness of the Whistleblowing Policy will be monitored and evaluated on a regular basis.