

**Cape Management System  
Whistle-Blowing  
Policy  
CMS GPO 11**





## Introduction

### Cape core values

- Acting ethically and with integrity is fundamental to the way in which we want to do business at Cape. Operating within a culture of openness and honesty, and behaving with respect for others, means that issues are addressed early and that we can trust each other to work in the best long-term interests of the Cape Group.
- You should read this Policy in conjunction with the Cape Group Business Integrity & Ethics Code.

### Policy aims

- The aims of this policy are to:
  - encourage Cape Group employees and other related parties (a “**Whistle-blower**”) to report suspected wrong-doing as soon as possible;
  - to reassure Whistle-blowers that their concerns will be taken seriously and investigated, and that their confidentiality will be respected;
  - provide Whistle-blowers with guidance as to how to raise their concerns; and to,
  - re-assure Whistle-blowers that they can raise genuine concerns without fear of reprisals, even if they turn out to be mistaken.

### Warning

- This Whistle-blowing Policy sets out a whistle-blowing process for all Cape Group employees and certain third parties (see below). It is vital that all Cape employees and such third parties read, understand and act upon this Policy.

<b>THIS POLICY APPLIES TO YOU</b>	This Policy covers all Cape Group employees, directors, officers, consultants, contractors, agents, representatives, business partners, sponsors, interns, casual workers, seconded workers and agency workers.
<b>STATUS OF POLICY</b>	This Policy forms part of your contract of employment / terms of engagement and is effective from date of issue. We are entitled to amend this Policy at any time without prior notice.
<b>BREACH OF POLICY</b>	Breach of this Policy could result in disciplinary proceedings and, potentially, dismissal and/or prosecution.



## What Is Whistle-Blowing?

### Whistle-blowing

- Whistle-blowing is the disclosure to Cape Group of information which relates to suspected dangers at work or wrongdoing. These may include:
  - breach of the Cape Group's Business Integrity & Ethics Code and/or any other internal Group policy;
  - dangers to the health and safety of Cape Group employees and others;
    - bribery and/or corruption under the Cape Group Anti-bribery and Corruption Policy;
    - financial fraud or mismanagement;
    - undisclosed conflicts of interest;
    - criminal activity;
    - failure to comply with any legal or professional obligation and/or regulatory requirements and/or negligent practices;
    - miscarriages of justice;
    - damage to the environment;
    - conduct likely to damage Cape Group's reputation;
    - unauthorised disclosure of confidential information; and/or,
    - the deliberate concealment of any of the above matters.

### The whistle-blower

- A **Whistle-blower** is a person who raises a genuine concern about dangers at work or any wrongdoing (as set out above). If you have any genuine concerns related to suspected actual or potential wrongdoing or danger affecting any of our activities (a "**Whistle-blowing Issue**") you should report it under this policy.

### Whistle-blowing Issues

- This policy should not be used for complaints about your own personal circumstances, such as the way you have been treated at work. In those cases you should use the Cape Group grievance procedure and/or anti-harassment and bullying policies. If you are uncertain whether something is within the scope of this policy you should seek advice from your Divisional Compliance Officer or the Group Compliance Manager (see contact details at the end of this policy).

## How To Whistle-Blow

### Talking to your line manager

- In many cases you will be able to raise any concerns with your line manager. You may tell them in person or put the matter in writing if you prefer. They may be able to agree a way of resolving your concern quickly and effectively. In some cases they may refer the matter to the Group Compliance Manager.



### Serious issues

- Where the matter is more serious, or you feel that your line manager has not addressed, or would not address, your concern, or you prefer not to raise it with them for any reason, you should contact one of the following:
  - your Divisional Compliance Officer (see contact details at the end of this policy);
  - the Cape Group Whistle-blowing hotline; or,
  - the Cape Group Compliance Manager

### Confidentiality

- We hope that all Whistle-blowers will raise Whistleblowing Issues openly under this policy, but, if you prefer to raise your concern confidentially, we will make every effort to keep your identity secret. If it is necessary for anyone investigating your concern to know your identity, we will discuss this with you.

## The Investigation Process

### Initial contact

- Once you have raised a Whistle-blowing Concern you will be contacted to discuss the issue. You may provide further details by telephone, email or in a face to face meeting. You may be accompanied to any face to face meeting by a colleague or union representative, but they must respect the confidentiality of your disclosure and any subsequent investigation.

### Initial assessment

- We carry out an initial assessment of all Whistle-blower Issues to determine the scope of any investigation. We will inform you of the outcome of our assessment. You may be required to attend additional meetings in order to provide further information. In some cases we may appoint an investigator or investigation team including staff with relevant experience of investigations or specialist knowledge of the subject matter. The investigator(s) may make recommendations for change to enable us to minimise the risk of future wrongdoing.

### Keeping you updated

- We will aim to keep you informed of the progress and likely timescale of the investigation and of its outcome. However, sometimes the need for confidentiality may prevent us giving you specific details of the investigation or any disciplinary action taken as a result. You should treat any information about the investigation as confidential.

### False allegations

- If we conclude that a Whistle-blower has made false allegations maliciously or with a view to personal gain, the Whistle-blower may be subject to disciplinary and/or legal action.

### Escalating your concern

- If you are not happy with the way in which your concern has been handled, you can raise it with one of the other key Whistle-Blower contacts (see contact details at the end of this policy). Alternatively you may contact the chairman of the Audit Committee (see contact details at the end of this policy). There may be certain extreme situations where it may be appropriate for you to report your concerns to an external body such as a regulator. We strongly encourage you to seek advice before reporting a concern to anyone external.



## Our Commitment To Whistle-Blowers

- We understand that potential Whistle-blowers are sometimes worried about possible repercussions. We will support any Cape Group employee who raises genuine concerns under this policy, even if they turn out to be mistaken. Whistle-blowers must not suffer any detrimental treatment (for example, dismissal, disciplinary action, threats or other unfavourable treatment) as a result of raising a concern. Any Cape Group employee involved in retaliation towards a Whistle-blower will be subject to disciplinary action.

## Related Group Policies and other documents

CMS GC 01 Group Business Integrity & Ethics Code  
CMS GPO 14 Anti-bribery and Corruption Policy  
CMS GPO 20 Conflict of Interests Policy  
CMS GPO 21 Gifts and Entertainment Policy

## Contact Details

Contact	Email
<b>Divisional Compliance Officers:</b> AsiaPac (incl. Australia) MENA Specialist Services UK, Europe & CIS Group	<a href="mailto:asiapac.compliance@capeplc.com">asiapac.compliance@capeplc.com</a> <a href="mailto:mena.compliance@capeplc.com">mena.compliance@capeplc.com</a> <a href="mailto:css.compliance@capeplc.com">css.compliance@capeplc.com</a> <a href="mailto:uk.compliance@capeplc.com">uk.compliance@capeplc.com</a> <a href="mailto:group.compliance@capeplc.com">group.compliance@capeplc.com</a>
<b>Group General Counsel</b>	<a href="mailto:cosec@capeplc.com">cosec@capeplc.com</a>
<b>Group Compliance Manager</b>	<a href="mailto:group.compliance@capeplc.com">group.compliance@capeplc.com</a>
<b>Whistle-blowing Hotline</b>	<a href="http://www.speak-up.info/cape">www.speak-up.info/cape</a> (access code 22731)

## Communication of Policy

- This policy shall be made available to all Cape employees and Sub-contractors via the Cape Intranet site.

## Responsibility for this Policy

- The Audit Committee of Cape Plc. has overall responsibility for this Policy and for reviewing the effectiveness of actions taken in response to concerns raised under this Policy. The Cape Group General Counsel is responsible for the implementation and day-to-day operation of this Policy. Management at all levels are responsible for ensuring those reporting to them understand and comply with this Policy and are given adequate and regular training on it.

**Richard Allan - Group General Counsel**  
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