

Dalata Hotel Group Plc

Confidential Protected Disclosure Policy & Procedure – Republic of Ireland

Purpose

Dalata Hotel Group Plc is committed to the highest standards of openness, probity and accountability and conducting our business with honesty and integrity. An important aspect of accountability and transparency is to put in place an effective mechanism to enable workers to voice concerns in a responsible and effective manner.

It is a fundamental term of every contract of employment that an employee will not disclose confidential information about the employer's affairs. Nevertheless, where an individual discovers information which they believe shows serious malpractice or "Relevant Wrongdoings" (as defined in the Protected Disclosures Act 2014 and detailed below) within the organisation, this information should be disclosed internally without fear of reprisal. This Confidential Protected Disclosure Policy & Procedure has been put in place to enable staff to raise such concerns confidentially and to ensure that there are arrangements to enable this to be done independently of line management (although in relatively minor instances the line manager would be the appropriate person to be told).

The aims of this Procedure are to:

1. Encourage workers to report suspected wrongdoing as soon as possible, in the knowledge that their concerns will be taken seriously and investigated as appropriate, and that their confidentiality will be respected;
2. Provide workers with guidance as to how to raise those concerns; and
3. Reassure workers that they should be able to raise genuine concerns without fear of reprisals, even if they turn out to be genuinely mistaken.

Scope

This procedure covers all "workers" as defined by the Protected Disclosures Act 2014, which includes permanent and fixed-term employees, consultants, contractors, volunteers/interns, trainees, work experience students, interns, part - time, full - time, casual workers and temporary agency workers. Workers are not required to work for the Dalata Hotel Group Plc for a minimum amount of time before they can use this policy.

It should be emphasised that this Policy is intended to assist individuals who believe they have discovered malpractice or Relevant Wrongdoing(s). It is not designed to question financial or business decisions taken by the organisation nor should it be used to reconsider any matters, which have already been appropriately addressed under bullying/harassment, grievance, disciplinary or other applicable procedures. With the whistle blowing procedures in place, it is reasonable to expect workers to use them in the first instance, rather than raising their complaints outside the organisation.

What is whistle-blowing?

Whistleblowing, which is also referred to as the making of a "Protected Disclosure" is the disclosure of relevant information if, in the reasonable belief of the worker:

- it tends to show one or more Relevant Wrongdoings is occurring, has occurred or is likely to occur; and
- the information came to the attention of the worker in connection with his or her employment or engagement by the organisation.

This Policy is designed to enable employees to raise concerns internally and at a high level. This policy is intended to cover disclosures, which are in the public interest and may, at least initially, be investigated separately but might then lead to the invocation of other procedures, e.g. disciplinary.

Relevant Wrongdoing is defined (in accordance with the Protected Disclosures Act 2014) as one or more of the following:

- That an offence has been, is being or likely to be committed
- That a person has failed, is failing or is likely to fail to comply with any legal obligation, other than one arising under the worker's contract of employment or other contract whereby the worker undertakes to do or perform personally any work or service
- That a miscarriage of justice has occurred, is occurring or is likely to occur
- That the health or safety of any individual has been, is being or is likely to be endangered
- That the environment has been, is being or is likely to be damaged
- That an unlawful or otherwise improper use of funds or resources of a public body, or other public money, has occurred, is occurring or is likely to occur
- That an act or omission is oppressive, discriminatory or grossly negligent or constitutes gross mismanagement
- That information tending to show any matter falling within any of the preceding sub-paragraphs has been, is being or is likely to be concealed or destroyed

A whistle-blower is a person who reasonably believes that the information that they disclosed and any allegation contained within it are substantially true. The worker makes the disclosure in good faith and does not make the disclosure for the purposes of personal gain. If any worker has genuine concerns related to suspected wrongdoing as set out above, he/she should report it under this Policy.

This Policy should not be used for complaints relating to the worker's own personal circumstances, such as the way they have been treated at work. In those cases the worker should use the Grievance Procedure.

Employee safeguards

Protection

A whistle-blower should promptly make a Protected Disclosure if:

- a) They have a reasonable and honest belief that there is a material wrongdoing
- b) They are making the disclosure in good faith.
- c) It is not vexatious or made maliciously
- d) It is not made for personal gain

In deciding whether the disclosure is "reasonable", the investigation will consider all the circumstances. This will include the identity of the person to whom the worker made their disclosure, the seriousness of it, whether the risk or danger remains and whether the worker has complied with approved internal procedures.

For the avoidance of doubt, this Policy is designed to offer protection to those workers who disclose such concerns in good faith.

It is understandable that whistle-blowers are sometimes worried about possible repercussions of making a Protected Disclosure under this policy. Through this Policy the organisation aims to encourage openness and will support staff who raise genuine concerns in good faith under this Policy, even if they turn out to be mistaken. However, in making a Protected Disclosure the individual should exercise due care to ensure the accuracy of the information and that it is disclosed in the manner prescribed in the Procedure set out below.

The organisation will ensure that the worker will not be subject to any penalisation or detrimental treatment by the organisation, such as lay-off, transfer of duties, change of location of work, reduction in wages, change in working hours, harassment, discrimination, demotion, dismissal or some other form of unfair treatment. If the staff member believes he or she has suffered any such treatment, he/she should inform the HR Manager immediately. If the matter is not remedied, he/she should raise it formally under the Grievance Procedure.

Workers may also, under the Protected Disclosures Act 2014, be entitled to legal immunity from any civil or criminal liability arising from making any Protected Disclosure.

Staff must not threaten or retaliate against whistle-blowers in any way. Anyone involved in such conduct will be subject to disciplinary action as detailed further below.

Abuse of the procedure

If an individual makes malicious or vexatious allegations, and particularly if he or she persists with making them, disciplinary action may be taken against that individual up to and including dismissal.

In an extreme case, malicious or wild allegations could give rise to legal action on the part of the persons complained about.

Disciplinary action may also be taken in situations where a member of staff discloses concerns or allegations of relevant wrongdoing publicly in breach of this procedure, unless permitted pursuant to Section 10 of the Protected Disclosures Act 2014.

Confidentiality

The organisation 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 this 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.

Circumstances where it may be necessary to disclose the identity of the individual who makes a Protected Disclosure could include, for example, where:

- The person to whom the Protected Disclosure was made or referred reasonably believes that the person by whom the Protected Disclosure was made does not object to the disclosure of any such information
- The person to whom the Protected Disclosure was made or referred reasonably believes that disclosing any such information is necessary for
 - The effective investigation of the Relevant Wrongdoing concerned;
 - The prevention of serious risk to public health, public safety or the environment; or
 - The prevention of crime or prosecution of a criminal offence.
- The Protected Disclosure is otherwise necessary in the public interest or is required by law

If the situation arises where the organisation is not able to resolve or further investigate a potential Relevant Wrongdoing without revealing the individual whistle-blower's identity, the organisation will discuss this with the individual in advance.

Anonymous allegations

This policy does not encourage anonymous disclosures. Rather, this policy encourages individuals to put their name to any disclosures they make. Proper investigation may be more difficult, or even impossible, if the organisation cannot obtain further information from the whistle-blower. In addition, it is more difficult to establish whether anonymous allegations are credible.

Anonymous disclosures may be considered at the discretion of the organisation. In exercising this discretion, the factors to be taken into account will include:

- The seriousness of the issues raised
- The credibility of the concern
- The likelihood of confirming the allegation from attributable sources
- The volume of the detail provided

A whistle-blower who is concerned about a possible reprisal if his/her identity is revealed should raise this concern with the HR Manager.

Anonymity cannot be maintained if this would have an adverse effect on any serious criminal proceedings.

Procedure for making a Protected Disclosure

In many cases, it will be appropriate for the worker to raise any concerns that may fall under this policy with a member of line management. The individual can make the Protected Disclosure in person or put the matter in

writing. It may be possible to agree a way to resolve the concern quickly and effectively without further investigation.

However, where the matter is more serious, or the individual feels that the manager has not addressed his/her concern(s), or indeed that he/she might be personally or professionally conflicted, or the worker prefers not to raise it with management for any reason, the worker should contact the HR Manager.

On receipt of a Protected Disclosure, the member of staff who receives and takes note of the complaint, must pass this information as soon as is reasonably possible, to the appropriate designated investigating officer as follows:

- Protected Disclosures of malpractice will be investigated by the appropriate General Manager unless the complaint is against the General Manager or is in any way related to the actions of the General Manager. In such cases, the Protected Disclosure should be passed to the Deputy Chief Executive for referral
- In the case of a Protected Disclosure which is any way connected with but not against the General Manager the Deputy Chief Executive will nominate a Senior Manager to act as the alternative investigating officer
- Protected Disclosures against the Deputy Chief Executive or Chief Executive should be passed to the Chairman of the Audit Committee who will nominate an appropriate investigating officer
- The whistle-blower has the right to bypass the line management structure and take their Protected Disclosure direct to the Chairman of the Audit Committee. The Chairman of the Audit Committee has the right to refer the Protected Disclosure back to management if he or she feels that the management, without any conflict of interest, can more appropriately investigate the Protected Disclosure

Should the whistle-blower be unsure to whom they should direct their Protected Disclosure, or in the event that none of the above are suitable, the individual may approach an independent point of contact under this procedure – the Group HR Manager. The Group HR Manager shall advise the whistle-blower on the implications of the legislation and the possible internal and external avenues of complaint open to them.

Initial Assessment

Due to the varied nature of these sorts of complaints, which may involve internal/external investigators and/or the involvement of the Garda Síochana, it is not possible to lay down precise timescales for such investigations. The investigating officer should ensure that the investigations are undertaken as quickly as possible without affecting the quality and depth of those investigations.

Once the Protected Disclosure is made, the relevant investigating officer will carry out an initial assessment to consider the issues raised and, if appropriate, determine the scope of any investigation and the manner in which it will be undertaken. The investigating officer should as soon as practically possible, send a written acknowledgement of the Protected Disclosure to the whistle-blower. The whistle-blower will be informed of the outcome of that assessment. If it is clear that the concern falls more appropriately within the grievance, bullying/harassment or some other appropriate procedure, the individual will be informed that it should progress in accordance with that procedure.

The individual may be required to attend additional meetings in order to provide further information. If this is required the individual may be accompanied to such meetings by a fellow colleague or trade union representative who will be required to agree and adhere to the confidential nature of the process.

The organisation will aim to keep the individual informed of the progress of the investigation and its likely timescale. However, sometimes the need for confidentiality may prevent the organisation from giving the individual specific details of the investigation or any disciplinary (or other) action taken as a result.

The individual should treat any information about the investigation as confidential. Any breach of this confidentiality may result in disciplinary action, up to and including dismissal.

If there is evidence of criminal activity then the investigating officer should inform the Garda Síochana. The organisation will ensure that any internal investigation does not hinder a formal Garda Síochana investigation.

All responses to the whistle-blower should be in writing and sent to their home address.

Investigation

The investigating officer should follow these steps:

- Full details and clarifications of the Protected Disclosure should be obtained – preferably dated and in writing
- The investigating officer should inform the member of staff against whom the complaint is made as soon as is practically possible. The member of staff will be informed of their right to be accompanied by a trade union representative or fellow colleague at any future interview or hearing held under this procedure
- The investigating officer should consider the involvement of the organisation auditors and the Garda Síochána at this stage and should consult with the Deputy Chief Executive as appropriate
- The allegations should be fully investigated by the investigating officer with the assistance where appropriate, of other individuals or bodies. In some cases the organisation may appoint an investigator (internal or external as may be required) with relevant specialist knowledge or experience of the subject matter. The investigator may make recommendations for change to enable the organisation to minimise the risk of future wrongdoing
- A judgment concerning the Protected Disclosure and validity of the Protected Disclosure will be made by the investigating officer. This judgment will be detailed in a written report containing the findings of the investigations and reasons for the judgment. The report will be passed to the Deputy Chief Executive and Chief Executive as appropriate. In circumstances where the report involves a Protected Disclosure in connection with either of the foregoing, the report will be passed to the Chairman of the Audit Committee
- The Deputy Chief Executive or Chief Executive will decide what action to take. If the complaint is shown to be justified, then they will invoke the disciplinary or other appropriate procedures
- Subject to the requirement of confidentiality, the whistle-blower should be kept informed of the progress of the investigations and, if appropriate, of the final outcome
- If appropriate, a copy of the outcome will be passed to the organisation auditors to enable a review of the procedures
- Where the whistle-blower is not satisfied that their concern is being or has been properly dealt with by the investigating officer, they have the right to raise it in confidence with the Chairman of the Audit Committee or one of the designated persons described above

Where the investigation finds the Protected Disclosure to be unsubstantiated and all internal procedures have been exhausted, but the whistle-blower is not satisfied with the outcome of the investigation, the organisation recognises the lawful rights of workers to make disclosures to prescribed persons (such as the Health and Safety Authority inspectors) or, where justified, elsewhere.

The Protected Disclosures Act 2014 provides for external reporting of wrong-doing to appropriate authorities in circumstances where:

1. The worker reasonably believes that the information disclosed and any allegations contained are "substantially true"; and
2. The wrong-doing falls within matters in respect of which there is a "Prescribed Person" within the meaning of the Act.

Disciplinary Action

The organisation is strongly committed to this Policy and to protecting workers who make a Protected Disclosure under this Policy.

The organisation reserves the right to initiate disciplinary action in the event that:

- Disclosures are made other than with the reasonable belief that they tend to show one or more Relevant Wrongdoings (i.e. where the disclosure is dishonest, malicious or vexatious)

- An individual is victimised, bullied, harasses or penalised by a colleague for raising a genuine concern in good faith
- Any worker conceals or covers up a Relevant Wrongdoing

Workers are strictly prohibited from engaging in any behaviour or act which may cause detriment to those making a Protected Disclosure. Where any employee engages in such behaviour, this may be regarded as gross misconduct and may lead to disciplinary action up to and including dismissal or, in the case of non-employees, suspension or cessation of the relevant contract for services.

The organisation expects that a whistle-blower should act in good faith when making a Protected Disclosure. In circumstances where the organisation concludes that a whistle-blower has knowingly made false allegations maliciously, in bad faith, or with a view to personal gain, that whistle-blower may be subject to disciplinary action up to and including dismissal.

Communication, Monitoring and Review

This Policy and Procedure will be communicated to all workers and others that the organisation does business with.

This Policy and Procedure will be monitored for its effectiveness and will be reviewed by the organisation from time to time.

Additional Information

Other documents that should be read in conjunction with this policy include:

- [Code of Ethics Policy]
- [Fraud Protection Policy]
- [Anti-Bribery and Competition Policy]
- Protected Disclosures Act 2014

Approved by the Board
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