



CORPORATE POLICY RB-GRP-COMPL-POL-0001

Speak Up Policy Concerning Potential Breaches of Code of Conduct

I. Purpose

As set out in the Group's Code of Business Conduct, RB is committed to high standards of corporate behaviour towards employees, customers, suppliers, consumers, governments and communities in which we operate. As part of our commitment, this policy provides a mechanism to enable employees and “Others” acting on behalf of RB (contractors, agents, representatives, etc.) to “Speak Up” and voice Code of Conduct concerns in a responsible and effective manner. RB will treat all such disclosures in an appropriate and sensitive manner.

It should be emphasised that this policy is intended to assist individuals who believe that they have discovered malpractice or impropriety within, or involving, RB and its Group companies. It is not designed to question financial or business decisions or to address routine employee grievances, which should be dealt with in accordance with the Group guideline on "Avoidance of Grievance", a copy of which is available from local HR departments. However, in the event that an employee grievance is received to the Speak Up Service it will be properly routed to the appropriate HR department.

II. Scope of Policy

The policy is designed to enable all RB employees and Others to “Speak Up” and raise concerns internally and at a senior level and to disclose information which the individual believes shows malpractice or impropriety within the Group. These concerns could include:

- Financial malpractice or impropriety or fraud
- Failure to comply with legal obligations
- Dangers to health and safety or the environment
- Criminal activity
- Improper conduct or unethical behaviour
- Significant breaches of the Code of Conduct and associated policies or procedures
- Failure to comply with an applicable industry code to which RB has subscribed
- Attempts to conceal any of the above once they have occurred

However, this is not intended to be an exhaustive list.

III. Policy Statement

RB takes instances of malpractice or impropriety seriously. Every employee and Others have a duty and obligation when he or she becomes aware of any actual or suspected malpractice or impropriety, to promptly report the concern or incident in the manner described in this Policy. Doing so will allow RB to address the issue and resolve it, ideally before it becomes an actual



violation of law or a risk to health, security, safety, or the reputation of RB or the Group. Every employee and Others have an obligation to participate and cooperate in good faith in any internal review, finding of facts and assessment of a reported instance of malpractice or impropriety.

Disciplinary action, up to and including termination of employment, may be taken against any individual who fails to report an actual or suspected instance of malpractice or impropriety, withholds relevant information about a violation, or fails to cooperate in good faith in any review or assessment of a reported violation.

A. Confidentiality

This policy is designed to give employees and Others confidence that genuine concerns they have will be treated seriously, that they will suffer no intimidation or retaliation as a result of raising genuine concerns and to provide an indication of the seriousness with which the Company manages such issues. The Company recognises that employees and Others in these circumstances may not always feel comfortable raising the issue either with their direct line manager or anyone else within the Company. Therefore, in order to support employees and Others needing to exercise their obligation to voice concerns, the Company has set up an arrangement with a confidential third party Speak Up Service where issues can be disclosed and concerns aired.

The Company encourages individuals to put their name to any disclosures they make. Regardless, concerns expressed anonymously will be considered and assessed where the individual Speaking Up provides sufficient information to permit review of the alleged malpractice or impropriety. However, the third party Speak Up Service provider will not disclose the identity of the caller unless the caller has consented for this to be done. The only exception to this confidential approach relates to instances where the Company or the Speak Up Service provider is under a legal obligation to disclose information to public authorities, for instance in the case of certain very serious types of criminal conduct.

If the individual does decide to disclose his or her identity to senior Group or Business Unit management, either directly or via the Speak Up Service provider, and makes an allegation in good faith which is not confirmed by subsequent events no action will be taken against this individual and their identity will remain confidential. In making a disclosure, however, the individual should exercise due care to ensure the accuracy of the information disclosed.

B. Employee Rights

The company will take the necessary steps to ensure that an employee has the right to report in a responsible manner any malpractice or impropriety without being penalised by his/her peers or superiors. The Company will also ensure that an individual will not suffer any reprisals or victimisation as a result of voicing concerns on such matters in good faith or for assisting or participating in the review and assessment of any reported concern.

C. Untrue Allegations

If an individual knowingly makes malicious or untrue allegations and particularly if he or she persists in repeatedly making them on an ongoing basis, this will be treated as a breach of our Code of Conduct.



D. Procedures for Making a Disclosure

1. The Company would always encourage employees to raise concerns internally in the first instance with their direct line manager or, in the event that this is inappropriate, a member of the Legal, Compliance or HR teams, or another senior person in the business. However, it is not a prerequisite that this occur before an employee may use one of the other avenues described below for reporting a concern.
2. If having disclosed the concern internally, the individual raising the concern is not satisfied by the response (or lack of response), or it is believed to be inappropriate to refer the matter to any one of the people referred to above, contact should be made either with Group, Business Unit Area or Regional senior management directly or through the confidential third party Speak Up Service.
3. When reporting any concern, whether to your direct line manager or through the other mechanisms listed above, it is important that you provide as much detail as is available about the suspected malpractice or impropriety, including:
 - WHO: The target of the allegation; others who know about the alleged conduct
 - WHAT: The law, policy, requirement, etc. alleged to have been broken
 - WHY: What might be gained/benefit from the alleged action
 - WHERE: Group, Business Unit, Area, Region, country, department, team involved in the alleged activities
 - WHEN: Timeframe of the alleged incident
4. The confidential Speak Up Service provider will initially contact the nominated Internal Audit, group and relevant Business Unit, Area or Regional Compliance and HR senior management contacts to notify them of the allegation; a copy of all reports will also be sent to the Group Head of Internal Audit, SVP Group General Counsel, the Group Compliance Officer and Group SVP HR. Area management and global functional heads will in turn be notified of any incidents relating to their functions or areas if appropriate.
5. A decision will then be made in consultation with the relevant Group, Business Unit and Area or Regional Compliance Officers, Internal Audit and/or HR as to whether to proceed with a full investigation and how to conduct the investigation. This could be conducted either simply by local HR, by Internal Audit with appropriate support from RB Legal/Compliance or through the use of specialist external resources, always under the respective Business Unit, Area or Regional Compliance Officer oversight.
6. All employees, including but not limited to line supervisors and Local, Regional, Area, Business Unit or, Group management must formally report all informal (i.e., not occurring through the Speak Up Service provider) instances of Speaking Up to the relevant Business Unit or Area/Regional Compliance Officer and the Group Head of Audit upon receipt from an individual reporter.
7. Group Management have the right to refer the complaint back to Business Unit or Area/Regional management if they feel that Business Unit or Area/Regional management, without any conflict of interest, can more appropriately investigate the complaint.
8. If an allegation or concern is found to be well-founded, Group, Business Unit, Area and/or Regional senior management will take appropriate action to both correct the issue and (so far as practicable) prevent it happening again. Such action may include disciplinary or other appropriate procedures.

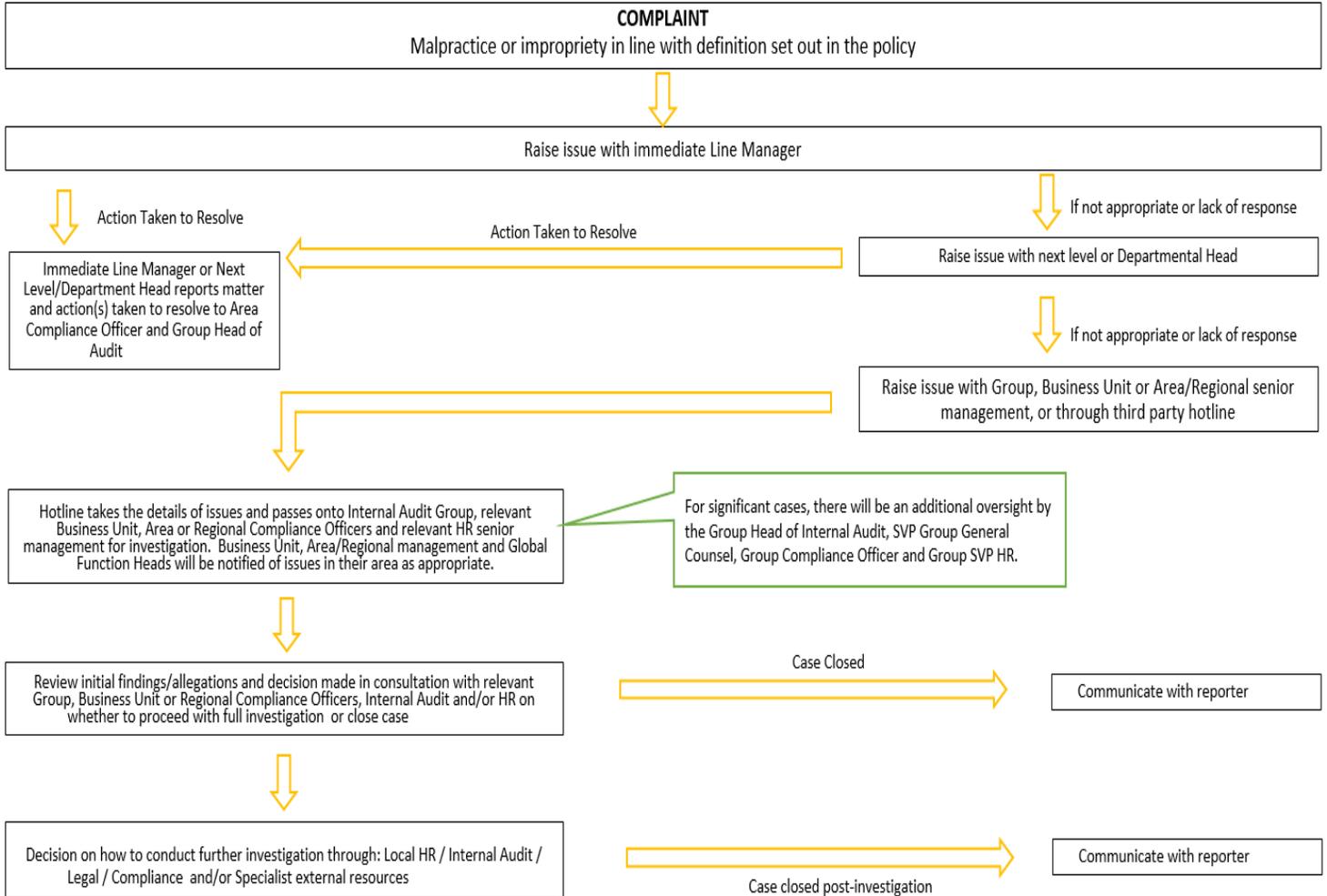


E. Timescales

Due to the varied nature of issues which may be raised it is not possible to lay down precise timescales for either internal or external investigations. Investigation will be undertaken as quickly as possible in line with the nature and severity of the allegation / concern without affecting the quality and depth of the investigation. Initial stage investigations will seek to conclude their enquiries and provide feedback to the Group Head of Internal Audit and the Group and relevant, Business Unit, Area or Regional Compliance Officers within 4 weeks.

F. Investigating procedures

1. Provided there is sufficient information provided to support the allegation/concern, a prompt investigation will be conducted with the objective of establishing whether impropriety or malpractice has occurred. The format of the investigation will vary depending on the circumstances. The investigation may need to be carried out under strict terms of confidentiality i.e. not informing the subject of the complaint until (or if) it becomes necessary to do so, for example as in the case of suspected fraud. Employees and Others making the complaint may be contacted for further information, but only if the reporting individual has given express permission for their name and contact details to be disclosed.
2. The investigation team will inform the complainant of the results of the investigation and its outcome if this has been requested, provided adequate communication channels exist either directly or indirectly via the confidential Speak Up Service.
3. The relevant Area or Regional Compliance Officer is responsible for ensuring that all investigation outcomes and recommendations are actioned.
4. For significant cases (denoted as 'Red' flag cases), there will be additional oversight by the Group Head of Internal Audit, SVP Group General Counsel, Group Compliance Officer and Group SVP HR to ensure clear ownership of and accountability (Business Unit, Area, Region or Global Function) for the particular concern raised, appropriate investigation team resourcing (independence, level & capability), rapid action with defined timing for completion and specific deliverables for action (including disciplinary recommendations).
5. The Board of RB appreciates the concern shown by individuals in reporting suspected wrong-doing and makes a clear commitment that no employee making a genuine allegation will suffer as a consequence of bringing to their attention or that of senior management a breach or suspected breach of any matters covered by this policy.



G. Communication with the Individual

When a new case is received, on a case by case basis, the Area or Regional Compliance Officer and Area Head of Internal Audit may determine that it is appropriate to contact the individual, and this will be done either through the 'Follow-Up' option in the case management system or through email/phone if the individual has provided their contact details.

Upon closure of a case, the Area or Regional Compliance Officer and/or Area Head of Internal Audit will routinely provide a brief and appropriate high level summary of the conclusions and actions taken to the individual for their information. This will be done either through the 'Follow-Up' option in EthicsPoint or through email/phone if the individual has provided their contact details.



H. **Speak Up Service Access (online and Freephone/toll-free telephone reporting)**

Employee and Others have two options for making a report when electing to use the confidential Speak Up service provider:

1. **Online Reporting** – to submit a report using the online reporting tool, please go to the following website address: rb.ethicspoint.com
2. **By Telephone** – The Freephone/toll-free numbers are listed below for ease of access, however, given that sometimes these numbers do change it is recommended that reference be made to the website for the most up-to-date numbers: rb.ethicspoint.com

Key instructions:

- **ITFS / ITFS-Combo:** One step dialing- call direct
- **WWC / DA- Combo:** For all two-step dialing, you will need to first dial your corresponding access code and when prompted, enter the 855 number. You may also see more than one number available to dial to.
- **Collect Call:** For “Collect Call” dialing, the caller must dial their local operator and ask them to make a reverse charge call/ collect call to 704 number.
- **Mobile Phones:** To dial from a mobile phone, it may be necessary to drop the first digit on the Freephone/toll-free number. In some countries, the numbers below are not accessible via a Mobile phone and must be dialed via a landline. Calls from mobile phones are not free and charges will vary depending on your provider.

**Appendix A**

The attached Appendix represents the current Freephone/toll-free numbers by country. Please note that these numbers change periodically. Given that sometimes these numbers do change it is recommended that reference be made to the website for the most up-to-date numbers:

rb.ethicspoint.com

Country	Type of Line	Freephone number (1 st step)	Freephone number (2 nd step if required)
Argentina	ITFS	0800-444-2812	-
Australia	ITFS	1-800-13-9957	-
Austria	ITFS- Combo	0800-296732	-
Austria	DA- Combo	0-800-200-288	8552299304
Bahrain	WWC	Bahrain 800-00-001 Bahrain (military call centers) 800-000-05 Bahrain (military onboard cell phones) 800-000-00	8552299304
Bangladesh	WWC		
Belgium	ITFS- Combo	0800-7-8755	-
Belgium	DA- Combo	0-800-100-10	8552299304
Brazil	ITFS	0800-892-0515	-
Bulgaria	WWC	00-800-0010	8552299304
Canada	US Dialing Plan	8552299304	-
Chile	WWC	Chile (Easter Island) 800-800-311 Chile (Easter Island - Spanish) 800-800-312 Chile (ENTEL) 800-360-311 Chile (ENTEL - Spanish) 800-360-312 Chile (Telefonica) 800-800-288 Chile (Telmex - 800) 800-225-288	8552299304
China	GIS	4009994530	-
Colombia	WWC	Colombia 01-800-911-0010 Colombia (Spanish) 01-800-911-0011	8552299304
Costa Rica	WWC	0-800-011-4114	8552299304
Croatia	WWC	0800-220-111	8552299304
Czech Republic	ITFS	800-144-075	-
Cyprus	DA	800-900-10	855-229-9304.
Denmark	ITFS	80-251000ITFS 800-100-10 DA	-855-229-9304.
Egypt	WWC	Egypt (Cairo) 2510-0200 Egypt (cellular throughout Egypt) 02-2510-0200 Egypt (Outside Cairo) 02-2510-0200	8552299304
Finland	ITFS	0800-915946	-
France	ITFS	0800-91-7075	-
Germany	ITFS- Combo	0800-180-0042	-
Germany	DA- Combo	0-800-225-5288	8552299304
Greece	ITFS- Combo	00-800-11002-8935	-
Greece	DA- Combo	00-800-1311	8552299304
Hawaii	US Dialing Plan	8552299304	-
Hong Kong	ITFS	800-908-839	-
Hungary	ITFS	06800-20808	-
Iceland	DA	00-800-222-552-88	855-229-9304.
India	WWC	000-117	8552299304
India (back up)	ITFS	000-800-100-1623	
Indonesia	WWC	007-801-10	8552299304
Ireland - Eire	ITFS- Combo	1-800-552-072	-
Ireland - Eire	DA- Combo	Ireland 1-800-550-000 Ireland (UIFN) 00-800-222-5528	8552299304
Israel	ITFS	180-931-7148	-
Italy	ITFS	800-797458	-



Japan	ITFS	00531-11-0303 0066-33-830532 0034-800-600152	-
Kenya	Africa Shared Collect	Dial Local Operator and ask them to connect you to 7045261125	7045261125
Korea (South)	ITFS	00308-132884	-
Latvia	ITFS	8000-4923	-
Luxembourg	WWC	800-201-11	8552299304
Malaysia	ITFS	1-800-81-7270	-
Mexico	ITFS	001-855-366-2458	-
Netherlands	ITFS- Combo	0800-023-2214	-
Netherlands	DA- Combo	0800-022-9111	8552299304
New Zealand	WWC	000-911	8552299304
Nigeria	Africa Shared Collect	Dial Local Operator and ask them to connect you to 7045261125	7045261125
Norway	ITFS	800-12183	-
Pakistan	WWC	00-800-01-001	8552299304
Philippines	WWC	Philippines (Bayan) 105-11 Philippines (Digitel) 105-11 Philippines (Digitel - Tagalog) 105-12 Philippines (Globe) 105-11 Philippines (Globe - Tagalog) 105-12 Philippines (Option 2) 105-11 Philippines (Philcom) 105-11 Philippines (Philcom - Tagalog) 105-12 Philippines (PLDT) 1010-5511-00 Philippines (PLDT - Tagalog) 1010-5511-10 Philippines (Smart) 105-11 Philippines (Smart - Tagalog) 105-12	8552299304
Poland	ITFS	00-800-151-0052	-
Portugal	WWC	800-800-128	8552299304
Romania	WWC	0808-03-4288	8552299304
Russia (restricted coverage)	WWC	Russia 8^10-800-110-1011 Russia (Moscow) 363-2400 Russia (outside Moscow) 8^495-363-2400 Russia (outside St. Petersburg) 8^812-363-2400 Russia (St. Petersburg) 363-2400 (Note: The mark " ^ " appearing in some AT&T Direct® codes means "await second dial tone".)	8552299304
Saudi Arabia	WWC	1-800-10	8552299304
Serbia		Contact local Management.	-
Singapore	ITFS	800-110-2074	-
Slovakia	DA	0-800-000-101	-
Slovenia	Europe Shared Collect	704-526-1127	7045261127
South Africa	ITFS	0800-992-887	-
Spain	ITFS- Combo	999-97-1251	-
Spain	DA- Combo	900-99-0011	8552299304
Sri Lanka	WWC	Sri Lanka (Colombo) 2-430-430 Sri Lanka (Outside Colombo) 112-430-430	8552299304
Sweden	ITFS-	704-526-1127	-
Switzerland	ITFS- Combo	0-800-890011	-
Taiwan	ITFS	00801-10-4471	-
Thailand	ITFS	001-80011-002-9735	-
Turkey	WWC	0811-288-0001	8552299304
UAE (United Arab Emirates)	WWC	U.A.E. 8000-021 U.A.E. (du) 8000-555-66 U.A.E. (Military-USO and cellular) 8000-061	8552299304
Ukraine	WWC	0-800-502-886	8552299304
United Kingdom	ITFS	0808-234-7287	-
USA	US Dialing Plan	8552299304	-
Venezuela	WWC	Venezuela (English) 0-800-225-5288 Venezuela (Spanish) 0-800-552-6288	8552299304



Document History

Effective Date	Version Number	Content Owner(s)	Description
	1.0	Marco Gregorio	This is version 1 of a combined MJN/RB policy related to reporting and escalating business conduct concerns.