

NMC WHISTLEBLOWING POLICY

ISSUED BY
NMC Health Plc

TARGET AUDIENCE

All NMC Health Plc Employees

Employees of all majority owned NMC Health Plc Group businesses (or business units), businesses under NMC Health Plc's management control and staff departments, along with entities or persons who act on NMC Health Plc's behalf and any minority owned entity that has agreed to or chooses to comply with NMC Health Plc's compliance standards.

APPROVED BY
NMC Health Plc Board on 19th March, 2012

EFFECTIVE DATE
19th March, 2012

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1. INTRODUCTION

NMC Health Plc and all NMC Health Plc group businesses (NMC) encourages employees and other staff to raise genuine concerns about suspected wrongdoing at the earliest practicable stage. Suspected wrongdoing within NMC is taken seriously and employees will not be victimised or subjected to any detriment if they raise legitimate concerns in good faith.

2. PURPOSE AND SCOPE

2.1 This policy provides a procedure to ensure that concerns about suspected wrongdoing within our business (**whistleblowing**) are raised and dealt with at an early stage and in an appropriate manner. It applies to all employees working at all levels of the organisation, as well as other workers, including agency employees, temporary staff, consultants and independent contractors. Third parties who have access to NMC's premises (such as self-employed contractors, self-employed sub-contractors, customers and visitors) are also required to comply with this policy.

2.2 You are encouraged to report any genuine concerns which you may have about suspected wrongdoing in accordance with this policy, in the knowledge that your concerns will be taken seriously and investigated as appropriate. NMC will support you if you raise genuine concerns in good faith, even if you turn out to be mistaken. You are also protected by law against suffering any detriment for doing so.

2.3 You should use NMC's grievance policy rather than this policy to raise grievances about your own personal employment situation or allegations about poor treatment at work. If you are unsure under which policy a concern should be raised, please speak to either your line manager or one of the contacts named in paragraph 6.4 to obtain guidance.

3. STATUS

This policy is intended only as a statement of NMC policy and management guidelines. It does not form part of your contract of employment and has no contractual effect.

4. NMC STANDARDS

4.1 NMC has spent time and money producing documentation that outlines the standards of behaviour that it expects from its staff in a number of policies. The key policies include:

- (a) the Anti-Bribery, Anti-Corruption, Gifts and Entertainment Policy;

(b) Code of Business Conduct & Ethics

4.2 All staff are expected to behave with the highest professional standards of conduct and NMC directors and management should set the appropriate example.

5. WHAT IS WHISTLEBLOWING?

Whistleblowing is the disclosure of information relating to wrongdoing or dangers at work. This includes criminal activity and other unlawful conduct, failure to comply with regulatory requirements, financial irregularity and actions that are dangerous to the health and safety of people or to the environment. For example, bribery and/or corruption, unauthorised disclosure of confidential information, negligence, breach of internal policies and procedures [including our Code of Conduct] and conduct likely to damage our reputation would constitute wrongdoing:

6. RAISING A WHISTLEBLOWING CONCERN

6.1 You must use this policy if you have a genuine concern about past, current or future wrongdoing or danger. It may not always be clear whether the conduct which concerns you amounts to wrongdoing and you will need to form your own judgment. NMC would encourage you to report your concerns where you are in doubt. If you are uncertain whether something is within the scope of this policy you should seek advice from the [Mr. Prasanth Manghat] Officer.

6.2 If you have a concern, you should consider the process set out below and report it through the recommended channel(s), either orally or in writing.

6.3 You should be able to raise any concerns with your line manager in the first instance. You may raise any concerns in person or put the matter in writing if you prefer. Your line manager may be able to agree with you a way of resolving your concern quickly and effectively. In some cases they may refer the matter to the [Prasanth Manghat] Officer.

6.4 Where the matter is more serious, however, or you feel that your line manager has not addressed your concern, or you prefer not to raise it with them for any reason, you should contact one of the following:

- (a) the [Prasanth Manghat] Officer, [Chief Financial Officer, NMC Healthcare, Sama Towers, PO Box 46222, Electra St. Abu Dhabi, Tel +971-2-6179465];
or
- (b) [Mr.Rajesh Taneja, Manager – Legal & Compliance, NMC Healthcare LLC, Sama Towers, PO Box 46222, Electra, Abu Dhabi, Tel +971-2-617985]

NMC may nominate different individuals as points of contact from time to time. Any change in points of contact will be notified to you.

6.5 If NMC decides that it is necessary and appropriate, a meeting will be arranged with you to discuss your concern. In these circumstances, we will prepare a written summary of your concern and provide you with a copy after the meeting. You may bring a colleague [or union representative] to the meeting, but your companion must respect the confidentiality of your disclosure and any subsequent investigation.

6.6 If you have any personal interest in the matter you should declare it when raising the concern.

7. CONFIDENTIALITY

We hope that you will feel able to raise any genuine concerns openly under this policy. NMC does not encourage staff to make disclosures anonymously since this makes proper investigation difficult or impossible. If you want to raise your concerns anonymously/confidentially, NMC will take reasonable steps to keep your identity secret. Disclosure of your identity may, however, become unavoidable in the case of an investigation or court proceedings.

8. HOW NMC WILL HANDLE THE MATTER

8.1 Once you have reported your concern, the matter will be assessed to decide what action should be taken. This may involve an internal investigation or a referral for external investigation. You will be informed who is responsible for handling the matter, how the person can be contacted and whether any further assistance may be needed from you. You may, for example, be required to attend additional meetings in order to provide further information.

8.2 NMC may - where confidentiality allows - give you feedback on the matter, including the progress of the investigation and likely timescale, but it is not obliged to do so. 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 must treat any feedback given to you about the investigation as entirely confidential.

8.3 If it is considered more appropriate to deal with your concern under the grievance policy, you will be informed of this.

8.4 If you are dissatisfied with the manner in which NMC has dealt with a concern you have reported, or with the outcome of an investigation, you may contact one of the other key contacts set out at paragraph 6.4 or, alternatively, the chairman of the Audit Committee. Further investigations may be undertaken if considered appropriate by that person.

9. PROTECTION AND SUPPORT FOR WHISTLEBLOWERS

9.1 It is understandable that whistleblowers are sometimes worried about possible repercussions. NMC 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.

9.2 NMC will not tolerate harassment or victimisation of anyone raising a genuine concern under this policy and any person involved in either threatening or retaliation against a whistleblower will be subject to disciplinary action. If you are harassed or victimised in any way you should inform the person responsible for investigating the matter, so that appropriate action may be taken.

9.3 Legal Protection for Whistleblowers

NMC operates in a number of jurisdictions, some who have protection of whistleblowers enshrined in their domestic law. These laws set out a standard of protection for employees who raise concerns and NMC has fully adopted these protections.

The NMC policy on whistleblowing is to apply the same protection to all its employees who raise concerns regardless of which country or entity they work in, whether there is a domestic whistleblowing law in existence or not.

10. MISUSE OF THE POLICY

It is a very serious matter to raise a concern which you know to be false or which is made in bad faith, maliciously, recklessly or which is made with a view to personal gain. Such action may amount to gross misconduct and result in disciplinary action under NMC's disciplinary policy.

11. INDEPENDENT ADVICE

If you have any questions in relation to this policy, you may discuss them (without being required to make a formal report) with any of the individuals named at paragraphs 6.3 or 6.4. If your questions remain unresolved or you want independent advice at any stage, you can, of course, also seek advice from a lawyer of your own choice.