

WHISTLEBLOWING POLICY

CONTENTS

	PAGE NO.
1. PURPOSE AND APPLICATION	3
2. WHAT IS MEANT BY WHISTLEBLOWING?	3
3. WHAT IS PIDA?	4
4. HOW DO I REPORT A CONCERN	4
4.1 Anonymous Reporting	5
4.2 Submitting a Report	5
5. RECEIPT OF REPORTS BY OTHERS	6
5.1 Remedial Action	7
6. PROTECTION OF WHISTLEBLOWERS	8
7. WHAT ARE THE CONSEQUENCES OF BLOWING THE WHISTLE FOR YOU?	9
8. RECORDS RELATING TO REPORTS	9
9. WHEN DOES WHISTLEBLOWING NOT APPLY	9
10. EXTERNAL DISCLOSURE	10
11. QUESTIONS	10

1. PURPOSE AND APPLICATION

Gamesys Group plc is committed to providing the highest level of service to its customers and to applying the highest standards of quality, integrity, openness and accountability. Part of this commitment involves encouraging you and/or others with serious concerns regarding any aspect of your work or the conduct of others or the running of the Company to report such concerns in confidence and with confidence.

This Whistleblowing Policy sets out the procedures for all employees (including part-time, temporary and contract employees) to report concerns. In most cases these concerns can be dealt with by the existing procedures, however, we do recognise that there may be occasions when you may want to express concerns of a confidential nature and seek anonymity or at least some degree of confidentiality.

These procedures include the steps to report in a confidential, anonymous way your concerns. The Audit and Risk Committee of the Company's Board of Directors (the "Audit and Risk Committee") is required to establish these procedures by applicable laws. The Audit and Risk Committee has approved this policy and oversees administration of this policy.

2. WHAT IS WHISTLEBLOWING?

Whistleblowing is the reporting of suspected wrongdoing or dangers in relation to our activities. This includes bribery, facilitation of tax evasion, fraud or other criminal activity, miscarriages of justice, health and safety risks, damage to the environment and any breach of legal or professional obligations.

Employees may make reports relating to possible concerns regarding:

- Financial reporting
- Company accounting policies
- Internal accounting controls and auditing
- Fraud
- Corruption, bribery or blackmail
- Criminal offences
- Failure to comply with any legal or regulatory obligation

- Employment issues including harassment/discrimination
- Miscarriages of justice
- Endangering the health and safety of an individual
- Failures to comply with Group policy
- Reckless conduct in the workplace
- Concealment of any of the above

3. WHAT IS PIDA

PIDA stands for the Public Interest Disclosure Act 1998. PIDA gives protection in law to employees who make a 'qualifying disclosure'. If there are no established channels for making qualifying disclosures within an organisation, or in cases where those that are the subject of the disclosure are at very senior level in the organisation, then PIDA will protect an employee who makes a qualifying disclosure to a regulator.

PIDA requires that, where organisation have established their own appropriate channels, qualifying disclosures should wherever possible be made in accordance with those procedures. This policy establishes and explains the relevant procedures within Gamesys for this purpose.

4. HOW DO I REPORT A CONCERN?

If you come to us with a concern, we will investigate it carefully and thoroughly. We will be fair to you but also to others involved. If someone is potentially being accused of misconduct, we must investigate.

Our investigations may involve other regulatory bodies. We would expect you to co-operate fully with any of these outside agencies in assisting with their investigations.

At your request we will aim to let you know the results of our investigations and details of any proposed action. However, we do have to respect the rights and confidentiality that other members of staff have.

Any employee, acting truthfully and in good faith, may make a report via one of the following methods:

- Submitting a report to whistle-blowing@gamesysgroup.com
- Submitting a report via Safe Call (as defined below)
- Submitting a report to the Audit and Risk Committees, care of the Confidential Designee (as defined below)

4.1 ANONYMOUS REPORTING

Employees wishing to submit a report may do so on an anonymous basis as described below. However, although all reasonable steps will be taken by Gamesys to maintain the anonymity of a person who makes a report on an anonymous basis, the source or nature of the report, or the steps required to be taken to investigate the report described under the heading "*Treatment and Investigation of Reports – Investigating Reports*", may, as a practical matter, make it difficult or impossible to maintain such anonymity.

4.2 SUBMITTING A REPORT

Reports should describe the concern in as much detail as possible, including dates, individuals or witnesses involved and any supporting material or evidence that may be relevant.

Prior to making a report, employees should consider discussing the concern with their Line Manager or another person who may be able to help resolve the matter. However, where a concern continues to be unresolved following such a discussion, where it is not possible for the employee to discuss the concern with their Line Manager (or where the employee is uncomfortable doing so) or where the concern is time sensitive, the employee should submit a report to the Confidential Designee detailed below.

Gamesys Group plc has established an independent, safe and secure Speak Up line, '**Safe Call**', to report any concerns that employees may have regarding issues arising within their workplace.

Employees have the option of raising concerns via telephone, email, or website (<http://www.safecall.co.uk>). The telephone lines are manned 24 hours a day, 7 days a week and calls are not recorded. Please refer below for the toll-free numbers split by each office location.

Uruguay	0004 044037
Hong Kong	3077 5524
Malta	800 62130
Sweden	0850 252 122
Gibraltar	0044 191 516 7751
Spain	00800 7233 2255
Estonia	8000 044 514
UK/Isle of Man	0800 9151571
Canada	1877 59 98073
US	1866 901 3295
Bahamas	1877 890 3711

The "**Confidential Designee**" is a person designated by the Audit and Risk Committee to assist the Audit and Risk Committee in responding to reports in accordance with this Policy. The Confidential Designee will always be independent of the Company's financial reporting function and, until the Audit and Risk Committee designates another person, the Confidential Designee will be the chairman of the Audit and Risk Committee.

5. RECEIPT OF REPORTS BY OTHERS

Any employee (other than the Confidential Designee) who receives a report that has been made pursuant to this policy in any written form (including by e-mail) must forward the report to the Audit and Risk Committee, care of the Confidential Designee, right away. If a report is submitted by voicemail, the recipient must promptly forward a transcript of the voicemail message to the Audit and Risk Committee, care of the Confidential Designee. Where a report is made orally, the recipient must prepare a reasonable summary of the report and forward the summary to the Audit and Risk Committee, care of the Confidential Designee. If the report has been made on an anonymous basis, the written or transcribed report or the summary of the oral report should state that fact.

The Confidential Designee must review all reports promptly and will advise the Audit and Risk Committee (and, at his or her discretion, the Group CEO and/or CFO) immediately, if the Confidential Designee determines that it is required by the nature of the report, or otherwise at the next scheduled meeting of the Audit and Risk Committee as described under the heading "*Records Relating to Reports*".

At any time during the investigation of a Report, the Confidential Designee may notify the Group CEO, CFO, the Company's Chief Legal Officer or the Company's outside auditors or legal counsel about the submission of the Report or about the progress of the investigation. The Confidential Designee may provide sufficient detail to allow for appropriate consideration to be given by these individuals to the ongoing disclosure obligations of the Company, including any required officer certifications, in each case, without compromising the confidential or anonymous nature of the report.

The Audit and Risk Committee may engage independent advisors at the expense of the Company to assist the Confidential Designee to undertake investigations and/or recommend appropriate action.

During the investigation of a report, an employee or other person who is the subject of an investigation may be placed on administrative or investigatory leave, or on another similar arrangement if the subject of the investigation is not an employee or officer of the Company, as applicable, when it is determined by the Audit and Risk Committee that such a leave would serve the interests of the employee or other person, the Company, or both. Such a leave is not to be interpreted as an accusation or a conclusion of guilt or innocence of any person, including the person on leave.

An employee or other person who is the subject of an investigation relating to a report will be informed of the completion of an investigation. Individuals who are investigated will be given an opportunity to be heard prior to any disciplinary action being taken against them.

If a report indicates that illegal activity or a regulatory breach has occurred, the Confidential Designee (in consultation with and on behalf of the Audit and Risk Committee) may make a report to the police or other law enforcement or regulatory agency, as appropriate.

5.1 REMEDIAL ACTION

If the Confidential Designee determines, following his or her assessment, evaluation or investigation of a report, that the report was made truthfully and in good faith and related to a concern that did occur or was about to occur, the Confidential Designee will report to the Audit and Risk Committee immediately, if necessary, or otherwise at the next scheduled meeting of the Audit and Risk Committee as described under the heading "*Records Relating to Reports*". The Audit and Risk Committee will determine (by majority vote) what, if any, remedial action is appropriate.

The Audit and Risk Committee will promptly inform the board of directors of the Company of such proposed remedial action in writing.

In the event of a report involving a complaint against the Audit and Risk Committee, the Audit and Risk Committee will retain independent advisors to provide the Audit and Risk Committee with their view on the appropriate remedial action.

6. PROTECTION OF WHISTLEBLOWERS

In addition to the protections afforded by applicable laws, the Company will not permit any form of reprisals (including discharge, demotion, suspension, threats, harassment or any other form of discrimination) by any person or group, directly or indirectly, against any employee who, truthfully and in good faith:

- reported a concern;
- lawfully provided information or assistance in an investigation regarding any conduct which the employee reasonably believes constitutes a violation of applicable laws relating to fraud against the Company's securityholders;
- filed, caused to be filed, testified, participated in or otherwise assisted in a proceeding related to a violation of applicable laws relating to fraud against the Company's securityholders;
- provided a law enforcement officer with truthful information regarding the commission or possible commission of an offence, unless the individual reporting is one of the violators;
- or provided assistance to the Confidential Designee, the Audit and Risk Committee, management or any other person or group in the investigation of a report.

Any retaliation against an employee who has, truthfully and in good faith, made a Report about a concern in accordance with this policy is subject to disciplinary action, which may include dismissal.

The Confidential Designee, the Audit and Risk Committee and any persons involved in or retained to assist in an investigation of a report must take all reasonable steps to not reveal the identity of any person who reports a concern anonymously, unless required to do so by law.

7. WHAT ARE THE CONSEQUENCES OF BLOWING THE WHISTLE FOR YOU?

You should satisfy yourself that in making your disclosure you genuinely believe that the information and allegations are substantially true, and that the disclosure is made in the public's interest.

You will not be liable to disciplinary action or loss of benefits, rights or prospects as a result of your action.

We may also take advantage of disciplinary sanctions against any employee who acts or attempts to act in a way prejudicial to you as a result of you making a qualifying disclosure, which may ultimately result in reporting their actions to the appropriate regulatory/enforcing body.

Gamesys reserves the right to treat malicious or false allegations under the disciplinary procedure.

8. RECORDS RELATING TO REPORTS

The Confidential Designee will maintain a log of all reports, tracking how and when each report was received, the nature and results of any investigation and the resolution of the matter. A quarterly summary of reports received, under investigation and resolved within the preceding quarter shall be reported to the Audit and Risk Committee by the Confidential Designee.

The Audit and Risk Committee will report to the board of directors of the Company where it determines a report is necessary or appropriate following its receipt and consideration of such summary of reports received, and the Audit and Risk Committee may report at such other times as it may determine.

Records pertaining to a report about a concern are the property of the Company and will be retained in accordance with the Company's record retention policies, and in any event for a period of not less than five years from the date of the applicable report.

9. WHEN DOES WHISTLEBLOWING NOT APPLY?

Whistleblowing does not apply to employment matters which should be dealt with in accordance with the Grievance policy.

10. EXTERNAL DISCLOSURE

The law recognises that in some circumstances, it may be appropriate for you to report your concern to an external body such as a regulator. We strongly encourage you to seek advice before reporting a concern to anyone external. Public Concern at Work operates a confidential helpline on Telephone number: 0203 117 2520.

11. QUESTIONS

Any questions concerning this Policy should be directed to the Chair of the Audit and Risk Committee or to the Chief Legal Officer.

KEY PERSONNEL AND CONTACTS

The key personnel and contacts referred to in this policy are as follows:

Title	Incumbent
Company Secretary	Daniel Talisman
Deputy Company Secretary	John Rowland-Jones

Contact	Details
Safecall (confidential third-party hotline)	http://www.safecall.co.uk
Whistleblowing email	Whistle-blowing@gamesysgroup.com

DOCUMENT PROPERTIES

Name of document	Whistleblowing Policy
Author	Company Secretary
Classification	INTERNAL AND EXTERNAL USE
Approved by	Gamesys Group plc Board
Date of approval	8 April 2020
Review period	1 year
Date of next review	April 2021

REVISION HISTORY

Date	Version	Author	Notes
September 2019	1.0	Group Secretariat	Revised for Project Reunited
April 2020	2.0	Group Compliance	Formatting and presentational amendments