

FINDEL PLC

Modern Slavery Act Transparency Statement

March 2017

1. Group Structure

Findel Plc is a multi-channel retailer operating across the business-to-consumer and business-to-business market places. It is a market leader in the home shopping and educational supplies sectors.

With over 40 years trading in Home Shopping, Findel is the owner of one of the largest Direct Mail Order companies in the UK (Express Gifts Limited). The Educational Supplies division (Findel Education Limited) has, for more than 20 years, provided educational supplies to UK schools.

In addition, Findel Asia Sourcing Limited are a wholly owned subsidiary, registered in and operating out of Hong Kong. With over 30 years of experience in sourcing, developing and shipping home and leisure products from Asia, they are a major supplier of products to Express Gifts Ltd and Findel Education Ltd and also supply third party companies. Findel Asia Sourcing Limited require suppliers to have an Ethical Compliance Audit in place and the company recognises professional audits and reputable audits from global retail businesses.

Express Gifts Limited has incorporated a company in the Philippines (Express Gifts Limited Philippines Inc.) and intends to develop the company to provide call centre services.

2. Business Operating Model

The Group's activities are focused in two main operating segments, together with a small overseas sourcing operation:

- **Express Gifts Limited** - one of the largest direct mail order businesses in the UK
- **Findel Education Limited** - one of the largest independent suppliers of resources and equipment (excluding information technology and publishing) to schools in the UK and overseas
- **Findel Asia Sourcing Limited** – sourcing products from Asia for Express Gifts Ltd, Findel Education Ltd and third party companies

3. Make up of the supply chains

Findel Plc has no supplier or customer facing functions. It is the holding company for the Group and provides support functions to group companies.

Each of the Group UK companies have their own MSA Statement on their main websites:

www.express-gifts.co.uk

www.findel-education.co.uk

4. Relationship with other third parties e.g. Trade Unions

No employees of Findel PLC have declared that they are members of a trade union.

5. Recruitment

Group policy is to recruit through reputable agencies. The Recruitment Policy is attached at Appendix 1.

6. Employees

All employees are subject to contracts of employment which governs behaviour in the workplace including the staff handbook which incorporates company policies e.g. Whistle Blowing.

7. Training

The company provides training as and when required. All professional employees receive regular training through their professional organisations.

8. Whistle Blowing

All employees are encouraged to raise any issues or concerns in line with the Whistle Blowing Policy (attached at Appendix 2). There are 3 routes through which concerns can be raised:

- The Line Manager, or
- Human Resources
- Independent third party helpline:



Appendix 1
Findel PLC - Policy

Recruitment Policy

Purpose

The aim of the recruitment policy is to clarify the process in recruiting for vacant positions from both outside and inside Findel PLC.

This policy is non-contractual but subject to statutory law and discrimination legislation. It may be changed or updated from time to time as necessary.

Scope

To ensure that business operates efficiently through the effective recruitment of candidates in a cost-effective, fair, consistent and transparent manner.

Recruitment Procedure

1. It is the Organisation's policy that line managers are responsible for recruitment in conjunction with the Organisational Development and People Department (OD&P). A line manager who wishes to recruit someone must first obtain approval, in the form of an Authority to Recruit Form which is available from the OD&P Department.
2. Where recruitment is planned to fill a vacancy created by a leaver, approval will normally be granted automatically. If, however, the line manager wishes to upgrade a post, or create a new post, justification for this must be presented in the form of an attached business case.
3. It is the Organisation's policy that all vacancies will be posted internally through the Findel PLC careers page on the intranet. This is also accessible to external candidates via the internet. Existing employees are to be encouraged to apply for vacant posts if they have the appropriate qualifications, experience and skills.
4. The Organisation aims at all times to recruit the person who is most suited to the particular job. Recruitment will be solely on the basis of the applicant's abilities and individual merit as measured against the criteria for the job. Qualifications, experience and skills will be assessed at the level that is relevant to the job.
5. Before embarking on the process of recruitment, the line manager must ensure that there is an up-to-date job description for the post. The job description will describe the duties, responsibilities and level of seniority associated with the post, while the employee specification will describe the type of qualifications, training, knowledge, experience, skills, aptitudes and competencies required for effective performance of the job.
6. Where the job is to be advertised, the proposed advertisement must be submitted to the OD&P Department for approval. Consideration must be given to the most appropriate form of external recruitment, given the authorised recruitment spend.
7. The Organisation is committed to applying its equal opportunities policy at all stages of recruitment and selection. Shortlisting, interviewing and selection will always be carried out without regard to gender, gender reassignment, sexual orientation, marital or civil partnership status, colour, race, nationality, ethnic or national origins, religion or belief, age, pregnancy or maternity leave or trade union membership.

8. Any candidate with a disability will not be excluded unless it is clear that the candidate is unable to perform a duty that is intrinsic to the role, having taken into account reasonable adjustments. Reasonable adjustments to the recruitment process will be made to ensure that no applicant is disadvantaged because of his/her disability.
9. All disabled applicants who meet the minimum requirements of the job as set out in the job description and employee specification will be guaranteed an interview.
10. Line managers conducting recruitment interviews will ensure that the questions that they ask job applicants are not in any way discriminatory or unnecessarily intrusive. The interview will focus on the needs of the job and skills needed to perform it effectively. On no account should any job offer be made during or at the end of an interview.
11. It is the Organisation's practice to request the successful candidate's consent for it to seek two written references, evidence of the candidate's right to work in the United Kingdom and to ask for documentary proof of qualifications where appropriate. Any offer of employment will be conditional on both of these being satisfactory.

Additional Considerations

12. Within our organisation there are specialist roles people may wish to apply for, or we are required to recruit - please refer to the below for further guidance:
 - Sales Recruitment

In order to undertake the role of a Field Based Sales Executive/ Account Manager, employees will be required to have a DBS check in place.

A full UK driving license will also be required for role in the UK
 - Marketing

In order to undertake certain roles within the Marketing Department those who will be required to visit educational establishments as part of their regular duties or who have may have direct contact with vulnerable groups (e.g. children) will require a CRB check.
 - Creative Services

In order to undertake certain roles within the Creative Services Department those who will be required to visit educational establishments as part of their regular duties or who have may have direct contact with vulnerable groups (e.g. children) will require a CRB check.
 - Operation Export

For applicants within our operational Export department (with access to cargo travelling by sea, land and air) there are additional role requirements, inclusive of providing full details of education, training and employment during the preceding 5 years or since they reached the age of 16, whichever is the shorter period. Application forms in relation to these positions will outline all the applicable criteria as defined by the Department for Transport.

Appendix 2

Whistle Blowing Policy

Whistleblowing

Policy statement

We are committed to conducting our business with honesty and integrity, and we expect all staff to maintain high standards. However, all organisations face the risk of things going wrong from time to time, or of unknowingly harbouring illegal or unethical conduct. A culture of openness and accountability is essential in order to prevent such situations occurring or to address them when they do occur.

The aims of this policy are:

To encourage staff 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.

To provide staff with guidance as to how to raise those concerns.

To reassure staff that they should be able to raise genuine concerns without fear of reprisals, even if they turn out to be mistaken.

This policy does not form part of any employee's contract of employment and it may be amended at any time.

Introduction

This policy applies to all individuals working at all levels of the organisation, including senior managers, officers, directors, employees, consultants, contractors, trainees, homeworkers, part-time and fixed-term workers, casual and agency staff (collectively referred to as 'worker' in this policy)

who conduct work on behalf of Findel Plc and its subsidiary Divisions.

It is important to the business that any fraud, misconduct or wrongdoing by workers or officers of the organisation is reported and properly dealt with. The organisation therefore encourages all individuals to raise any concerns that they may have about the conduct of others in the business or the way in which the business is run. This policy sets out the way in which individuals may raise any concerns that they have and how those concerns will be dealt with.

Background

The law provides protection for workers who raise legitimate concerns about specified matters. These are called "qualifying disclosures". A qualifying disclosure is one made in the public interest by a worker who has a reasonable belief that:

- a criminal offence;
- a miscarriage of justice;
- an act creating risk to health and safety;
- an act causing damage to the environment;
- a breach of any other legal obligation; or
- concealment of any of the above;

is being, has been, or is likely to be, committed. It is not necessary for the worker to have proof that such an act is being, has been, or is likely to be, committed - a reasonable belief is sufficient. The worker has no responsibility for investigating the matter - it is the organisation's responsibility to ensure that an investigation takes place.

A worker who makes such a protected disclosure has the right not to be dismissed, subjected to any other detriment, or victimised, because he/she has made a disclosure.

The organisation encourages workers to raise their concerns under this procedure in the first instance. If a worker is not sure whether or not to raise a concern, he/she should discuss the issue with his/her line manager or the HR department or contact Safecall, who have been engaged by Findel to act as an independent, external, confidential and anonymous reporting line for 'Whistleblowing'.

Safecall is a specialist 'Whistleblowing' service provider, who can be called by employees, contractors or agency staff working for Findel group companies, if they feel uncomfortable in reporting their concerns to line managers or Directors of the company.

Safecall can be contacted by calling the dedicated Freephone telephone number

0800 915 1571

Safecall are available 24/7. Specially trained staff are on hand to note the concern and pass it on anonymously if preferred by the caller.

All calls to Safecall are taken extremely seriously and are acted upon, following an agreed process.

Principles

- Everyone should be aware of the importance of preventing and eliminating wrongdoing at work. Workers should be watchful for illegal conduct and report anything of that nature that they become aware of.
- Any matter raised under this procedure will be investigated thoroughly, promptly and confidentially, and the outcome of the investigation reported back to the worker who raised the issue.
- No worker will be victimised for raising a matter under this procedure. This means that the continued employment and opportunities for future promotion or training of the worker will not be prejudiced because he/she has raised a legitimate concern.
- Victimisation of a worker for raising a qualified disclosure will be a disciplinary offence.
- If misconduct is discovered as a result of any investigation under this procedure the organisation's disciplinary procedure will be used, in addition to any appropriate external measures.
- Maliciously making a false allegation is a disciplinary offence.
- An instruction to cover up wrongdoing is itself a disciplinary offence. If told not to raise or pursue any concern, even by a person in authority such as a manager, workers should not agree to remain silent. They should report the matter to a director.

This procedure is for disclosures about matters other than a breach of an employee's own contract of employment. If an employee is concerned that his/her own contract has been, or is likely to be, broken, he/she should use the organisation's grievance procedure.

Procedure

(1) In the first instance, and unless the worker reasonably believes his/her line manager to be involved in the wrongdoing, or if for any other reason the worker does not wish to approach his/her line manager, any concerns should be raised with the worker's line manager. If he/she believes the line manager to be involved, or for any reason does not wish to approach the line manager, then the worker should proceed straight to stage 3.

(2) The line manager will arrange an investigation into the matter (either by investigating the matter him/herself or immediately passing the issue to someone in a more senior position). The investigation may involve the worker and other individuals involved giving a written statement. Any investigation will be carried out in accordance with the principles set out above. The worker's statement will be taken into account, and he/she will be asked to comment on any additional evidence obtained, where this is necessary. The line manager (or the person who carried out the investigation) will then report to the board, which will take any necessary action, including reporting the matter to any appropriate government department or regulatory agency. If disciplinary action is required, the line manager (or the person who carried out the investigation) will report the matter to the human resources department and start the disciplinary procedure. On conclusion of any investigation, the worker will be told the outcome of the investigation and what the board has done, or proposes to do, about it. If no action is to be taken, the reason for this will be explained.

(3) If the worker is concerned that his/her line manager is involved in the wrongdoing, has failed to make a proper investigation or has failed to report the outcome of the investigations to the board, he/she should inform the Group Head of Internal Audit on 0161-303-3476, who will arrange for another manager to review the investigation carried out, make any necessary enquiries and make his/her own report to the board as in stage 2 above. If for any other reason the worker does not wish to approach his/her line manager he/she should also in the first instance contact the Group Head of Internal Audit on 0161-303-3476. Any approach to the Group Head of Internal Audit will be treated with the strictest confidence and the worker's identity will not be disclosed without his/her prior consent.

(4) Should none of the above routes be suitable or acceptable to the complainant, then Findel plc has appointed Safecall to operate a whistleblower phone line. Safecall is part of the Law Debenture Corporation and is completely independent to Findel plc.

The Safecall whistleblower phone line operates 24hrs a day: 0800 915 1571

(5) If on conclusion of stages 1, 2 and 3 the worker reasonably believes that the appropriate action has not been taken, he/she should report the matter to the proper authority. The legislation sets out a number of bodies to which qualifying disclosures may be made. These include:

- HM Revenue & Customs;
- the Financial Conduct Authority;
- the Office of Fair Trading;
- the Health and Safety Executive;
- the Environment Agency;
- the Director of Public Prosecutions; and
- the Serious Fraud Office.

Protection and support for the whistleblower

It is understandable that whistleblowers are sometimes worried about possible repercussions. We aim to encourage openness and will support workers who raise genuine concerns under this policy, even if they turn out to be mistaken.

Workers must not suffer any detrimental treatment as a result of raising a concern. Detrimental treatment includes dismissal, disciplinary action, threats or other unfavourable treatment connected with raising a concern. If you believe that you have suffered any such treatment, you should inform your line manager or a member of the HR department immediately. If the matter is not remedied you should raise it formally using our Grievance Procedure.

Staff must not threaten or retaliate against whistleblowers in any way. If you are involved in such conduct you may be subject to disciplinary action.

Responsibility for the success of this Policy

The Board and Risk and Audit Committee has overall responsibility for this policy, and for reviewing the effectiveness of actions taken in response to concerns raised under this policy.

The Human Resource department has day-to-day operational responsibility for this policy, and must ensure that all managers and other staff who may deal with concerns or investigations under this policy receive regular and appropriate training.

The Human Resource department, in conjunction with the Board and Risk and Audit Committee and should review this policy from a legal and operational perspective at least once a year.

All workers are responsible for the success of this policy and should ensure that they use it to disclose any suspected danger or wrongdoing. Staff are invited to comment on this policy and suggest ways in which it might be improved. Comments, suggestions and queries should be addressed to the Human Resource department.