

Whistleblowing Policy

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1. About this policy

We are committed to conducting our business with honesty and integrity and we expect all staff to maintain high standards. Any suspected wrongdoing should be reported as soon as possible.

This policy covers all employees, officers, consultants, contractors, casual workers and agency workers (in line with agency workers regulations).

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 preserved.

Staff will be provided with guidance as to how to raise any concerns. Staff will be able to raise genuine concerns without fear of reprisal, even if those concerns turn out to be mistaken.

This policy does not form part of any employee's contract of employment, unless expressly specified, and we may amend it at any time.

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, regulatory or professional obligations.

The types of concerns you may want to raise with us by whistleblowing might include:

- a) any activity you suspect is criminal;
- b) any activity you suspect which does or may put at risk health and safety;
- c) any activity you suspect may damage the environment;
- d) any activity you suspect breaches our policy on bribery and corruption;
- e) any failure to comply with legal or regulatory obligations;
- f) any failure to meet professional requirements; and/or
- g) any attempt to conceal one or more of these activities.

Speak to your manager if you are not sure whether something you have become aware of is covered by this policy. Note that if your complaint is about the way people are behaving towards you, then you should refer to our policy on Dignity at Work, or to our Grievance Policy, for guidance on how to proceed.

3. How to raise a concern

We hope that in many cases you will be able to raise any concerns with your manager. However, where you prefer not to raise it with your manager for any reason, you should contact the Human Resources Team.

Your communication should usually be in writing and should say that you are raising your concerns under this policy and then explain what they are. Include all the key facts, dates, and the names of the people involved.

We will arrange a meeting with you as soon as possible to discuss your concern. You may bring a colleague or union representative to any meetings under this policy. Your companion must respect the confidentiality of your disclosure and any subsequent investigation. The Company will also take appropriate steps to ensure that matters are kept confidential.

After the initial meeting, we will investigate your concerns and we may ask you to attend further meetings. To investigate properly, we may involve specialists with particular knowledge or experience of the issues you have raised.

You will be kept informed about how our investigations are progressing and how long they are likely to take. Sometimes, however, we may be unable to give you details about the investigation (or any action it leads to) as we need to protect confidentiality and comply with legal obligations. We understand this may be frustrating and give you concerns about whether we have actually done anything, and if this happens we will do our best to sit down with you and explain why we are acting in the way we are.

Your concerns will be addressed fairly, but we cannot guarantee the outcome of our investigations will be the one you want. If you are not satisfied with how we have conducted the investigations, you can take the matter to a member of the Executive Team for further consideration.

Most concerns are raised with us in good faith, but occasionally someone makes a false allegation out of malice or because they believe they have something to gain or that another individual may face difficult or serious consequences. Anyone found to be engaging in such practices will face action under our Disciplinary Policy. This could include appropriate disciplinary sanctions being imposed which could include dismissal on the grounds of gross misconduct.

4. Confidentiality

There is a significant difference between wanting to keep your concerns confidential and making a disclosure anonymously. We actively discourage anonymous whistleblowing.

You are always encouraged to raise concerns openly, and if you prefer to do so in confidence, we will do all that we can to ensure your identity remains hidden. We may want to disclose your identity to people involved in the investigation but will always discuss this with you first.

You are protected from reprisals under this policy (see clause 6), but if you are still worried we encourage you to discuss this with us and we will explore how far we can go in keeping your concerns confidential.

Concerns raised anonymously are very difficult — and sometimes impossible — to investigate. We may not be able to properly establish whether your allegations are credible without being able to ask you for more details or for clarification, and this makes it hard to reach an informed decision. This is why we urge you not to report matters anonymously.

We hope that staff will feel able to voice whistleblowing concerns openly under this policy. Completely anonymous disclosures are difficult to investigate. If you want to raise your concern confidentially, we will make every effort to keep your identity secret and only reveal it where necessary to those involved in investigating your concern.

5. External disclosures

The aim of this policy is to provide an internal mechanism for reporting, investigating and remedying any wrongdoing in the workplace. In most cases you should not find it necessary to alert anyone externally.

The law recognises that in some circumstances it may be appropriate for you to report your concerns to an external body such as a regulator. We strongly encourage you to seek advice before reporting a concern to anyone external.

This policy covers the actions of third parties such as suppliers, service providers, and clients, as well as our staff. Should you have concerns about a third party, you are encouraged to raise them with us before approaching anyone else. Your manager will be able to explain how you should proceed.

Alerting the media to a concern — particularly before or during an internal investigation — is almost never justified or appropriate in any situation. We strongly discourage you from doing so and will treat any contact with the press as a serious disciplinary issue justifying dismissal unless exceptional circumstances exist. We would normally expect you to have taken all reasonable steps to deal with the matter internally or with an external regulator, and to have taken full advice from a lawyer or Protect, before being justified in approaching the press. Protect, an independent whistleblowing charity, operates a confidential helpline. their contact details are at the end of this policy.

6. Protection and support for whistleblowers

We aim to encourage openness and will support whistleblowers who raise genuine concerns under this policy, even if they turn out to be mistaken.

Whistleblowers must not suffer any detrimental treatment as a result of raising a genuine concern. If you believe that you have suffered any such treatment, you should inform HR or the Executive Leadership team immediately.

You must not threaten or retaliate against whistleblowers in any way. If you are involved in such conduct you may be subject to disciplinary action. In some cases the whistleblower could have a right to sue you personally for compensation in an employment tribunal.

However, if we conclude that a whistleblower has made false allegations maliciously, the whistleblower may be subject to disciplinary action. This could result in the imposition of disciplinary sanctions which could include dismissal on the grounds of gross misconduct.

7. Training and communication

Training on this policy forms part of the induction process for all individuals who work for us, and regular training will be provided as necessary.

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Covering Legal Entities:	Primrose Topco and all subsidiaries		
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