



# Whistleblowing Policy

## Table of contents

Document revision history.....	2
1. Introduction .....	3
2. Objectives .....	3
3. Scope.....	3
4. Safeguard .....	4
Protection .....	4
Confidentiality .....	4
Anonymous Allegations.....	4
Untrue Allegations .....	4
5. Procedure for Making a Disclosure .....	4
6. Timescale .....	5
7. Investigating Procedure.....	5
8. Review Mechanism .....	6

## Document revision history

Version	Date	Author	Modifications	Approved by
1.0	2022-03-22	Stéphanie DESMARIS	Initial version	Stéphanie DESMARIS
2.0	2025-05-15	Piotr CZARNAWSKI	Objectives Added	Stéphanie DESMARIS

# 1. Introduction

Sword Group is committed to the highest standards of openness, probity and accountability. All staff members are expected to maintain the same standards in everything they do. An important tool in achieving this is a mechanism to allow employees to voice concerns in a responsible and effective manner. It is a fundamental term of every contract of employment that employees will faithfully serve the Group and not disclose confidential information about the Group's affairs. Nevertheless, where an individual discovers information which they believe shows serious malpractice or wrongdoing within the Company or any business with which it is associated then this information should be disclosed internally without fear of reprisal.

There need to be processes in place to allow this to be done independently of line management (although in relatively minor instances the line manager would be the appropriate person to be told). The laws give legal protection to employees against being dismissed or penalised by their employers as a result of publicly disclosing certain serious concerns.

This policy is intended to assist individuals who believe they have discovered malpractice or impropriety. It is not designed to question financial or business decisions taken by the Company nor should it be used to reconsider any matters which have already been addressed under harassment, grievance, disciplinary or other procedures. Sword Group considers that with a detailed "Whistleblowing Policy" in place, it is reasonable to expect employees to use it rather than leaking their concerns to interests outside of the Group.

## 2. Objectives

Sword Group aims to promote a work environment where concerns about misconduct can be raised without fear of reprisal, and to continuously improve the use and effectiveness of its whistleblowing framework. The Group sets the following objectives:

- **Qualitative objectives:**
  - Ensure a culture of trust and ethical conduct across all business units.
  - Maintain confidentiality, fairness, and non-retaliation throughout the disclosure and investigation process.
  - Increase employee confidence in the reporting process through clear communication and accessibility.
- **Quantitative objectives (indicative):**
  - Achieve 100% employee awareness by 2028 through internal training and policy dissemination.

## 3. Scope

This policy enables employees to raise concerns internally and at a high level and to disclose information which is believed to show malpractice or impropriety. This policy is intended to cover concerns which are in the public interest. These may initially be investigated in isolation but might subsequently lead to the invocation of other procedures; for example the disciplinary procedure. Employee concerns could include:

- Financial malpractice, impropriety or suspected fraud
- Failure to comply with a legal obligation or Statutes
- Bribery or attempts to bribe
- Dangers to Health & Safety or the environment
- Criminal activity

- Improper conduct or unethical behaviour
- Attempts to conceal any of these of the above behaviours
- Information Security breaches, weakness or other concerns

## 4. Safeguard

### Protection

This policy is designed to offer protection to those employees of the Company who disclose such concerns provided the disclosure is made:

- in good faith,
- in the reasonable belief of the individual making the disclosure that it clearly shows malpractice or impropriety,
- to an appropriate person (see below).

It is important to note that no protection from internal disciplinary procedures is offered to those who choose not to use the procedure. In an extreme case malicious or wild allegations could give rise to legal action on the part of the persons complained about.

### Confidentiality

The Company will treat all such disclosures in a confidential and sensitive manner. The identity of the individual making the allegation may be kept confidential so long as it does not hinder or frustrate any investigation. However, the investigation process may reveal the source of the information and the individual making the disclosure may need to provide a statement as part of the evidence required.

### Anonymous Allegations

This policy encourages individuals to put their name to any disclosures they make. Concerns expressed anonymously are much less credible, but they may be considered at the discretion of the Company.

In exercising this discretion, the factors to be taken into account will include:

- The seriousness of the issues raised
- The credibility of the concern
- The likelihood of confirming the allegation from attributable sources

### Untrue Allegations

If an individual makes an allegation in good faith, which is not confirmed by subsequent investigation, no action will be taken against that individual. In making a disclosure the individual should exercise due care to ensure the accuracy of the information.

If, however, an individual makes malicious or vexatious allegations, and particularly if he or she persists with making them, disciplinary action may be taken against that individual.

## 5. Procedure for Making a Disclosure

On receipt of a complaint of malpractice, employees who receive a complaint, must pass this information as soon as is reasonably possible, to the appropriate designated investigating officer as follows:

- Complaints of malpractice will be investigated by the appropriate Business Unit Director unless the complaint is against the Business Unit Director or is in any

way related to the actions of the Business Unit Director. In such cases, the complaint should be passed to the COO or CEO for referral.

- In the case of a complaint, which is any way connected with but not against the Business Unit Director, the COO or CEO will nominate a Senior Manager to act as the alternative investigating officer.
- The complainant has the right to bypass the line management structure and take their complaint direct to the Group CEO. The Group CEO has the right to refer the complaint back to management if he feels that the management without any conflict of interest can more appropriately investigate the complaint.

Should none of the above routes be suitable or acceptable to the complainant, then the complainant may approach one of the following individuals who have been designated and trained as independent points of contact under this procedure. They can advise the complainant on the implications of the legislation and the possible internal and external avenues of complaint open to them:

1. Group CFO
2. HR Director

If there is evidence of criminal activity, the investigating officer should inform the police. The Company will ensure that any internal investigation does not hinder a formal police investigation.

## 6. Timescale

Due to the varied nature of these sorts of complaints, which may involve internal investigators and / or the police, it is not possible to prescribe precise timescales for such investigations. The investigating officer should ensure that the investigations are undertaken as quickly as possible without affecting the quality and depth of those investigations.

The investigating officer, should as soon as practically possible, send a written acknowledgement of the concern to the complainant and thereafter report back to them in writing the outcome of the investigation and on any action that is proposed. If the investigation is a prolonged one, the investigating officer should keep the complainant informed, in writing, as to the progress of the investigation and as to when it is likely to be concluded.

All responses to the complainant should be in writing and sent to their home address.

## 7. Investigating Procedure

The investigating officer should follow these steps:

1. Full details and clarifications of the complaint should be obtained.
2. The investigating officer should inform the member of staff against whom the complaint is made as soon as is practically possible. The member of staff will be informed of their right to be accompanied by a trade union or colleague at any future interview or hearing held under the provision of these procedures.
3. The investigating officer should consider the involvement of the Company auditors and the Police at this stage and should consult with the COO/ CEO.
4. The allegations should be fully investigated by the investigating officer with the assistance where appropriate, of other individuals / bodies.

5. A judgement concerning the complaint and validity of the complaint will be made by the investigating officer. This judgement will be detailed in a written report containing the findings of the investigations and reasons for the judgement. The report will be passed to the COO or CEO as appropriate.
6. The COO/CEO will decide what action to take. If the complaint is shown to be justified, then they will invoke the disciplinary or other appropriate Company procedures.
7. The complainant should be kept informed of the progress of the investigations and, if appropriate, of the final outcome.
8. If appropriate, a copy of the outcomes will be passed to the Company Auditors to enable a review of the procedures.

If the complainant is not satisfied that their concern is being properly investigated by the investigating officer, they have the right to raise it in confidence with the COO/CEO, or one of the designated persons described above.

If the investigation finds the allegations unsubstantiated and all internal procedures have been exhausted, but the complainant is not satisfied with the outcome of the investigation, the Company recognises the lawful rights of employees and ex-employees to make disclosures to prescribed persons (such as the Health and Safety Executive, the Audit Commission, or the utility regulators), or, where justified, elsewhere.

## 8. Review Mechanism

This policy shall be reviewed every two years under the supervision of the Group Communication Officer, in consultation with relevant stakeholders such as the HR Director and Business Unit Directors. Employees are encouraged to provide feedback on the effectiveness of this policy, which will be considered as part of the review process. The latest version of this policy will be made available to all employees via the company's internal communication channels.

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